

LOS ALTOS GOLF ASSOCIATION

CONSTITUTION

ARTICLE I: NAME

Section 1. The official name of the organization shall be the Los Altos Golf Association (LAGA).

ARTICLE II: MEMBERSHIP

Section 1. Membership in the LAGA shall be open to all golfers regardless of race, sex, religion or ethnic origin. There shall be two categories of membership as denoted in Article I of the By-Laws.

ARTICLE III: GOVERNMENT

Section 1. The management of the LAGA shall be vested in the Board of Directors. It shall exercise and discharge all duties and powers granted and required by the Constitution and By-Laws. It shall determine details of policy on all matters not specifically provided for in the Constitution and By-Laws.

Section 2. The Board of Directors shall consist of at least twelve board members: President; Vice President; Secretary; Treasurer; Tournament Chairman; Handicap Chairman; Duffer Editor; Webmaster; and Wednesday Chairman and at least three appointed board members.

Section 3. It shall be within the power of the Board of Directors to discipline members for violations of the constitution and By-Laws, or for conduct derogatory to the best interests of the LAGA.

ARTICLE IV: AMENDMENTS

Section 1. At least seven affirmative votes must be cast by the Board of Directors to change the Constitution and By-Laws.

ARTICLE V: APPROVAL

Section 1. The Constitution and By-Laws were adopted by a majority vote of the LAGA membership present at an organizational meeting on May 9, 1988.

ARTICLE VI: RESPONSIBILITY FOR INJURY

Section 1. Association Members participate at their own risk. The LAGA shall not assume any responsibility for injuries incurred.

LOS ALTOS GOLF ASSOCIATION BY-LAWS

ARTICLE I: MEMBERSHIP

Section 1. There shall be two (2) classes of membership, Regular Membership and Honorary Membership, open to all persons with the rights and privileges associated therewith as delineated below.

A. Regular Member: Any amateur golfer (male or female) is eligible to become a regular member of the association, with full voting rights and other privileges, subject to prepayment of the current years' dues and acceptance by the Membership Committee.

B. Honorary Member: Any person who, because of his association with golf, support of this association or the community is eligible to become an honorary member of this association, without voting rights and privileges except the privilege of participation in association sponsored events, subject only to his election as an honorary member by an affirmative vote of three-fourths of the Membership Committee.

C. Voting: Each regular member shall be entitled to one vote.

D. Privileges: Each regular member shall have the right to participate in all association sponsored events, be elected as an officer, and serve on any committee of the association. An honorary member may participate in all association sponsored events but may not be an officer nor serve on committee.

Section 2. The following rules shall apply in reapplication for those rejected for membership, to suspension from competition, and expulsion from the association.

A. Reapplication: Any person whose application for membership has been rejected by the Membership committee may reapply for membership in the succeeding fiscal year.

B. Suspension From Competition: Any member, otherwise entitled to participate in competition in association sponsored events, may be suspended, for good cause, from such participation for one tournament by the action of the Tournament Committee. Any member may be suspended, for good cause, from participation in two or more events upon recommendation of the Tournament Committee and after an open hearing by the Board of Directors with the subject member being notified thereof and a two-thirds majority vote with no less than fifty percent of the directors participating in the vote and affirming the recommendation.

C. Expulsion: Any member may, upon written complaint by any other three members, for good cause shown, after an open hearing by the board of Directors with the subject member being notified thereof, be expelled from the association by a two-thirds majority vote of the directors with no less than fifty percent of the directors participating in the vote.

D. In cases A and B above, the rejected or suspended member may appeal his situation for review to the Board of Directors.

ARTICLE II: MEMBERSHIP, DUES & FEES

Section 1. There shall be no entrance or application fee in connection with the application for membership but the following rules apply:

A. Each application for membership must be accompanied by a remittance for the total current year's dues. All annual dues are payable in full, without proration. and no member may participate in any association sponsored events until his dues are paid.

B. The annual dues for membership for the following year shall be determined by the Board of Directors in the last quarter of the current year.

C. All monies collected by the LAGA shall be spent in the following manner: 1) to defray all costs involved with any LAGA sponsored event. These can include food, refreshments and prizes. 2) For the betterment of the LAGA. This may include advertising, promotion, newsletter publication and any office expenditures the Board finds necessary. 3) For improvements to the Los Altos Golf Course itself. None of these expenditures can be made without the approval of the Board of Directors. The voting rules in Article IV, Section shall apply.

ARTICLE III: ELECTIONS

Section 1. The election of officers of the association shall take place at the last annual meeting each year. Notice of the annual meeting and election will be given LAGA members with the announcement of the final tournament of the year.

Section 2. The nine officers, President, Vice President, Secretary, Treasurer, Tournament Chairman, Handicap Chairman, Duffer Editor, Webmaster, and Wednesday Chairman will be nominated from the ranks of the LAGA members and elected each year. A nominating committee shall be appointed to prepare a slate of nominees containing at least one name for each elective office to be filled. Nominations for any office may be made from the floor at the annual meeting and, subject to the Secretary's ruling on the member's qualifications for office and a second to the nomination, the name shall be placed on the ballot. Elections shall be conducted by written ballot. Candidates who receive a majority of the votes shall be elected. Voting by proxy shall not be permitted.

Section 3. Vacancies occurring in any office shall immediately be filled by an election within the remaining Board of Directors. Such election will be for the remaining term of office.

Section 4. At least four Board Members will be appointed by the elected Officers from the general membership.

ARTICLE IV: DUTIES OF THE OFFICERS

Section 1. President: The President shall be the chief officer of the association and shall be present at the meetings of the association and the Board of Directors. He shall be a member ex-officio of all committees. He shall make suggestions and recommendations as may in his opinion tend to promote the welfare and increase the usefulness of the association. He shall perform such other duties as are necessarily incident to the office.

Section 2. Vice President: The Vice President shall perform all duties of the President during his absence. He shall be a member ex-officio of all committees and shall assume the duties of the President in his absence. He shall also serve as the Director of Membership.

Section 3. Treasurer: The Treasurer shall keep an account of all monies received and expended for the use of the association and shall make disbursements authorized by the Board of Directors. All sums received shall be deposited as soon as reasonably possible, in the bank or banks approved by the Board of

Directors. He shall make a report at the annual meeting or other meetings as requested by the President and or Directors from time to time. All disbursements of funds shall be by check, signed and Countersigned by any combination of elected Officers as follows: President, Vice President, Secretary or Treasurer. The Board may also appoint another Board member in addition these Officers to sign/Countersign checks. The funds, books and vouchers in his hands shall, at all times, be subject to verification and inspection by the President, the Vice President and the Audit Committee. At the expiration of his term of office, the Treasurer shall deliver to his successor all books, money, and other property of the association. An LAGA account reserve shall be carried over from year to year. The account balance may vary, but a minimum of \$50.00 shall be maintained.

Section 4. Secretary: The Secretary shall be responsible for the administration of the association. He shall:

- a. Give notice of and attend all meetings of the association and the Board of Directors.
- b. Conduct correspondence and provide record keeping of proceedings of membership and Board of Directors meetings.
- c. Maintain the files and records of the association including all committees thereof.
- d. Keep a list of all members of the association including all committees thereof.
- e. Prepare and present an annual report at the annual meeting.

Section 5. Tournament Chairman: The Tournament Chairman shall be the Chairman of the Tournament Committee and shall be responsible for the supervision and execution of all duties and responsibilities of that committee.

Section 6. Handicap Chairman: The Handicap Chairman shall be the chairman of the Handicap Committee and shall be responsible for the supervision and execution of all the duties and responsibilities of that committee.

Section 7. Duffer Editor and Webmaster: The Duffer Editor and Webmaster shall be the persons responsible for the publication of the newsletter, membership book, web page and any other publications agreed upon by the board of directors.

Section 8. Wednesday Chairman: The Wednesday Chairman shall be responsible for the Wednesday Play.

ARTICLE V: BOARD OF DIRECTORS

Section 1. The affairs of the association shall be managed by its Board of Directors. All elected officers are directors of the association. The current officers plus four appointed board members which includes the immediate past president shall constitute the Board of Directors.

Section 2: The Board of Directors shall meet not less than once per quarter and the first meeting of the fiscal year shall be held not less than thirty (30) days after the annual meeting. Notices of meetings shall be sent to directors by mail or they shall be notified by telephone not less than three days prior to the meeting. The notice shall give the date, time and place of the meeting. The secretary shall also post a

notice of the meeting on the association bulletin board so that the general membership shall be aware of the meeting. All meetings are open to the general membership but only directors may make and second motions and vote thereon.

Section 3. Vacancies occurring on the Board of Directors shall be filled by a majority vote of the directors present at the next meeting after such vacancy occurs, with the director so elected serving until the next annual election.

Section 4. A majority vote of a quorum shall be required to conduct ordinary business. A quorum shall be fifty (50) percent of the voting members of the board of directors.

Section 5. Directors may be removed from office for cause by the vote of three-fourths of the voting directors at any Board of Directors meeting.

ARTICLE VI: COMMITTEES

Section 1. Tournament Committee: The Tournament Chairman shall be chairman of this committee. He shall choose his own committee consisting of at least three (3) members. The committee shall prepare for the approval of the Board of Directors, the schedule of tournaments for the calendar year. The committee shall publicize coming tournaments, set tournament rules and regulations, provide awards and trophies, collect entry fees, settle disputes and in general, do all things necessary for the effective functioning of the association tournaments, all in accordance with the rules of the USGA.

Section 2. Handicap Committee: The Handicap Chairman shall be chairman of this committee. He shall choose his own committee consisting of at least three (3) three members. The committee shall set and adjust handicaps in accordance with the rules of the USGA. The committee shall meet, as a minimum, at least once per month during the playing season.

Section 3. The President may, when the need arises, appoint special committees to handle tasks or events which he considers to be outside the normal scope of any standing committee. Such special committees will automatically be dissolved upon completion of their assigned task or, in any case, at the expiration of the term of office of the appointing President.

ARTICLE VII: NON-PROFIT STATUS

Section 1. This association is not intended as a profit making organization, nor is it founded with the expectation of making a profit. No pecuniary gain shall inure to the benefit of any individual.

ARTICLE VIII: COMPLAINTS

Section 1. All complaints by members shall be in writing, signed by the complaining member, addressed

to the Board of Directors, and delivered to the Secretary or other elected officer. The Secretary shall promptly forward such complaints to the President who shall make it an order of new business at the next Board of Directors meeting.

ARTICLE XI: LIABILITIES

Section 1. Nothing herein shall constitute members of the association as partners for any purpose. No member, officer, director, agent or employee shall be liable for the acts or failure to act of any other member, officer, director, agent or employee of the association. Nor shall any member, officer, director, agent or employee be liable for his acts or failure to act under these By-Laws, excepting only acts or omissions arising out of his willful misfeasance.

ARTICLE X: RULES OF PLAY

Section 1. The rules of play of the USGA, as amended by local course rules and rules of the associations, shall govern all play between and among members and in association sponsored tournaments.

ARTICLE XI: INSIGNIA

Section 1. The Board of Directors may adopt insignia, colors, badges and flags for the association as it deems desirable.

ARTICLE XII: FISCAL YEAR

Section 1. The fiscal year of the association shall be the first day of January each year though the thirty first day of December in the same year.