

Silverbell Golf Club Constitution and By-Laws

Article I – Name

The name of this golf club shall be Silverbell Golf Club, a private club for golf.

Article II – Purpose

1. To stimulate interest in golf at the Silverbell Golf Course and other area golf courses by bringing together a group of golfers desirous of forming a golfing organization.
2. To promote and foster among the members a closer bond and camaraderie for their joint and mutual benefit, and to promote and conserve the best interests and true spirit of the game of golf as embodied in its ancient and honorable traditions.
3. To encourage conformance to the USGA Rules of Golf by creating a representative authority.
4. To maintain a uniform system of handicapping as set forth in the USGA Handicap System and issue USGA Handicap Indexes to the members.
5. To provide an authoritative body to govern and conduct club competitions.

Article III – Membership

Section 1. Men or women that are 21 years of age or older may apply for membership. There shall be at least 10 members with a maximum membership determined by the Board of Directors.

Section 2. Memberships in the club are individual and non-transferable.

Section 3. Membership confers no voice in the operation of any golf courses, clubhouses or any facilities of the courses.

Section 4. Membership confers no special privileges in connection with any golf course.

Section 5. Memberships in the club are for a calendar year only, with all memberships expiring on (December 31st).

Section 6. The fiscal year for the club will be (January 1st through December 31st).

Section 7. The Board of Directors may confer honorary memberships upon those whom they feel have contributed to the advancement of golf. The unanimous affirmative vote of the Board shall be required to approve such action.

Section 8. In the event that any member of the club shall commit any act which reflects discredit or disrepute thereon or shall refuse or neglect to comply with the rules and regulations adopted by the Board of Directors or the duly appointed officers, such member shall be subject to suspension or expulsion after (ten days) written notice and the right to be heard, by a vote of two-thirds of the Board of Directors at any regular meeting or special meeting called for such purpose.

Section 9. The Annual Meeting of the full membership shall be held following the election of the Board of Directors. The Board of Directors shall provide for the holding of such other meetings as may be deemed necessary or desirable and they shall call special meetings upon written petition signed by not less than (ten percent of the membership).

Section 10. A legal quorum at any meeting shall be (five) members present in person or by proxy. Each active member in good standing shall be entitled to one vote.

Section 11. All membership fees and dues shall be established by the Board of Directors from time to time in such amounts as they deem to be adequate to operate and maintain the club. Members shall be liable for dues until their resignation. All monies collected shall accrue to the benefit of the membership.

Section 12. Any member exhibiting significant anti-social behavior or behavior and attitude in serious conflict with Article II, Item 2 of this Document may be expelled from the Club if the Board of Directors votes unanimously in favor of expulsion. Specific actions that may result in immediate termination of membership include, but are not limited to threatening legal action against the SGC and/or its Board of Directors, Officers, or volunteers. Such behavior is in direct conflict with producing an environment of camaraderie, which is a key element of the SGC.

Section 13. Membership terms of agreement – By applying for membership in the SGC or by renewing SGC membership, each member agrees to abide by the Constitution and By-Laws and subsequent changes/amendments that may be adopted.

Article IV – Board of Directors

Section 1. The Board of Directors shall consist of six (6) members in good standing of the Silverbell Golf Club and they shall exercise all powers of management of the club not specifically excepted by these By-Laws.

Section 2. Each member of the Board of Directors term of service shall be for two years. At least five weeks prior to the Annual Meeting, the Board of Directors shall post upon the club website a list of nominees willing to serve on the Board of Directors. Names of other members in good standing may be nominated by anyone, including the member themselves, and submitted to the Board for posting on the website at least two weeks prior to the Annual Meeting. At least one week prior to the Annual Meeting, a list of all candidates nominated shall be posted on the club website.

Section 3. Voting procedures shall be determined by the Board and the six (6) names receiving the greatest number of votes cast shall be declared to be elected. Voting may take place via the internet prior to the Annual Meeting so that results may be announced at the Annual Meeting.

Section 4. The Board of Directors shall meet at such times and places as they may select and a majority of the Board shall constitute a quorum at any meeting.

Section 5. In the case of any vacancy through death, resignation, disqualification or other cause, the remaining directors, even though less than a quorum, may elect a successor by majority vote to hold office for the unexpired term of the director whose place shall be vacant, and until the election of his/her successor. The President, with the approval of the Board of Directors, may appoint up to three (3) provisional directors at any time to participate in Board of Director meetings in order to expand the pool of potential directors that could be nominated and elected in future elections.

Section 6. To the fullest extent permitted by law, the Board of Directors, Officers, and volunteers of the Silverbell Golf Club shall not be liable to any member for damage, loss, or prejudice suffered or claimed on account of any decision, course of action, act, inaction, omission, error, negligence or the like made in good faith by the SGC Board of

Directors, Officers, or volunteers reasonably believed to be within the scope of their respective duties.

Article V – Officers & Committees

Section 1. After the election, the Board of Directors shall meet and elect the officers.

Section 2. The officers shall consist of president, vice-president, secretary/treasurer, handicap chairman and the tournament director and their duties shall be such as their titles would indicate or such as may be assigned to them respectively from time to time.

Section 3. The Board of Directors shall authorize and define the powers and duties of all committees. Chairmen and members of all committees shall be appointed by the president, and the president shall be an ex-officio member of all committees except the nominating committee.

Section 4. The following committees shall be appointed each year, with such other committees as the president may deem necessary or advisable:

- Tournament Committee – To arrange and schedule with the management of any golf course as necessary, and conduct all intra-club and inter-club competitions.
- Handicap Committee – Composed primarily of members with the responsibility to establish a fair and proper system of handicaps in accordance with procedures set forth in the USGA Handicap System Manual.
- Membership Committee – To investigate and act upon all applications for membership.

Article VI – Amendments to By-Laws

Section 1. The Board of Directors shall have the power to repeal or amend any of these By-Laws provided that such action shall not be effective until approved by a majority vote of the members of Silverbell Golf Club at a meeting or internet vote held in accordance with the provisions contained herein. In the case of a meeting, a quorum shall be at least ten percent of SGC members in good standing in attendance. In the

case of an internet vote, a quorum shall be at least 10 percent of the SGC membership in good standing voting via the internet.