

DRAFT

OCEAN HILLS SOCIAL CLUB

A Non-Profit Mutual Benefit Corporation

Bylaws of the Ocean Hills Golf Club

1. CHARTER: This club is a component of the Ocean Hills Social Clubs, a non-profit corporation, which has approved the club's charter. The provisions of the charter have control over any conflicting provisions of these bylaws.
2. FUNCTION AND PURPOSE: The Golf Club shall assist the Corporation in serving the recreational, social, entertainment, and educational needs of the Ocean Hills Country Club. Specifically, the purpose of the Golf Club shall be:
 - a. To promote the game of golf at the Ocean Hills Country Club by way of organizing and conducting golf tournaments and functions.
 - b. To encourage adherence to the rules of golfing, etiquette, and sportsmanship.
3. MEMBERS:
 - a. Eligibility: Membership in the Golf Club shall be open to all residents of the Ocean Hills Country Club subject only to the payment of dues set by the club's board of directors.
All officers, directors, chairpersons, and committee members must be members of the Golf Club.
 - b. Dues: Set by the club's board of directors. Amount of dues will be consistent for all members and will be based on operating needs, as determined by the Ocean Hills Golf Club Board of Directors and the Ocean Hills Social Club's Board. All monies collected as dues shall only be used for operating expenses associated with the purpose and function of this Club as set forth in Article 3 of the club's charter **and assessments due the Social Clubs Corporation for its operation.**
 - c. General Membership Meetings: General membership meetings shall be held at least ~~four (4)~~ **two (2)** times per year, ~~including the annual meeting to be held in October.~~ **including the annual meeting to be held in the Fall.** Meetings shall be held on a date and time specified **at the discretion of the Board of Directors.** ~~by the board of directors. By action of the club's board of directors, special general membership meetings may be scheduled.~~ The planned agenda for each general membership meeting shall be posted. ~~at the Casa seven (7) days prior to the meeting.~~ **prior to the meeting.**

Roberts Rules of Order - Revised shall be generally used for conducting business and shall be strictly adhered to when necessary for orderly conduct of club business, except when the club's charter or by-laws provide otherwise

- d. Voting by General Membership: Unless stated otherwise in the club's charter or by-laws, actions taken during a general membership meeting shall only be items on the agenda, and by a majority vote of the members present.

4. BOARD OF DIRECTORS:

- a. Elected Club Officers: Elected club officers are president, first vice president, second vice-president, secretary, and treasurer. All shall serve on a calendar year basis.
- b. ~~Election of Club Officer~~ Nominating Committee: By June of each year, the president shall appoint a three (3) member nominating committee. At least one of the members shall be a member of the current board of directors.
- c. Election of Club Officers: At the ~~October~~ Fall general membership meeting, the nominating committee shall announce their nominations, and then the president shall call for nominations from the floor. The election of officers shall be held immediately thereafter.
- d. Board of Directors: The board of directors shall consist of the five (5) elected officers plus four directors appointed by the officers and ratified by a majority of the members present at a general membership meeting. An officer or director may be recalled by a two-thirds vote of the club membership. Such vote shall be by a written ballot with a 30-day time period from date of distribution of ballots to final due date. The board of directors shall appoint a committee of three members to supervise the receipt and counting of ballots.
- e. Board of Directors Meetings: The board of directors shall meet monthly, as needed, on a date and time specified by the board of directors. A majority of the directors must be present to constitute a quorum and transact business. Actions taken during a board of directors meeting shall be by a majority vote of the directors present.
- f. Vacancies of Officer Positions: Vacancies created by lack of candidates, resignations, etc., shall be filled by appointment by action of the board of directors.

- g. Appointments by President: The president shall appoint necessary chairpersons and committee members with the approval of the board of directors. Members so appointed may be dismissed by action of the board of directors.
- h. Budget: The board of directors shall prepare an operating budget for the following calendar year and submit such budget to the general membership for approval at the ~~October~~ **Fall** meeting. After approval, the board of directors shall set the dues for the following calendar year. After this approval, the budget shall be submitted to the Ocean Hills Social Clubs.
- i. Expenditures: Expenditures of Golf Club funds for non-budgeted items shall require approval of the board of directors. The raising of funds for non-budgeted items must be voluntary for all club members.

5. OFFICERS - DUTIES AND RESPONSIBILITIES:

- a. President: Presides at board of directors and general membership meetings. Implements the charter and bylaws of the Golf Club. Oversees the activities of the club officers, chairpersons, and members and attends OHCC Social Club Presidents' meetings.
- b. First Vice President: In the absence of the president, performs duties of that office. Fulfills duties and responsibilities assigned by the president.
- c. Second Vice President: In the absence of the president and **first** vice president, shall preside over meetings as president pro tem. Fulfills duties and responsibilities assigned by the president. **Serves as liaison to Golf Course Committee.**
- d. Secretary: Records the minutes of all board of directors and general membership meetings. Prepares correspondence as necessary. Retains minutes and correspondence as directed by the Ocean Hills Social Clubs. Shall have **access** to a current list of all members provided by the Membership Chairperson.
- e. Treasurer: Maintains financial records as directed by the Ocean Hills Social Clubs. Renders reports to the board of directors, to the members, and as prescribed by Ocean Hills Social Clubs. Maintains control of the funds, and promptly deposits funds in bank accounts under the federal tax identification number of Ocean Hills Social Clubs. Cooperates with accountants and auditors in the preparation of reports and returns. Shall **have access to** a current list of members.
- f. Appointed Directors: Fulfill duties and responsibilities assigned by the president.

6. AMENDMENT OF BYLAWS: These bylaws may be amended by a two-thirds vote of the members present at a general membership meeting, provided that notice of the proposed amendment(s) is posted at least 30 days prior to the meeting at which such action is taken. Final approval is subject to the approval of the Ocean Hills Social Clubs.

7. GOVERNING DOCUMENTS: This club understands and accepts that the edition of the "Rules and Regulations of the Ocean Hills Social Club's Corporation", most recently approved by the Corporation's Board of Directors, constitutes the basic Rules and Regulations governing this Club. Specifically, this Club understands and agrees to abide by the Code of Conduct and the Code enforcement regulations articulated in the Bylaws of the Social Club.

DISSOLUTION OF CLUB:

- a. The club may be dissolved by a two-thirds vote of the members at a general membership meeting, provided that notice of the proposed dissolution is delivered to all members of record at least seven (7) days prior to the general membership meeting.
- b. Any funds and assets remaining after dissolution shall be turned over to the Ocean Hills Social Clubs.

The undersigned certifies that he/she is the duly elected secretary of the Ocean Hills Golf Club, and this foregoing instrument constitutes the bylaws of the Golf Club, and was duly adopted on _____.

_____ OHGC Secretary