

VIRGINIA BEACH SENIORS GOLF CLUB CONSTITUTION AND BY-LAWS

Article I - NAME

The name of this golf club shall be VIRGINIA BEACH SENIORS GOLF CLUB.

Article II - PURPOSE

FIRST: To stimulate interest in golf in the Virginia Beach area by bringing together a group of senior golfers desirous of forming a golfing organization and arranging weekly golf tournaments throughout a season approved by the Board of Directors.

SECOND: To promote and foster among the members a bond of friendly competition, fellowship and good sportsmanship, and to promote and conserve the best interests and true spirit of the game of golf as embodied in its ancient and honorable traditions.

THIRD: To encourage conformance to the USGA Rules of Golf by creating a representative authority.

FOURTH: To maintain a uniform system of handicapping for club competitions.

FIFTH: To provide an authoritative body to govern and conduct club competitions.

Article III - MEMBERSHIP

Section 1. Membership shall be available to male residents of the Virginia Beach, Virginia area (south Hampton Roads) who have reached sixty (60) years of age or older. There shall be at least 30 members with a maximum membership of 95.

Section 2. Memberships in the club are individual, non-transferable and are for a calendar year only, with all memberships expiring on December 31st.

Section 3. Only golfers with a reasonable and regular opportunity to play golf with fellow members and willing to participate in at least 50% of scheduled outings may be members.

Section 4. Membership confers no voice in the operation of any golf courses, clubhouses nor any facilities of the courses.

Section 5. New members may be accepted periodically or when vacancies occur. The Board of Directors shall manage the process, furnishing guidance to the Membership Committee as to timing for accepting new applications and as to qualifications being sought.

Section 6. Each candidate for membership shall be proposed to the Membership Committee by an active member in good standing, and seconded by another member, using and complying with the requirements of the Membership Application form approved from time to time by the Board of Directors. The Board of Directors shall act by vote on each candidate submitted by the Membership Committee and a majority vote is required for acceptance.

Section 7. The Board of Directors is authorized to refuse future membership to any current member who, in their opinion, displays a lack of interest and support of club activities by voluntarily not participating in at least 50% of the past year's activities. Members who become unable to fulfill the 50% participation requirements for two consecutive years may, upon application and by unanimous vote of the Board of Directors, be assigned "Emeritus" status with all the playing, but non-voting, privileges of a regular, inactive member. To be granted this status, the individual must be at least 80 years of age and have been a member for at least 15 years or have become physically too limited for full participation more than five years after joining the club. Emeritus members will not be counted towards the current member limit.

Section 8. In the event that any member of the club commits any act which reflects discredit or disrepute thereon or refuses or neglects to comply with the rules and regulations adopted by the Board of Directors or their duly appointed representatives, such member shall be subject to suspension or expulsion ten days after receiving 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. Whenever necessary to determine whether this provision should be applied to any member or members, the Board of Directors may, under **Article V, Sections 2 & 3**, require an inquiry by a Special Committee with duties, powers and reporting requirements as specified for that instance.

Section 9. The fiscal year for the club will be January 1st through December 31st.

Section 10. The Annual Meeting of the club shall be held in November for election of new officers and directors and for awarding Club Championship and other season's prizes. The Board of Directors shall provide for a golf season opening members' meeting (Spring Meeting) and for holding such other meetings as may be deemed necessary or desirable, and they shall call special meetings upon written petition signed by not fewer than fifteen active members.

Section 11. A legal quorum at any meeting shall be any two Officers and twenty other members present in person or by proxy. Each active member in good standing shall be entitled to one vote.

Section 12. 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 has been received and accepted. All monies collected shall accrue to the benefit of the membership.

Article IV - BOARD OF DIRECTORS AND ELECTED OFFICERS

Section 1. The Board of Directors of the Virginia Beach Seniors Golf Club shall consist of seven members in good standing, elected to one year terms by the membership, and they shall exercise all powers of management of the club not specifically excepted by these By-Laws. The Board of Directors shall include the officers described below (President, Vice-President, Secretary and Treasurer) plus the immediate Past-President and two additional Directors. Except for the immediate Past-President position officers and directors may be voted in to succeed themselves in office.

Section 2. At least five weeks prior to the Annual Meeting, the Board of Directors shall appoint a nominating committee consisting of at least three members of the organization. At least three weeks prior to the Annual Meeting, this committee shall submit to the Board and shall make available to the membership a list of nominees for the upcoming year. Names of other members in good standing may be nominated for any position from the floor at the Annual Meeting and if seconded and carried by voice vote will be added to the slate.

Section 3. Voting for nominees shall be by standing count for each position and a plurality of members present will approve any candidate. The Board may appoint a committee of three judges who are not members of the Board or candidates for election to assist and supervise the election. Elected Officers and other Directors will take office immediately upon election.

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 successor.

Article V - OFFICERS AND COMMITTEES

Section 1. The officers shall consist of President, Vice-president, Secretary and Treasurer, and their duties shall be such as their titles would indicate or as are described below, or as may be assigned to them respectively from time to time.

President.

- (a) Presides over meetings of the Club and the Board of Directors.
- (b) Appoints Committee Chairmen as necessary.
- (c) Signs checks in absence of Treasurer.
- (d) Coordinates actions and expenditures of the different Committees.

Vice President.

- (a) Presides at all meetings in the absence of the President.
- (b) Serves as Chairman of the Membership Committee.
- (c) Screens applications for membership and reports recommendations to the Board of Directors.

Secretary.

- (a) Maintains minutes of all meetings of the Club.
- (b) Maintains the membership roll and serves ex officio on the Membership Committee.
- (c) Posts notices to members and maintains a file of all correspondence.

- (d) Prepares agenda items for each meeting.

Treasurer.

- (a) Provides proposed annual budget for Board of Directors approval.
- (b) Collects dues and fees and maintains club's funds in an approved bank account.
- (c) Disburses and records all expenditures.
- (d) Makes financial report at meetings and prepares end-of-year report for audit.
- (e) Keeps President informed of current financial status of Club.

Section 2. The Board of Directors shall authorize and define the powers and duties of all committees and shall retain oversight of their operation. 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 3. The following committees shall be appointed each year, with such other committees as the President may deem necessary or advisable:

Tournament and Rules Committee to arrange and schedule each year's regular club competitions with the management of any golf course as approved by the Board of Directors. The chairman (Tournament Director) will nominate additional committee members and issue rules and procedures to conduct weekly or periodic member tournaments, including coordination with the Computer Committee. An annual Club Championship tournament will be scheduled and may be assigned to a special Tournament Chairman and committee as determined by the Board of Directors.

Membership Committee to investigate and act upon all applications for membership and to recommend appropriate action to the Board of Directors.

Computer Scheduling, Scorekeeping and Handicaps Committee, composed of members familiar with all phases of the club's computer-based Golf Scheduler program, to issue computer-generated Pairings Sheets in coordination with the Tournament Committee and to maintain the data base of scores and handicaps as computed by the USGA-compatible software, insuring a fair and proper system of handicaps for all club competition.

Social Committee to arrange lunches or other social events as approved by the Board of Directors in conjunction with Members' Meetings or for other special occasions.

Audit Committee, composed of three members, to audit Treasurer's books at the end of the fiscal year and report to the Board of Directors.

Article VI - AMENDMENTS TO BY-LAWS

Section 1. The Board of Directors is empowered to recommend amendment of any of these By-Laws provided that such action shall not be effective until approved by a two-thirds vote of the membership present at a meeting held in accordance with the provisions of these By-Laws, and further provided that adequate notice has been published of the intended action and meeting date.