



**TOPSTONE**

men's golf club

Club Bylaws

# Club Bylaws

Revised March 2020

## ARTICLE I: ORGANIZATION

### Section 1.1

#### Purpose

The purpose of the organization is to promote good fellowship and sportsmanship among its members by promoting, fostering and encouraging the playing of golf and participation in related social activities.

### Section 1.2

#### Name

The name of the organization shall be The Topstone Men's Golf Club.

## ARTICLE II: MEMBERSHIP AND DUES

### Section 2.1

#### Type of Membership

There shall be two types of membership:

- Active
- Honorary

### Section 2.2

#### Active Members

An active member in good standing is at least 16 years old and has paid his dues for the golfing season. Active membership shall be limited to a manageable number set by the Executive Board. Active membership shall entitle the individual to all privileges of the Club including the right to vote at any general meeting of the club membership and the right to vote on any question otherwise presented to the general membership by the Executive Board.

Members of the age 16 or 17 will be considered "Junior" members. In order to be considered for membership, junior applicants must accompany their application with a letter of recommendation from the following sources:

- A parent currently active in the Topstone Men's Golf Club
- A high school coach recommending the applicant based on involvement with a high school golf team
- A current member who is not the parent of the applicant, but can vouch for the applicant

Junior applicants may be subject to an interview by the board, to ensure they meet certain standards required of members, to understand the rules of the game, course local rules, and men's club requirements for standards of play and etiquette.

Junior members will be allowed to participate in all tournaments including trophy events for which they have achieved the minimum requirements for specific events.

Junior members are eligible for winnings in all tournaments and pro shop games, subject to applicable USGA rules for amateur status and guidelines for eligibility for participation in high school or college athletics.

Final decision to accept a junior applicant will be at the discretion of the Board.

### Section 2.3

#### Honorary Members

An honorary member is a person who shall be designated as such for meritorious contributions to the Club or its objectives. Honorary membership shall be conferred by the majority vote of the Executive Board. An honorary membership may be assigned for life or for a period of years. An honorary member shall be entitled to all

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privileges of the Club except he shall have no voting rights. He shall not be subject to payment of membership fees or dues. Honorary membership shall be limited to ten percent of the active membership. Active members of the Club who are called into the Armed Forces of the United States shall automatically be designated as honorary members until their discharge from active duty.

#### **Section 2.4**

##### **Term of Membership**

An active membership shall be for a period of one year, renewable for a like period at the beginning of each year at the option of the member upon payment of his annual dues. The Executive Board reserves the right to consider the petitioning member's previous year's participation as one of the qualifications for membership.

#### **Section 2.5**

##### **Admission to Membership**

Any candidate requesting active membership shall submit an application accompanied by the initiation fee (if any) and the annual dues. The application will be submitted to the Executive Board no later than a date specified by the Board. Applications received after the membership reaches the maximum allowed for the year will be placed on a waiting list. Notification in writing of acceptance or declination for membership shall be promptly given to the candidate. If a candidate is placed on the waiting list his application and initiation fee and initial dues will be promptly returned.

#### **Section 2.6**

##### **Membership and Dues**

The initiation fee (if any) for first time members, annual dues, fee if dues are paid after a certain date (if any) and midseason rate (if any) shall be established by the Executive Board. All initiation fees and annual dues must be paid by the due date as determined by the Executive Board. Notification of the due date will be communicated to club members a minimum of 30 days prior to the due date. Initiation fees (if any) and annual dues are not refundable, except for declined new member applications (see Section 2.5, Admission to Membership). If the initiation fees (if any) and annual dues are not fully paid by the due date established, the member cannot play in Men's Club events until paid. The member may be designated as inactive and deleted from the active membership rolls.

#### **Section 2.7**

##### **Member Initiated Termination.**

A member can terminate membership at any time. Initiation fees (if any) and annual dues are not refundable. When the reason for termination is for illness, injury, or other extenuating circumstances an active member (see Section 2.2, Active Members) may request that his membership be deferred to the following year. To request a deferment an active member must submit a Deferment Request in writing to the President of the Men's Club. The Deferment Request must contain the Name, Address, Phone#, and Email Address of the member requesting deferment, and the reason for the deferment request. The President shall present the Deferment Request to the Executive Board. When determining and authorizing a deferment, the Executive Board reserves the right to review each Deferment Request independently and weigh it against the commitments made by the club, financial and otherwise. The Executive Board shall respond to the member requesting a deferment and provide the determination of deferment status by email within 30 calendar days from the date the Deferment Request is received.

## **ARTICLE III: MEMBERSHIP RIGHTS, DUTIES AND DISCIPLINE**

### **Section 3.1**

#### **Pay outs and Trophies**

Active or honorary members of the Club are eligible to win:

- Tournament pay outs awarded as Pro Shop credit
- Tee games offered by the Pro Shop awarded as Pro Shop credit
- Trophies awarded to special tournaments (major events, hole-in-one, interclubs, etc.)
- Optional Hole-in-one pool paid as a cash prize.
- Optional Ringers pool paid as a cash prize.

Guests of members of the Club participating in an open event have the option to participate and win:

- Tournament pay outs awarded as Pro Shop credit
- Tee games offered by the Pro Shop awarded as Pro Shop credit

### **Section 3.2**

#### **By-laws, Notices, Announcements**

A printable copy of the Rules and By-laws will be available at all times during the season on the official website of the Topstone Men's Golf Club. A copy can be obtained from the President, Secretary or the Communications Chair. Notices of coming events, competitions, awards, dates and agenda of the general and special membership meetings will be posted on the club website. Notices of significance by the Executive Board will be e-mailed to each member. A summary of Club business transacted at each Executive Board meeting will be posted on the website.

### **Section 3.3**

#### **Voting**

Active members in good standing shall be eligible to attend all regular or special meetings of the general membership and shall have the right to vote on all items of business coming before such meetings. A member in good standing is one who has paid his dues, fees and assessments, is not under suspension or censure and who has met all the requirements of the club.

### **Section 3.4**

#### **Duties of Members**

The acceptance of membership in the Club shall require each member to uphold all the provisions of the by-laws and other duly enacted rules of the club.

### **Section 3.5**

#### **Discipline**

Members shall be subject to suspension or expulsion for unbecoming conduct detrimental to the game of golf, to the good name of the club, or to the proper functioning and administration of the Club. Any member charged with having engaged in such unbecoming conduct shall be entitled to a written notice of the specific offense(s) that he is alleged to have committed. The member shall be given the opportunity to speak in his own defense at a meeting of the Executive Board at a specific date set by the Board. The date set will be such to afford the member a reasonable time to prepare to address the written charges. By a majority vote of the Executive Board where a quorum is present at such hearing, the member may be reprimanded, suspended, expelled from membership or the charges may be voided, and in which case all reference thereto will be expunged from the record. The decision of the Executive Board will be final.

### **Section 3.6 Tournament No Shows**

The Executive Board shall enact rules regarding penalties for members that fail to appear at a prearranged starting time for tournament play. We should state the rules or say that rules will be posted in the pro shop. The rules can be found in the membership guide, the club website, the pro shop and on the last page of this document, see 'rules.

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## **ARTICLE IV: MEETINGS OF THE GENERAL MEMBERSHIP**

### **Section 4.1**

#### **Regular Meetings**

Regular meetings of the general membership shall be held at least twice during the year, one prior to the beginning of the tournament schedule and one at the end of the tournament schedule. Any matters requiring a vote of the general membership may be brought up at such meetings.

### **Section 4.2**

#### **Special Meetings**

Special meetings of the general membership may be called by the Club President, by a majority of the Executive Board or upon written request of not less than ten percent (10%) of the active members. The business of the special meeting shall be confined to the matter set forth in the notice of the meeting.

### **Section 4.3**

#### **Notice**

A written or printed notice stating the place, day and hour of the meeting and in the case of a special meeting, the purpose for which it was called, shall be e-mailed to each active member not less than ten (10) days before the date of the meeting. A notice of such meeting will also be posted on the Topstone Men's Golf Club website.

### **Section 4.4**

#### **Quorum**

The presence of at least ten percent (10%) of the active members shall constitute a quorum for the transaction of business at any meeting of the general membership.

### **Section 4.5**

#### **Voting**

At all meetings of the general membership, all questions shall be determined by a majority of the members present and entitled to vote. Each member may cast only one vote on each matter properly brought before the meeting.

### **Section 4.6**

#### **Minutes of Meetings**

Complete minutes must be kept of all meetings. Minutes of Executive Board meetings will be summarized and posted on official website within a reasonable time frame for the information of the membership. Any member in good standing may request and shall be granted the right to inspect the minutes of the general membership and Executive Board meetings.

## **ARTICLE V: THE EXECUTIVE BOARD**

### **Section 5.1**

#### **Number of Officers**

The Executive Board shall consist of eleven (11) members. The term of the Executive Board shall be from January 1st to December 31st of the following year.

All board positions are two-year terms. Board members are divided into two groups. The term end date of each group is offset to ensure the key positions of the board are not changing in the same year.

- Group 1 consists of:
  - President, Secretary, Tournament Chairman, Membership Chairman, and (1) Assistant Director (Communications)
    - This group's two-year term ends at the end of even years
- Group 2 consists of:
  - Treasurer, Rules Chairman, Handicap and Pace of Play Chairman, Communications Chairman

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- and (1) Assistant Director (Tournament)
- This group's two year term ends at the end of odd years

Officers:

- President
- Treasurer
- Secretary
- Rules Chairman
- Handicap and Pace of Play Chairman
- Membership Chairman
- Tournament Chairman
- Communications Chairman
- Assistant Director – Tournament
- Assistant Director - Communications
- Immediate Past President

### Section 5.2

#### Qualifications

To be eligible to serve on the Executive Board any candidate shall have been an active member in good standing for at least one year before his election.

To serve as President, the candidate must be an active member in good standing and have served on the Executive Board for at least one year before his election.

### Section 5.3

#### Nominations

The Past President shall present to the Executive Board a list of the candidates for the various vacancies at the September or October Board meeting. Nominations may also be made by active members in good standing.

A communication to the membership of open Executive Board positions will be provided at least five (5) weeks prior to the regular meeting held at the end of the tournament schedule to request nominations. Nominations must be received in writing to the Past President within two (2) weeks of the communication. After the two (2) weeks, nominations will be closed.

The official ballot will be communicated to the membership at least two (2) weeks prior to the regular meeting held at the end of the tournament schedule.

### Section 5.4

#### Election

At the regular meeting of the general membership at the end of the tournament schedule, election of the open Executive Board positions shall be held. Only active members in good standing shall be entitled to vote. Voting for multiple candidates is submitted by paper ballot. If there are not multiple candidates, a simple vote of the members to approve the ballot is required.

The position of President will be elected by the majority vote of the Executive Board.

No officer shall be eligible to serve in the same office for a third consecutive term unless the position remains unfilled at the time of elections.

## Section 5.5

### **Vacancies**

In the event of any vacancy in the membership of committee Chairman or Executive Board members for any reason other than expiration of term, the remaining members of the Executive Board shall elect by majority vote a replacement to fill the vacancy until the next regular election.

## Section 5.6

### **Duties of the Executive Board**

The duties of the Executive Board shall be generally to control and supervise the affairs of the Men's Club for the best interest of all members. The Executive Board shall review and approve recommendations of all committees. The Board may consider any and all matters presented in the regular course of business or in any emergency which may arise and shall take necessary action or recommend appropriate action by the general membership on all matters brought to the Board's attention. Any Executive Board member may be removed from office at any time, for negligence or misconduct, by a two-thirds vote of the Executive Board or a majority vote of active members voting at an annual or special meeting.

## Section 5.7

### **Board Meeting**

The Executive Board will hold regular meetings throughout the year. Special meetings shall be called by the President or a quorum of the Executive Board at such times and places as the President or Executive Board deem necessary. Notice of regular and special meetings shall be given each member of the Board. Items of business to be discussed in a special meeting shall be stated in the notice.

## Section 5.8

### **Quorum**

A majority of the Executive Board shall be necessary to constitute a quorum for the transaction of business at any meeting of the Board, but less than a quorum may adjourn any meeting to another time or place (or both).

## Section 5.9

### **Voting**

Each member of the Executive Board, except the President, shall be entitled to one vote upon any matter voted upon by the Board with the president only voting in the event of a tie or as needed in case of meeting the required quorum number of votes. With the President voting, if a tie vote occurs, the motion does not pass.

## Section 5.10

### **Action by Unanimous Consent in lieu of Meeting**

Any action required or permitted to be taken at any meeting of the Executive Board may be taken without a meeting, if a email consent to such action is agreed to by two-thirds (2/3) of members of the Board and such written consent is filed with the minutes of the proceedings of the Board.

## Section 5.11

### **Resignation**

The President should be notified in writing by any Executive Board member who wishes to resign.

## Section 5.12

### **Compensation**

Members of the Executive Board shall serve in a voluntary capacity. They will be entitled to a reduced annual membership fee but shall not receive monetary compensation for their duties.

## **ARTICLE VI: EXECUTIVE BOARD ROLES AND RESPONSIBILITIES**

### **Section 6.1**

#### **President**

The President shall call regular and special meetings of the members of the Club and the Executive Board in accordance with these by-laws. He shall, when present, preside at all meetings of the members and Executive Board and he shall have a deciding vote at any meeting in the event of a tie. The President shall appoint such committees and auditors as necessary for proper conduct of the Club. The President, when directed by the Executive Board, shall have the authority to sign and execute in the name of the Club any agreements or other instruments. He shall enforce the by-laws and rules and perform such other duties as are incident to the position and office or as he may be directed to perform by the membership or Executive Board.

### **Section 6.2**

#### **Secretary**

The Secretary shall maintain full and correct records of all meetings of the general membership and of the Executive Board. He shall summarize the minutes of the Executive Board and see that they are posted on the official website for the information of the general membership. The Secretary is responsible for the annual review of the Clubs By-Laws.

### **Section 6.3**

#### **Treasurer**

The Treasurer shall have custody of all funds, securities and valuable papers. He shall draft all financial obligations of the Club as authorized by the Executive Board. The Treasurer shall provide and maintain full and complete records of all assets and liabilities. He shall be responsible for the collection of fees, dues and assessments from the members. He shall prepare and submit to the Executive Board a monthly financial statement and an annual financial statement to the general membership.

### **Section 6.4**

#### **Communications Chairman**

The Communications Chair is responsible for the development, distribution and maintenance of all print, digital and web related membership collateral, inclusive of but not limited to; membership packets, tournament schedules, cards, letters and application forms. The Chair will oversee all club advertising and promotional initiatives and coordinate any signage and/or display material required by the committee. The Chair will serve as the web site administrator, and the gateway for all membership communications required throughout the year, inclusive of the off-season.

The Communications Committee shall orchestrate/oversee and in many cases, produce communications for the Topstone Men's Club. This committee is responsible for providing consistency and coordination for all communications from the BOD. Included in the Committee's responsibilities is any membership communications as well as the general maintenance of the web site.

### **Section 6.5**

#### **Tournament Chairman**

The Tournament Chair is responsible for all men's club tournament activity and to lead the tournament committee. The chair will draft the tournament schedule, schedule interclub events, maintain payout tracking, run the match play tournaments (track qualifying and ensure matches are played timely), maintain and publish ringers results, maintain entries to the hole-in-one pool and work in conjunction with the Topstone Pro Shop to oversee all tournaments conducted by the Topstone Men's Club.

The Tournament Committee shall have charge of all tournaments and shall establish such regulations as may be necessary. The Tournament Chairman will head the committee. Committee will oversee all



tournament related activities including tournament schedule, determination of play, interclub events, trophies, etc. In addition, the committee will track participation in all Men's club events including match play, ringers, hole in one participation, and tournament of champions. The Tournament Chairman will have final say in the operation of the tournament with consultation with the President as needed.

#### **Section 6.6**

##### **Rules Chairman**

The Rules Chairman will be responsible for overall oversight of the Men's club rules as well as course set-up. He will be the chairman of the rules and course set-up committee. This committee, working with the course professions, shall as necessary establish and revise the local playing rules. A copy of the current local rules will be available in the Clubhouse to all members at all times. Periodically, this committee shall publish the local rules and distribute a copy of the rules via email to each Club member. The Committee shall be the governing body of all rules protests and shall take action thereon as soon as practicable in accordance with Rules of Golf of the United States Golf Association and such local rules as are applicable to the case. The Rules Chairman shall be the Men's club point of contact with the course superintendent. The committee, working with the course pro and course superintendent, shall assist with the course set-up for men's club events.

#### **Section 6.7**

##### **Membership Chairman**

The Membership Chair is responsible for tournament activities including keeping an updated listing of all active men's club members. He will lead the membership committee, promote and grow the membership in the club, represent the board for any questions related to membership, collect membership forms and dues for the club and document and track membership information (names, addresses, phone and email used only for official TMGC business).

#### **Section 6.8**

##### **Handicap and Pace of Place Chairman**

The Handicap and Pace of Play Chairman is responsible for monitoring the handicaps of the men's club members as well as monitoring pace of play. The Handicap and Rules Chair is also responsible for attending required training to maintain club compliance and updating the handicap database according to the Connecticut State Golf Association (CSGA) billing schedule. He is the chairperson for the Handicap and Pace of Play committee.

The Handicap and POP Committee shall be responsible for the handicaps of the Club Members and shall make such rules and regulations with respect to members' duties in correcting and posting scores as necessary for the proper credibility of handicaps. The Committee may assign temporary handicaps to any new member until the computerized handicaps are available, and also may assign a new handicap to any member when computerized data does not reflect a current true handicap for various reasons. Each member is entitled to a CSGA Handicap Card, which is computer prepared from scores submitted during the current and previous golfing seasons. The Handicap Committee in accordance with the rules of the CSGA must make any temporary adjustments in handicaps. The Chairman of the Committee shall make available to any member, upon request, the specific rules regarding handicaps. He shall be the Club correspondent with the Secretary Treasurer of the Connecticut Golfing Association in regard to

State Handicap cards. The committee will also monitor pace of play and work with the pro-shop to enforce the Men's club Pace of Play policy.

#### **Section 6.9 Assistant Directors**

The assistant director roles for Tournament and Communication are functional roles assisting the chairman. Duties will be assigned by the Chairman of the committee. The goal of these roles is to be used as feeder opportunities for future board positions.

#### **Section 6.10**

##### **Immediate Past President**

The Past President shall perform all duties of the President in his absence. He shall also assist in maintaining order at all meetings. The past president is not an elected position but held by the most immediate past president. In this role, the past president will serve as a mentor to new board members and assist on any committees that require his help. In addition, the past president is responsible for setting the annual slate of officers for election.

**ARTICLE VII  
COMMITTEES  
Section 7.1**

**Special Committees**

The President may appoint such other temporary or special committees as he may deem necessary to carry out the purpose of the Club.

**ARTICLE VIII: FINANCIAL  
Section 8.1**

**Indebtedness**

No indebtedness or liability shall be incurred by members of the Executive Board, individually or collectively, or by any other Club member as agent for the Club without proper authorization.

**Section 8.2**

**Auditing [Examination of Financial Records ] of Club Books**

The President or, in his absence, the Executive Board shall appoint an independent Certified Public Accountant (CPA) to examine the books of account of the Treasurer and to make a report of such annual ~~audit~~ [examination of the financial records] to the general membership. Special examinations by a CPA may be directed by the President or, in his absence, the Executive Board whenever this action is warranted.

### Section 8.3

#### **Club Records**

The Club President, Treasurer, Secretary and Tournament Committee chairman will be responsible for maintaining Club records. Such records will consist of Treasurer reports, prize distribution, tournament formats and minutes of meetings. These permanent records will be available for all members to review and will be maintained in the confines of the Topstone Golf Club.

## ARTICLE IX: GENERAL PROVISIONS

### Section 9.1

#### **Amendment to By-laws**

Any amendment to the by-laws must be presented to the general membership in writing and accepted by a majority vote at a meeting of such membership before becoming effective. No part of these by-laws shall be repealed, amended or suspended unless the proposed change has been submitted in writing to the general membership and communicated at least two (2) weeks before the general meeting at which a vote of the change is to be taken.

### Section 9.2

#### **Supplementary Rules and Regulations**

The Executive Board may promulgate such rules and regulations, which it deems necessary to implement the by-laws of the Club. These supplementary rules and regulations may be challenged as contradictory to the by-laws by an instrument in writing signed by at least ten (10) percent of active members. When and if a rule is so challenged, the matter will be presented to the general membership under new business at the next regular or special meeting of the members.

### Section 9.4

#### **Rules of Order**

Robert's Rules of Order shall be the recognized authority on all points of procedure not covered by the by-laws or other rules and regulations of the Club.

### Section 9.5

#### **Interpretation**

The by-laws will be interpreted in such a manner as will more nearly effectuate the purpose of the Club.

### Section 9.6

#### **Indemnification**

Except in a case of a criminal conviction of an Executive Board member in connection with actions related to that position, no Executive Board member shall be personally liable for the debts, liabilities, or other obligations of The Topstone Men's Golf Club. Furthermore:

(a) To the extent that a person who is, or was, an Executive Board member or other agent of this Corporation has been successful on the merits in defense of any civil, criminal, administrative or investigative proceeding brought to procure a judgment against such person by reason of the fact that he or she is, or was, an agent of The Topstone Men's Golf Club, or has been successful in defense of any claim, issue or matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding.

(b) If such person either settles any such claim or sustains any such judgment against him or her, then indemnification against expenses, judgments, fines, settlements and other amounts reasonably incurred in connection with such proceedings shall be provided by this Corporation, but only to the extent allowed or permitted by Connecticut law