

New Haven Golf Club

35 Eastern Street | New Haven, CT 06513 | Tee Times: 203.946.8014 – Office

New Haven Golf Club BY- LAWS

ARTICLE I - NEW HAVEN GOLF ASSOCIATION

SECTION 1: NAME

1. The name of the organization shall be the New Haven Golf Association and for designation purposes is referred to in these by-laws as the Association.

SECTION 2: LOCATION

2. The Association shall be located at the New Haven Municipal Golf Course, but nothing contained in these by-laws shall prevent the holding of meetings or the transaction of any business pertinent to this Association at some other place.

SECTION 3: OBJECTIVE/PURPOSE

3. To establish and maintain a men's club for the purpose of promoting sportsmanship and fellowship through programs that will promote the game of golf and foster positive social interaction among members of this organization.

SECTION 4: FISCAL YEAR

4. The Fiscal Year of the New Haven Golf Club shall be identical with the calendar year, beginning on January 1st and shall end on the 31st day of December.

ARTICLE II – BOARD of DIRECTORS

SECTION 1: ORGANIZATION

1. The entire management of the Association, its affairs, properties, and assets are vested in a Board of Directors consisting of thirteen members of the Association, elected as provided in Article V, Section 2, subject to the mandates of the voting members at their Annual Meeting, or at any special meeting called for the purpose of acting upon the affairs of the Association.
2. For designation purposes, the Board of Directors will hereafter be referred to as the Board.

SECTION 2: DUTIES & POWERS

1. All decisions on the Board shall be by majority vote of the Directors present except as otherwise provided. In addition to any and all powers conferred upon the Board by law, these by-laws, without in any manner or degree abrogating, limiting or modifying and such powers, grant to the Board the following authority.

To set forth the terms and conditions upon which a person may be accepted to membership.

To authorize the President to appoint such standing and other Committees as in their judgment are necessary for the proper management of the Association; to define and delegate the duties and powers of such Committees.

- a. To make, alter, or amend Rules and provide penalties for infractions of Rules and By-Laws, as prescribed in Article VIII.
- b. To appoint delegates to various associations.
- c. To remove a Director from the Board with cause. The absence of a Director from two consecutive meetings of the Board without permission of the Board or President, shall be considered sufficient cause for removal.
- d. To choose a successor who shall hold office for the unexpired term in the event of a vacancy in the office of any Director, or the President, Vice-President, Secretary, Treasurer, or other officer.
- e. To audit the books of the Association or of any officer or committee, or agent thereof.
- f. To elect a presiding officer in the event that both the President and Vice-President are absent.
- g. The Executive Board shall have the authority to take action on any emergency which may develop between regular association meetings of the New Haven Golf Club. If a membership majority is not present at a regular scheduled club meeting, the Executive Board may meet instead to take action on any pressing business, providing there is a majority of the Executive Board present.

ARTICLE III - OFFICERS

SECTION 1: TITLES

1. The officers of the Association shall be a President, a Vice-President, a Secretary, and Treasurer, all elected as provided in Article V, Section 3.
2. One person may hold two (2) offices if, in the discretion of the Board, the duties of each office are not conflicting.
3. A vacancy in any office shall can be filled by the Board for the balance of the remaining term.

SECTION 2: - DUTIES of the PRESIDENT

1. The President shall be the Chief Executive Officer performing any and all duties pertaining to the office of President.
2. He shall preside at all meetings of the Association and of the Board of Directors.
3. He shall be responsible for the enforcement of all rules and regulations of the Association.

4. With the consent and approval of the Board of Directors, he shall appoint all committees, except the Nominating Committee, select the Chairman of each committee and fill any vacancies of all such committees.
5. He shall at the Annual Meeting make his annual report to the Directors and members assembled.
6. With the Secretary, and in his capacity as Chief Executive Officer, he shall sign all written contracts, obligations and instruments of the Association.
7. He shall have charge of the general supervision and control of the Association and its management.
8. He shall perform all other such duties as properly may be required of him by the Board.

SECTION 3: DUTIES of the VICE-PRESIDENT

1. In the absence of the President, the Vice-President shall perform all of his duties; and if the office of President should become vacant, the Vice-President shall perform all his duties until a successor is appointed.
2. The Vice-President must be familiar with all the administrative activities of the other officers and fill in for them in their absence. In addition, the Vice-President, will perform any other duties as delegated to him by the President.

SECTION 4: DUTIES of the SECRETARY

1. The Secretary shall perform any and all duties pertaining to the office of Secretary.
2. He shall sign or countersign all such instruments as may require his signature as an officer of the Association.
3. He shall conduct, all official correspondence of the Association and shall see that such correspondence is properly preserved and filed until otherwise disposed of by the Board.
4. He shall keep a permanent record in which shall be entered an accurate history of all Association activities, a record of office holders, resignations of officers, and all membership suspensions and expulsions, together with accurate listings of all members' names, addresses and telephone numbers.
5. He shall issue all notices of meetings of members or directors, and shall keep the minute and records thereof.
6. He shall be responsible for posting all Association notices.
7. He shall notify each applicant elected of his election to membership, and he shall transmit to each new member a membership/GHIN card in such form as may be authorized and approved by the Board.
8. He shall collect dues from members and shall turnover all monies collected to the Treasurer of the Association.

9. He shall be an ex-officio member of all Committees, except the Nominating Committee.

10. He shall perform all other duties that the Board shall assign to him.

SECTION 5: DUTIES of the TREASURER

1. The Treasurer shall perform any and all duties pertaining to the office of Treasurer.
2. He shall sign or countersign all documents that may require his signature as an officer.
3. He shall be custodian of all Association funds, keeping a complete record of all financial transactions in accordance with a system satisfactory to the Board.
4. He shall receive all dues collected by the Secretary, and deposit all Association funds, in the name of the Association, in a depository to be designated by the Board.
5. He shall disburse the Association's funds when and as authorized by the Board, keeping proper vouchers and documentation of all sums disbursed.
6. He shall perform all other such duties as may properly be assigned to him by the Board.

SECTION 6: COMPENSATION

1. No salary or other compensation shall be paid any officer of the Association, except when specifically provided for by action of the Board.

ARTICLE IV - COMMITTEES

SECTION 1: FORMATION and GENERAL RULES

1. Except as otherwise provided by Article V, Sec. 2, Par. 2, standing and other committees shall be appointed by the President with approval of the Board, in accordance with Article III, Section 2, Par. 4.
2. Vacancies in committees shall be filled by appointment by the President, as provided in Article III, Section 2, and Paragraph 4.
3. Each committee shall be composed of as many members or Directors, or both, as the Board may determine. Committee appointments may be for one year or less at the discretion of the Board.
4. The Board shall advise each committee with respect to the specific activity for which each such committee shall have responsibility, and with respect to the committee's own functioning.
5. No committee shall have the right to obligate the Association in any way or in any sum in excess of that authorized by the Board for its use.

6. All committee shall report on their activities to the Board whenever requested and are at all times under the direct supervision and control of the Board, having only such authority as is specifically defined herein and as may be delegated to them by the Board.

SECTION 2: STANDING COMMITTEES

1. The standing committees shall be as follows:

Tournament, Handicap, Membership, Rules, Entertainment, and the Greens Committee.

SECTION 3: DUTIES and RESPONSIBILITIES

1. The Tournament Committee, except as otherwise provided by the Board, shall arrange and conduct all tournaments, and other special golf events, determining the dates of any such events and notifying members as to such dates and the conditions pertaining to such events. It shall have authority to employ, supervise, or discharge extra tournament personnel, and to purchase such additional articles or supplies as may be necessary for the efficient conduct of such events. It shall have full charge of all publicity for such events, and shall select, purchase, and award the prizes which shall be won by the contestants. It shall cooperate with the Board in formulating special rules governing contestants, tournament employees, members and spectators.
2. The Handicap Committee shall be responsible for the supervision, administration and the validation of handicaps. The Handicap Committee will be responsible for ensuring that all members have a current USGA/CSGA handicap and to make sure tournament scores are entered into the GHIN system computer on-site. It shall cooperate with the Board in formulating regulations governing its own functioning as a committee.
3. The Membership Committee shall have authority to investigate the desirability and fitness of every applicant for membership and report its findings and recommendations to the Board. It shall endeavor to obtain desirable prospective members and new applications whenever memberships are available or in prospect. With the Board's approval, it shall have the authority to publicize the advantages of Association membership in any way deemed advisable. It shall cooperate with the Board in formulating proper rules for receiving and passing on membership applications and for its own functioning as a committee.
4. The Rules Committee will be responsible for advice on the Rules of Golf, be available if called upon by the Tournament Committee for planning and conducting competitions, and promote the knowledge and adherence to the Rules of Golf among the membership. The Tournament Committee has primary responsibility for planning and conducting competitions, it may call upon the Rules Committee for advice in preparing the course for play, researching event rules and answering questions on the Rules of Golf which may arise during competitions. The Rules Committee should therefore be thoroughly familiar with the event rules as published by the Tournament Committee. The Rules Committee shall have two members of the NHGC on the committee. The Ailing Memorial club professional shall be an advisor to the Rules Committee.
5. The Entertainment Committee, except as otherwise provided by the Board, shall have full charge of all Association entertainment, dances and dinners, and it shall be responsible for the attendance and success of all such Association function.
6. The Greens Committee shall be the liaison between the NHGC Board of Directors and the golf course superintendent and staff. The committee will communicate course set-up requirements

for any Association tournaments as directed by the Board. This could include pin-placements on greens, placement of tee-markers and overall course maintenance & green conditions for selected Association tournaments.

ARTICLE V - ELECTIONS & VOTING PROCEDURES

SECTION 1: MEMBERS

1. Open to all persons of good moral character who may desire to become a member of the Association. Applicants shall apply to the Board through the Membership Committee and be sponsored by at least one member of the association in good standing.
2. As soon as such application shall have been received, the Membership Committee will investigate the applicant's qualifications for membership and shall forward the application to the Board, with recommendations. Every application shall be considered and passed upon by the Board who shall be the final authority in deciding whether to accept or reject an applicant.
3. To expedite processing applications the Board may delegate authority to the Membership Committee to act.
4. No applicant shall be considered until he has paid established annual dues.
5. All members must obtain and maintain a valid USGA/CSGA Handicap Card through the New Haven Golf Club.
6. Acceptance of membership in this club shall bind each member to uphold all provisions of the by-laws and other rules established by the NHGC and to accept and enforce all rules and decisions of the Executive Board acting within its jurisdiction.
7. Members shall be subject to suspension or expulsion for conduct unbecoming or detrimental to the game of golf and/or the good name of the NHGC. Any member failing in his obligation as set forth herein may be suspended or expelled by a two-thirds vote of all members of the Executive Board. Any member will be given due notice in writing of the alleged charges against him and will be given an opportunity to be heard in his own defense.
8. Each member of the NHGC shall be entitled to one (1) vote at any meeting of the New Haven Golf Club. The vote of a majority of the membership present at any meeting is required to pass a motion.

SECTION 2: DIRECTORS & VOTING PROCEDURES

1. Members of the Board will serve three year terms and shall be elected at the Annual Meeting of the Association by member ballot. As a result of 4 additional members to the Board, four (4) members will be elected in 2013, four members (4) will be elected in 2014 and five (5) members will be elected in 2015. This process will continue every three years. To serve on the Board, all candidates must have been a NHGC member in good standing during the previous golf season. The President shall appoint two (2) or more tellers/counters, none of whom shall be a member of the Board, to distribute, collect and count the ballots. Nominees must receive a majority vote of the members present at the Annual Meeting to be declared elected.

2. The Board shall, at least 30 days preceding the Annual Meeting, appoint a Nominating committee of 5 voting members of the Association, not more than two (2) of whom shall be a member of the Board, and such committee shall nominate not less than six (6) voting members of the Association as candidates for Directors. All voting members shall be informed by the secretary of the list so named, in any manner deemed acceptable by the Board, at least 21 days prior to the Annual Meeting. Other voting members may be nominated for Directors by any 10 voting members in good standing provided such nominations are made in writing by the individuals nominating them and are placed in the hands of the Secretary 10 days prior to the Annual Meeting. The Secretary shall post the names of all persons as nominated on the Association's bulletin board, or publish the list of all such nominations in the newspaper, at least 1 week before the meeting.
3. At the opening of the NHGC Annual Meeting, all nominees for election to the Board shall be recognized and introduced to the membership. Election committee will have members sign in before receiving a ballot vote. Voting is to begin after introductions and ends when meeting is adjourned or until every member present has had a chance to vote.
4. Tie Vote: In the event of a tie vote, a special election between the candidates will be held at the 1st NHGC Tournament of the Year. The Election Committee will distribute and count ballots with the results.

SECTION 3: OFFICERS

1. At its first regular meeting after the Annual Meeting of the members, the Board shall elect from its own members a President, Vice-President, Secretary and Treasurer who shall hold office for one year and/or until their respective successors are elected. All Officers will be members of the Executive Board.

ARTICLE VI - MEETINGS

SECTION 1: ANNUAL ASSOCIATION MEETING

1. The Annual Meeting of the Association shall be held during the month of March for the upcoming new golf season, for the election of Directors, and for the transaction of other business items which may be brought before the meeting for action. Date, time and location of meeting to be determined by the Board of Directors. Notice of this Annual Meeting shall be mailed by the Secretary at least two (2) weeks before the date of the meeting.
2. The Secretary shall give a minimum of two (2) week's notice by mail of the date, time, and place of the Annual Meeting and shall include in such notice a list of all of the candidates for the officers nominated by the Nominating Committee in accordance with the provisions of these by-laws.

SECTION 2: SPECIAL ASSOCIATION MEETING

1. Special meetings on the Association shall be called by the President, acting on behalf of the Board, or upon the written application, of 15 voting members in good standing, filed with the Secretary. An appropriate notice giving the time and place of the meeting, and stating the meeting agenda of the business to be transacted, shall be given by the Secretary at least 3

days prior to the meeting, and at such meeting no other business than that agenda may be conducted.

SECTION 3: ANNUAL BOARD MEETING

1. The annual meeting of the Board shall immediately follow the annual meeting of the Association.

SECTION 4: REGULAR BOARD MEETINGS

1. Regular meeting of the Board shall be held monthly on the 1st Wednesday of each month or on such dates as shall be designated by the Board. Monthly meetings to be held at the New Haven Golf Club or such place as shall be designated by the Board.

SECTION 5: SPECIAL BOARD MEETINGS

1. Special Meetings of the Board shall be held on call of the President acting on his own initiative or upon written application of two-thirds of the members of the Board. Notice of Special Meeting of the Board shall be given to all Directors not less than 3 days before the date of such meeting and shall state the meeting agenda.

SECTION 6: QUORUM of ASSOCIATION MEETINGS

1. Twenty of the voting members of the Association represented in person constitute a quorum at any meeting but less than that number may adjourn the meeting to a fixed date without further notice thereof.

SECTION 7: QUORUM of BOARD MEETINGS

1. A quorum at any meeting of the Board shall require two-thirds of Board Directorsmembers in attendance, except in expulsion proceedings as outlined in Article VII, Section 5, par. 2.

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SECTION 8: ORDER of BUSINESS at ASSOCIATION MEETINGS

1. During Association Meetings, Robert's Rules of Order shall govern the conduct of business in all cases in which they are applicable and not in conflict with these by-laws.
2. The order of business at the Annual Meetings of the Association shall be as follows:
 - a. Call to order.
 - b. Reading and disposition of unapproved minutes.
 - c. Reports of Officers/Committees.
 - d. Member election/results to Board.
 - e. Old/Unfinished business.
 - f. New business.
 - g. Adjournment.

SECTION 9: ORDER of BUSINESS at BOARD MEETINGS

1. During Board Meetings, Robert's Rules of Order shall govern the conduct of business in all cases in which they are applicable and not in conflict with these by-laws.

2. The order of business at each regular Board of Director's meeting shall be as follows:

- a. Reading and disposal of any unapproved minutes.
- b. Reports of officers and committees.
- c. Election of officers (at Annual Meeting of Board).
- d. Old/Unfinished business.
- e. New business.
- f. Adjournment.

SECTION 10: PARLIMENTARY RULES

1. In the conduct of all meetings, either membership or Board, Robert's Rules of Order shall govern, except where inconsistent with these By-Laws.

ARTICLE VII - MEMBERSHIP

SECTION 1: CLASSES

1. There shall be two classes of membership; Regular and Honorary.

SECTION 2: REGULAR MEMBERS

1. A regular member shall reside in New Haven County or adjacent counties. He shall pay in full annual dues as established by the Board. Any regular Member who has paid his membership dues on or before July 1st shall be considered a voting member, entitling him to hold any Association office and the power to vote at any Association meeting, including the subsequent Annual Meeting.

SECTION 3: HONORARY MEMBERS

1. An Honorary Member is one who in recognition of his distinguished service in some worthy field of endeavor, is elected to Association membership by a two-thirds vote of all Directors. He shall have all of the privileges of the Association except to vote and hold office. He shall pay no annual dues. His membership may be cancelled at any time at the discretion of the Board.

SECTION 4: DUES & DONATIONS

1. The annual dues for membership shall be established for the ensuing year by the Executive Board of the New Haven Golf Club and will determine when such dues shall be paid.
2. It is expected that these dues and the tournament entry fees will cover the costs associated with most of the events sponsored solely for the members of the New Haven Golf Club and for securing a USGA/CSGA Handicap for New Haven Golf Club members. These dues will not cover fees associated with events sponsored solely by New Haven Golf Club where participation will be extended not only to members of the New Haven Golf Club but others as well. An exemption can be made if the event is a New Haven Golf Club sanctioned affair.

3. All requests for charitable donations must be approved by the Board of Directors at the regular monthly or a special meeting. Board approved donations will not exceed \$250.00 (two hundred and fifty dollars). Any requests for donations exceeding \$250.00 must be approved by a majority of the Men's Association members.

SECTION 5: REPRIMAND, SUSPENSION and EXPULSION

1. The Board has the authority to privately discipline, or to publicly Reprimand, Suspend, or the Expulsion of any member for just cause. Such cause may consist of the violation of any By-Law or rule of the Association, or of conduct which in the opinion of the Board is prejudicial to the Association's welfare, or to the good order and discipline within or upon the premises of the golf course, or any improper usage of the Association or its property.
2. A member may be privately disciplined for cause upon the affirmative vote of a majority of the Board. Public reprimand, suspension, or expulsion of any member for any cause, shall require the affirmative vote of two-thirds of the Directors and shall not be made by the Board until the member shall have had an opportunity to present a defense. One week's written notice specifying the time and place the Board will consider the charges, accompanied by a written specification thereof, shall be considered as affording such member sufficient opportunity to present his defense.

ARTICLE VIII - RULES

SECTION 1: FORMULATION

1. All Rules governing members, officers and committees shall be formulated by the Board in cooperation with the various standing and supplementary committees.

SECTION 2: PUBLICATION

1. All Rules shall be posted in conspicuous places in the Club House. The Secretary shall post and/or distribute copies of these By-Laws and any and all future Amendments to all members of the association as needed.

SECTION 3: ENFORCEMENT and PENALTIES

1. Each committee shall primarily be responsible for the enforcement of such Rules and By-Laws as relate to its particular function, and with the Board's approval, shall prescribe such penalties for infractions as it deems just and proper.

SECTION 4: APPEALS

1. Any member shall have the right to appeal to the Board from the decision of any Committee with respect to its interpretation and enforcement of any Rule or By-Law. The Board's final decision in all such matters shall be irrevocable.

ARTICLE IX - COMPLAINTS

SECTION 1: REGISTERING COMPLAINTS

1. All complaints made by a member regarding the conduct of another member, or the performance of any officer, director or committee member shall be submitted in writing to the Secretary, who shall forward it to the Board for review and consideration at the next Board meeting. All decisions by the Board pertaining to any complaint are final.

ARTICLE X - BY-LAW AMENDMENTS

SECTION 1: PROCEDURE for AMENDING

1. These By-Laws may be modified, altered, or amended by a two-thirds vote of the Regular members represented in person at any Regular or Special meeting of the Association. All proposed amendment changes shall be communicated to the Association's members prior to the start of the Regular or Special meeting at which the amendment or amendments are to be considered.

These are the current By-Laws approved and adopted by the membership.

3/24/6
Date

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