



TOPSTONE

men's golf club

## Men's Club By-Laws

# Club Bylaws

Revised October 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 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 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. It is the sole responsibility of each junior member to ensure their participation in and acceptance of any winnings is in compliance with all applicable USGA, CSGA or any other 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 board. An honorary membership

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may be assigned for life or for a period of years. An honorary member shall be entitled to all privileges of the club except he shall have no voting rights. He shall not be subject to payment of membership fees or dues. However, honorary members are responsible to pay any necessary GHIN, CSGA or USGA imposed fees. Honorary membership shall be limited to five (5) 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 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 board no later than a date specified by the board (if any). 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 rejection 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 membership dues, dues paid after a certain date (if any), midseason rate (if any), and any late fees (if any) shall be established by the board. All fees and dues must be paid by the due date (if any) as determined by the board. Notification of the due date (if any) will be communicated to club members a minimum of 30 days prior to the due date. Fees (if any) and dues are not refundable, except for declined new member applications (see Section 2.5, Admission to Membership). If any portion of the required fees (if any) and 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. Any fees (if any) and dues paid 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 number, and email address of the member requesting deferment, and the reason for the deferment request. The president shall present the deferment request to the board. When determining and authorizing a deferment, the board reserves the right to review each deferment request independently and weigh it against the commitments made by the club, financial and otherwise. The 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.)

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- 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 By-laws will be available at all times during the season on the official website of the Topstone Men's Golf Club. 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 board may be emailed to each member. A summary of the minutes of each 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 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 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 board will be final.

## Section 3.6

### **Tournament No Shows**

The board shall enact rules regarding penalties for members that fail to appear at a prearranged starting time for tournament play. The rules can be found in the cancellation policy section of the membership handbook.

## **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.

The board can change the timing or frequency of regular meetings, as deemed necessary, to comply with any government mandates or then existing socially accepted norms due to such things as public health and safety concerns or other reasons as deemed appropriate by the board.

Regular meetings may be held in person or virtually by reasonably accepted methods, as deemed appropriate by the board.

## **Section 4.2**

### **Special Meetings**

Special meetings of the general membership may be called by the club president, by a majority of the 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.

Special meetings may be held in person or virtually by reasonably accepted methods, as deemed appropriate by the board.

## **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 emailed 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 or participation 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 items up for vote shall require a quorum and 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.

Any action or vote required or permitted to be taken at any regular or special meeting of the general membership may be conducted by email at the reasonable discretion of the board.

## **Section 4.6**

### **Minutes of Meetings**

Complete minutes must be kept of all meetings. They will be posted on the 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 meeting minutes.

## **ARTICLE V: THE BOARD**

### **Section 5.1**

#### **Number of Officers**

The board shall consist of ten (10) members. The term of the board shall be from January 1st to December 31st of the following year.

Officers:

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- President
- Treasurer
- Secretary
- Handicap and Rules Chairman
- Membership Chairman
- Tournament Chairman
- Communications Chairman
- Assistant Director (Even years)
- Assistant Director (Odd Years)
- Immediate Past President

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

## Section 5.2

### Qualifications

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

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

## Section 5.3

### Nominations

The past president shall present to the 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 will be emailed to the membership board at least five (5) weeks prior to the regular meeting held at the end of the tournament schedule, announcing open board positions and requesting 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 board positions shall be held. Only active members in good standing shall be entitled to vote. Voting for multiple candidates is done by 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 board.

No officer shall be eligible to serve in the same office for more than three consecutive terms unless the position remains unfilled at the time of elections.

### Section 5.5

#### **Vacancies**

In the event of any board position vacancy for any reason other than expiration of term, the remaining members of the board shall elect by majority vote a replacement to fill the vacancy until the next regular election.

### Section 5.6

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

The duties of the board shall be to control and supervise the affairs of the men's club for the best interest of all members. The 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 to the general membership on all matters brought to the board's attention. Any board member may be removed from office at any time, for negligence or misconduct, by a two-thirds vote of the board or a majority vote of active members voting at an annual or special meeting.

### Section 5.7

#### **Board Meeting**

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

If deemed necessary or appropriate by the board, any board meeting may be conducted in person, virtually or by conference call. Any board member may participate by conference call as reasonably necessary.

### Section 5.8

#### **Quorum**

Eight (8) board members constitute a quorum for the transaction of business at any meeting of the board when ten (10) board positions are filled. Seven (7) board members constitute a quorum for the transaction of business at any meeting of the board when nine (9) board positions are filled. Board meetings may still be held if a quorum is not present, however, business requiring a board vote cannot be executed.

### Section 5.9

#### **Voting**

Each member of the 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 (minimum of eight (8) votes required if ten (10) board positions are filled, seven (7) if nine (9) board positions are filled). 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 board may be taken without a meeting, if an email consent to such action is agreed to by seventy-five (75%) of members of the board. In such situation, record of the email consent is to be filed with the minutes of the proceedings of the board.

### Section 5.11

#### **Resignation**

The president should be notified in writing by any board member who wishes to resign.

## Section 5.12

### **Compensation**

Members of the 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: BOARD ROLES AND RESPONSIBILITIES**

### Section 6.1

#### **President**

The president shall call regular and special meetings of the members of the general membership and the board in accordance with these by-laws. He shall, when present, preside at all meetings of the general membership and 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 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 board.

### Section 6.2

#### **Secretary**

The Secretary shall maintain full and correct records of all meetings of the general membership and of the board. He shall see that the minutes 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 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 board a monthly financial statement and an annual financial statement to the general membership.

### Section 6.4

#### **Communications Chairman**

The Communications Chairman 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 Chairman will oversee all club advertising and promotional initiatives and coordinate any signage and/or display material required. The Chairman will serve as the web site administrator, and be responsible for all membership communications required throughout the year, inclusive of the off-season.

The Communications Chairman may establish a Communications Committee to assist in any or all of the noted responsibilities above. All active members of the Club in good standing, may at the discretion of the Communications Chairman, become a member of the Communications Committee. The Communication Chairman will be the Chairman of the Communication Committee.

### Section 6.5

#### **Tournament Chairman**

The Tournament Chairman is responsible for all men's club tournament activity including drafting of the tournament schedule, schedule interclub events, running the match play tournaments (track qualifying and ensure matches are played timely), maintain and publish ringer results, trophies, 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 Chairman shall also be in charge of all tournaments and have the authority to make final



decisions regarding any matter requiring immediate attention to ensure the proper operation, completion and integrity of any tournament currently or about to be in process, with consultation with the president, as needed., .

The Tournament Chairman may establish a Tournament Committee to assist in any or all of the noted responsibilities above. All active members of the Club in good standing, may at the discretion of the Tournament Chairman, become a member of the Tournament Committee. The Tournament Chairman will be the Chairman of the Tournament Committee.

## **Section 6.6**

### **Membership Chairman**

The Membership Chairman is responsible for all membership 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).

The Membership Chairman may establish a Membership Committee to assist in any or all of the noted responsibilities above. All active members of the Club in good standing, may at the discretion of the Membership Chairman, become a member of the Membership Committee. The Membership Chairman will be the Chairman of the Membership Committee.

## **Section 6.7**

### **Handicap and Rules Chairman**

The Handicap and Rules Chairman is responsible for monitoring the handicaps of the men's club members, oversight of the men's club rules, as well as monitoring pace of play. The Handicap and Rules Chairman 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 Rules committee.

The Handicap and Rules 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 Committee in accordance with the rules of the CSGA may 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.

The Handicap Rules Chairman will also be responsible for oversight of the Men's club rules as well as work with the course on the overall course set-up. The Handicap and Rules committee, working with the course professionals, shall as necessary establish and revise the local playing rules. A copy of the current local rules will be available in the golf shop and on the club website. 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 Chairman shall be the Men's club point of contact with the course superintendent. The committee, working with the course professional and course superintendent, shall assist with the course set-up for men's club events.

The Handicap and Rules Chairman may establish a Handicap and Rules Committee to assist in any or all of the noted responsibilities above. All active members of the Club in good standing, may at the discretion of the Handicap and Rules Chairman, become a member of the Handicap and Rules Committee. The Handicap and Rules Chairman will be the Chairman of the Handicap and Rules Committee.

## **Section 6.8**

### **Assistant Directors**

There will be two (2) Assistant Director roles that provide support for the board with duties as assigned by the president or the various Committee Chairman. The goal of these roles is to be used as feeder opportunities for future board positions.

If for any reason, the immediate past president position is not filled, by majority consent of the board, a third (3rd) Associate Director position may be created to ensure the board continually has ten (10) members. The term of this third Associate Director position will expire the earlier of (a) two years from being filled or (b) immediately upon a new Immediate past president being appointed to the board.

The responsibilities of this position will be determined by the president and/or committee chairman positions, as deemed appropriate.

## **Section 6.9**

### **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.

If for any reason the immediate past president position is not filled, the duties above will be distributed to the remaining members of the board as approved by the board.

## **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 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 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 board whenever this action is warranted.

### **Section 8.3**

#### **Club Records**

The club president, treasurer, secretary and committee chairman will be responsible for maintaining club records.

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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 and the Topstone Men's Club website.

## **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 Regular or Special meeting at which a vote of the change is to be taken.

### **Section 9.2**

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

The 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 a board member in connection with actions related to that position, no 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, a board member and 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 organization, but only to the extent allowed or permitted by Connecticut law.