#### **ARTICLE I – NAME**

The name of this organization shall be **ROSSMOOR WOMEN'S 18-HOLE GOLF CLUB**, from now on referred to as the Club. The Club is a division of Rossmoor Golf Club, a California nonprofit mutual benefit corporation, which has qualified for income tax exemption under Section 501(c)(7) of the Internal Revenue Code.

#### **ARTICLE II – PURPOSE**

#### **Section 1** The purposes of the Club are to:

- a. Promote and foster good fellowship among its members and the true spirit of the game of golf.
- b. Encourage conformance to NCGA/USGA Rules of Golf by creating a representative authority.
- c. Maintain a uniform system of handicapping as set forth in the NCGA/USGA Handicap System.
- d. Serve as a convenient body to promote and manage golf tournaments and other golfing events.

#### **ARTICLE III - MEMBERSHIP**

# The Rules, Policies and Procedures of the Golden Rain Foundation of Walnut Creek, including the GRF Guest Policy, are hereby incorporated by reference into the rules for membership in this organization, and compliance therewith is expressly made a requirement for membership.

- **Section 2** Membership shall be available to all women in the following classes of members who have made application and paid dues within the prescribed period:
  - a. Full Members women who reside in Rossmoor. Full Members may vote as provided in these Bylaws, hold office, and play in any Club events
  - b. Sponsored Guest Members women who do not reside in Rossmoor but are Sponsored Guest Golfers under GRF Policy 303.3. The total number of Sponsored Guest Members shall not exceed 10% of the Club's total membership. Sponsored Guest Members may not vote or hold office but may

play in the Club's non-trophy events (provided there is space available and not filled by Full Members).

c. Honorary Members - Upon approval of the Board, an honorary lifetime membership may be given to a member to recognize their contributions to the Club and the golfing community. Honorary members are exempt from club dues, tournaments, and cannot hold office. Honorary members may participate in social events of the club.

#### Section 3

The Fiscal Year shall be January 1 to December 31. Annual dues are set each year by the Board of Directors, from now on referred to as the Board, at the August meeting and shall be due and payable on a date specified by the. Board. Annual dues include both NCGA membership dues and Club membership dues.

- a. Membership in the Club shall be for a calendar year only, with all memberships expiring on December 31<sup>st</sup>.
- b. New members who apply on or after July 1<sup>st</sup> shall pay the NCGA dues and one-half of the Club's dues.

#### Section 4

For all Membership meetings, members will be notified at least two weeks in advance of any general or special meeting and the annual meeting.

Additionally, twenty percent (20%) of the membership shall constitute a quorum for all membership meetings. Proxy voting is not permitted.

The Annual Membership meeting of the Club shall be held in October each year at a place and time designated by the Board. At the annual meeting, the Club's officers and committee chairs will report on Club activities, and the members will vote on the election of officers for the following year and on such other matters as may be presented by the Board for member approval.

In addition to the Annual Membership meeting, a minimum of two (2) General Membership meetings shall be held each year. The dates of the meetings are at the discretion of the Board.

Special Membership meetings may be called at the discretion of the Captain or upon written request of not less than twenty percent (20%) of the Club, stating the nature of the business.

#### ARTICLE IV - BOARD OF DIRECTORS

- The Club's affairs shall be conducted exclusively by or under the direction of the Board. The Board shall have full authority to establish and enforce Club policies, and to expend the funds of the Club for purposes it may deem necessary or proper and not inconsistent with these bylaws.
- Section 2 The Board shall be composed of four officers, to be elected by the Membership, the Past Captain, and members appointed as Standing Committee Chairs.

The elected officers shall consist of Captain, Co-captain, Secretary and Treasurer, and their duties shall be such as their titles would indicate and as outlined in the Roles and Responsibilities document maintained by the Board. No person can hold more than one elected officer position at a time.

Standing committee chairs shall be appointed by the Captain with the approval of the elected officers. Chairs can include: Tournament, Handicap, Membership, Social, and others that assist with the operation of the Club.

- **Section 3** Voting power shall be restricted to the four officers, the Past Captain, and members appointed as Standing Committee Chairs.
- The Board shall meet once a month. Five members shall constitute a quorum. The Captain may call special Board meetings at any time, and the Secretary shall give advance notice to each member of the Board, stating the nature of the business.
- **Section 5** The members of the Board shall serve for a term of one year. Board members may serve consecutive terms if elected or appointed.
- Section 6 Should a vacancy occur in the office of Captain, the Co-captain shall succeed to the office of Captain. If a vacancy occurs in any other elective office, the Board shall elect a successor to fill the unexpired term of that office.
- Failure of any elected officer to attend three (3) consecutive meetings, unless excused by the presiding officer, shall have the effect of a written resignation. The vacancy thus created shall be filled in accordance with Section 6 of this Article.

#### **ARTICLE V - NOMINATIONS & ELECTIONS OF OFFICERS**

#### Section 1

In July, the Board shall appoint a Nominating Committee of three (3) members in the organization, exclusive of the existing elected officers. This committee shall prepare a slate of nominees for vacancies for elected officers and shall inform the membership by email, website or bulletin board at least four weeks prior to the election. In addition, the Nominating Committee will send out a general inquiry to membership soliciting volunteers to participate on any of the committees.

#### Section 2

Nominees for Captain and Co-Captain must have previously served on the Board or as a Committee Chair or have had proven leadership experience in a recognized golf club for at least one year. Nominees for Secretary and Treasurer shall have had sufficient previous experience to enable them to perform their assignments.

#### Section 3

The election of officers shall be held at the Annual Membership meeting in October. Additional nominations may be made from the floor, provided the consent of the nominee has been obtained prior to the meeting.

Provided that a quorum is established, the nominee receiving a majority vote of the members present at the meeting for each officer position shall be elected.

If only one candidate has been nominated for an office, the election of that officer may be held by a voice vote. If more than one candidate has been nominated for an office, the election for that officer shall be by secret ballot supervised by three judges appointed by the Captain who are not candidates.

#### **ARTICLE VI – AMENDMENTS**

#### Section 1

The Board shall have the power to repeal or amend any of these bylaws provided that such action shall not be effective until approved by membership as outlined below.

#### Section 2

Any proposed amendment(s) to these bylaws shall be submitted in writing to the Board.

#### Section 3

Any proposed amendment to the bylaws must be posted on the Club's bulletin board or sent by email to the membership at least thirty (30) days prior to the date set for the member vote on such proposed amendment.

#### Section 4

Voting for amendments to the bylaws can occur at a Membership meeting or electronically. Twenty percent (20%) of membership is required to participate in voting on proposed amendments. Amendments are approved if two-thirds (2/3) of the voting members vote to approve the amendments.

#### **ARTICLE VII – PARLIAMENTARY PROCEDURE**

Robert's Rules of Order, Revised, shall govern this Club in all cases to which they are applicable.

Revised 2006, 2009, 2017, 2018, 2020, 2021, 2024