

Pan American Golf Association
Fort Worth, Texas
PAGA CONSTITUTION & BY-LAWS
(REVISED NOVEMBER 1995)

Article I

The name of this organization shall be the PAN AMERICAN GOLF ASSOCIATION OF FORT WORTH, INC. and shall hereafter be referred to as the CLUB.

Aims and Purposes:

The aims and purposed of the club shall be:

Section 1. To promote the sport of golf.

Section 2. To provide the means and opportunity whereby members collectively play the game of golf and enjoy common fellowship.

Section 3. To instill the spirit of fair play and good sportsmanship in all endeavors.

Section 4. To cooperate and intensify good friendly relations with all other Golfing Associations.

Article III

Organizational Policy

Section 1. The CLUB cannot be dissolved while the number of shareholding members therein who desire to continue its existence are the same as the number required for a quorum (15).

Section 2. In case the CLUB should cease functioning, All club assets and monies derived from the sale of club assets shall be donated to an approved charity. And approved charity is a charitable organization which has been approved by state or local government. Said charitable organization must also be approved by the shareholders. It shall be the duty of elected officers with the President presiding to dispose of all properties at the best available price.

Article IV

Membership:

Section 1. Membership will consist of Members(shareholder), Associate Members(non-shareholding) and Social Members(non-golfers). The number of Members (shareholding) will be limited to 100.

Section2. No Associate Memberships will be approved so long as shareholding memberships are available. An Associate Member qualifies to be a Shareholder by order of his membership approval date shown on his application.

Section 3. Membership application procedure:

- a) Prospective members will submit an official PAGA application form to the CLUB.
- b) Applicants must have 3 sponsors who are Members or Associate Members in good standing, one of which must be a shareholding Member.
- c) Applications for membership bearing falsified information or forged signatures will automatically render the applicant permanently ineligible for membership.
- d) Applications will be screened by the Executive Board at its regular meeting. At least one of the sponsors must be present at this meeting. Failure of at least one sponsor to show at this meeting will be cause to postpone action on an application.
- e) All candidates for membership must be present at the meeting on the day that the Club will vote on their application. Prospective members will be introduced to the membership to be recognized and at which time he may ask questions about the CLUB. No action will be taken if prospective member fails to show. If he fails to show the second time, he will then wait one year before re-applying for membership.
- f) Voting on membership applications will be by secret ballot and require four fifths (4/5) majority of members present for approval. The Executive Board will tabulate the ballots after the meeting. The applicant will be notified of results by mail.

Section 4. Junior Membership:

Young men under 18 years of age shall be eligible for junior memberships in the CLUB.

- a) Junior member prospects shall be sponsored by a Member, Associate Member or Social Member in good standing. Voting for junior member applicants shall not be required. A regular membership application must be filed for records only.
- b) Upon reaching his 18th birthday, the junior shall convert his membership to Associate Member or Member.
- c) The junior member has three month grace period to convert his junior membership to regular membership. If he allows this grace period to elapse, he will then have to go through regular membership application procedures as described in section 3 of this Article.

Section 5. All members are subject to rules and regulations of this CLUB.

Section 6. Suspended shareholding members retain their full or proportionately paid share of their membership for financial or reinstatement purposes only for the time limit set forth by this Constitution.

- a) In the case of a suspended shareholding member who has paid his share in full, his retaining rights shall be for a period not to exceed 18 months.
- b) A suspended shareholding member not having paid a full share shall retain rights as follows:
 - 1) Has paid $\frac{1}{4}$ or less – retains rights for 3 months
 - 2) Has paid $\frac{1}{2}$ or less – retains rights for 6 months
 - 3) Has paid $\frac{3}{4}$ or less - retains rights for 9 months
 - 4) Has paid less than a full share but more than $\frac{3}{4}$ - retains rights for 1 year
- c) If the suspended member does not reinstate before the expiration of his retention period, the suspended member is dropped. A dropped shareholding member will have 90 days wherein he shall make a written request by registered mail to the President of the CLUB for a refund of all monies due said member. The CLUB then shall buy back the holdings at the rate of 40 cents on the dollar. The CLUB shall have a grace period of one year from the postmark date in which to pay monies due said suspended member. If said request is not received by the stipulated date, the CLUB becomes rightful and legal owner of said member's share

d) A delinquent Associate Member will have 3 months grace period to reinstate.

Section 7. This CLUB shall embrace within its membership only those persons residing within the boundary of TARRANT COUNTY, TEXAS.

Section 8. Exception: A member in good standing whose principal residence later is outside the boundary of TARRANT COUNTY, TEXAS has the option of remaining a dues paying member or a non-dues paying Associate Member. A shareholding Member choosing to remain as a non-dues paying Associate Member shall sell his shares to the CLUB in accordance with Section 6 or Section 10, whichever is applicable.

Section 9 Application for membership by non-residents will be considered only if there is no local organization affiliated with the National Pan American Golf Association in his respective county ship and provided Fort Worth is the nearest member city to his home county.

Section 10. A shareholding member shall be one who has a vested interest in the assets of the CLUB, and will participate in distribution of the said assets should the CLUB cease functioning. If a member in good standing wishes to relinquish his share, he shall sell his share to the CLUB. The CLUB shall pay \$125.00 for the full share. This same procedure will be applicable in the event of the death of a shareholding member except that the next of kin must present share certificate to the Treasurer.

Section 11. An Associate Member and Social Member will have no recourse to the assets of the CLUB and have no interest whatsoever in its proceeds.

Section 12. A Social Member is a non-golf playing member. He or she may attend all club functions including meetings. A Social member will have a voice but no vote on club matters. A Social member's spouse is automatically included with entry of one spouse. All member's spouses are automatically social members. The children of social members are eligible to be junior member. This includes guardian children.

Section 13. All members will be administered this oath by the secretary or acting secretary:

I, _____, do hereby solemnly pledge to uphold the constitution and by-laws of the PAN AMERICAN GOLF ASSOCIATION OF FORT WORTH, INC. I will attend meeting as often as possible, and actively participate in promoting the welfare and progress of the association, on and off the golf course. I will endeavor to practice and maintain the spirit of fair play and good will upon which this CLUB was found.

ARTICLE V

Finances

Section 1. The revenue of the CLUB shall be, dues, assessments, and other moneys as may be approved by a majority vote of the members present at a regular or special meeting.

Section 2. Initiation Fee

- a) The initiation fee for applicants for memberships in the CLUB shall be \$50.00. All new members will be entitled to a free copy of our Constitution and By-Laws.
- b) A junior Member reaching the age of 18 has 3 months to start paying dues. His initiation fee shall be \$25.00 if he has been a Junior Member for at least one year prior to his 18th birthday. He will pay \$50.00 initiation fee if he was a Junior Member less than one year. A Junior Member has a grace period of one year from his 18th birthday to pay his initiation fee.
- c) A Junior Member who becomes a regular member and subsequently enrolls for a least 12 hours in college will not be required to pay dues while attending college.

Section 3. Beginning January 1, 1996, the monthly dues for shareholding members in good standing in the CLUB is \$9.00 until his membership is paid up in full at which time his dues will be reduced to \$7.00 per month. Shareholding members have the options of paying dues by the year which shall be \$91.00 per year or \$67.00 per year if he has paid-up membership. If dues are paid by the year, they must be paid within one month from the beginning of the fiscal year.

Section 4. The monthly dues for non-shareholding Associate members in good standing in the CLUB is \$7.00 payable in advance. Non-shareholding members have the option of paying dues by the year which shall be \$50.00 per year. If dues are paid by the year they must be paid within one month from the beginning of the fiscal year.

Section 5. Social members' dues are \$5.00 per month payable in advance or \$20.00 per year if paid before March.

Section 6. A member whose age is 62 years or older and who has been a members for 5 years or more dues will be \$20.

Section 7. Dues are payable to the Treasurer or his assistant at the CLUB meeting only.

Section 8. A member shall be suspended after delinquency of 3 months in dues.

Section 9. Two dollars (\$2.00) of monthly dues (ARTICLE V, Section 3) will be credited to the member's individual shareholding account until member has paid the amount of \$125.00 into his account. Every full shareholding member must have paid in full the amount designated. In event dues are lowered, those shareholding members who have not paid the amount stipulated in ARTICLE V, Section 7, must pay dues plus an amount that will bring their total monthly payments to a total of \$9.00 until the amount stipulated in this article is paid in full.

Section 10. The reinstatement fees for all suspended members desiring to reinstate in this CLUB shall be payment in full of all delinquent dues and assessments or \$48.00, whichever is less. Social members are exempt from reinstatement fees.

Section 11.

- a) All monies of the General Fund of the CLUB shall be deposited in a checking account and/or savings account at a local bank and will require the signatures of both the President and Treasurer for withdrawals.
- b) All building funds monies in excess of that required to make monthly expenses of mortgages, taxes and insurance shall be deposited by the Treasurer in a savings account in a local bank. Signatures of the President and Treasurer will be required for withdrawals of funds from this account.

Section 12. Funds of the CLUB shall be disbursed only by the consent of the assembly. Exception: The Chairman of the Building Management Committee shall have authority to expend CLUB funds to make emergency and maintenance repairs. Such expenditures must be reported at the next regular meeting. Persons requesting reimbursements of personal funds expended for authorized CLUB purposes must be documented by receipts obtained from the firm which received the money. All expenditures by individuals must be presented to CLUB within 60 days.

Section 13. An Operating Fund will be authorized to any Committee by vote of membership. Monthly financial reports will be made by all committees entrusted with CLUB Funds. Any and all amounts in excess of authorized operating funds will be turned into the Treasurer each month.

Section 14. The Fiscal Year of the CLUB shall be twelve-month period beginning with the first day of January of each year.

Section 15. In real estate transactions involving CLUB properties, a 2/3 majority of the shareholding members present at the meeting will be required. A roll call will be required. Only members (shareholding) in good standing will be eligible to vote on financial matters relating to the CLUB's real estate properties, existing or proposed.

ARTICLE VI

MEETINGS:

Section 1. Regular meetings of the membership of this CLUB shall be held at least once a month. Should any business require special attention, a special meeting may be called for that purpose; However, said meeting shall not take place on the same day of adjournment of the regular meeting.

Section 2. A special meeting of this CLUB may be called by the Executive Board or shall be called upon a request submitted to the President by not less than the number of members required for a quorum (15). The request must be in writing and shall state clearly the purpose for which the meeting is requested, and no other business shall be transacted at such special meeting.

Section 3. The Secretary shall send out notices of any special meetings, stating the purpose for which called, to all members at least 24 hours before it convenes.

Section 4. Any meeting of this CLUB that will concern disposing of any assets of the CLUB will require notification by certified mail to each and every shareholding member.

Section 5. Only members fulfilling the requirements of the CLUB's Constitution and By-Laws shall be eligible to attend meetings of the CLUB except that invited guest of the Executive Board or the CLUB may attend and participate to the extent of the purpose for which they were invited, but shall not vote. Suspended members may not attend meetings except for the purpose of reinstating.

Section 6. Regular meetings of the Executive Board shall be held at the discretion of the President. The Executive Board shall set the time, date, and place of its meetings and must keep the membership informed of who attended and the topic of discussions.

Section 7. Not less than 15 members in good standing shall constitute a quorum to do business at any regular meeting.

Section 8. The executive Board shall report at the next regular meeting of the CLUB, for approval or otherwise, on all matters acted upon. It may also make recommendations to the meetings of the CLUB on all matters brought properly to its attention.

ARTICLE VII

Officers and Executive Board

Section 1. The elected officers of the CLUB shall consist of a President, Vice-President, Secretary, Treasurer, 6 Trustees, Auditor, Tournament Chairman and Sergeant-at-Arms.

Section 2. The Executive Board shall consist of the following elected officers: President, Vice-President, Secretary, Treasurer, Auditor, Trustees, Tournament Chairman and Sergeant-at-Arms.

Section 3. Except as otherwise provided in this Constitution, the term of office of the elected officers and Executive Board members of the

CLUB shall be for one year or until their successors have been elected and installed.

Section 4. A duly nominated member or elected officer must accept nomination for office. Exception: a member may be permitted to refuse nomination for office by a majority vote of the assembly.

ARTICLE VIII

Elections

Section 1. The officers of this CLUB shall be nominated from the floor at the regular meeting held in the month of November of each year. Elected officers will hold office for a period of one (1) year with maximum of two (2) successive terms, after which any officers who has served the maximum cannot be re-elected to that office for a period of one (1) year. Term of office of elected officers will commence on January 1 of the year following election. In order to be eligible, a member, associate member of social member must have been a member in good standing for one (1) year. This will hold for all elected officers with the exception of Trustees, who are covered by Section 2 of Article IX.

Section 2. Beginning November 1976 six Trustees will be elected, the term of office for these Trustees will be as follows: Two for 3 year terms, two for 2 year terms, and two for 1 year terms. Thereafter, two Trustees will be elected to replace the two outgoing Trustees.

Section 3. Officers and Executive Board Members shall be installed at the regular meeting held in the month of December of each year by the outgoing President or his duly appointed representative. At the member's option, installation of officers may be held on a weekend in December at a Dutch dinner. Member's wives may be invited to this function.

Section 4. Before a vote is taken, it shall be the duty of the President to appoint two tellers who are not candidates for office to count the votes. It shall be the duty of the President to announce results of the votes.

Section 5. Before entering upon the duties of their respective offices, the newly elected Officers and Executive Board members shall subscribe to the following installation obligation.

I, _____, do hereby sincerely pledge on my honor to perform the duties of my office to the best of my ability and in conformity with the laws and By-Laws of the PAN AMERICAN GOLF ASSOCIATION OF FORT WORTH, INC. I will deliver to my successor in office all properties, including funds, books, records that may be in my possession at the close of my official term. I will at all times devote my efforts to furthering the objectives and best interests of my CLUB.

Section 6. Should any Officer or Executive Board member cease to be a member in good standing, his office shall be declared vacant. It shall be the duty of the President at the next regular meeting after a vacancy occurs to order an election to fill vacancies resulting from death, resignations or removal for any cause, during the interim. Members elected to fill vacancies shall serve for the remainder of the unexpired term.

ARTICLE IX

Section 1. PRESIDENT: It shall be the duty of the President to preside at all meetings of this CLUB; to appoint all committees, not other wise ordered, to preserve order, to transact such business as may be necessary for the proper functioning of this CLUB. The President will be the Delegate to National P.A.G.A. meeting.

Section 2. Vice-President: The Vice-President shall perform the duties of the President in the absence of that Officer. He shall also preside when called by the President to do so. And he shall also be the Chairman of the Building Management Committee.

Section 3. SECRETARY: The Secretary shall have charge of all books, papers and keep a record of all meetings and Executive Board meetings. He shall keep the Attendance Record of all members. He shall mail out any correspondences required by the CLUB.

Section 4. TREASURER: The Treasurer shall keep all financial accounts of the CLUB and shall maintain correct and proper accounts of all its members. He shall collect and initiation and reinstatement fees, dues assessments, and other monies from members of this CLUB. He shall make all disbursements for this CLUB as provided in ARTICLE VI. He shall keep a correct record of all monies received and expended and prepare a financial statement each quarter to be submitted to the Auditor. The Treasure shall keep an accurate record of each shareholding member's account. The assistant

Treasurer shall perform any other duties as may be required to assist the Treasurer.

Section 5. AUDITOR: The Auditor shall audit the books of the Treasurer at least quarterly and at the close of the fiscal year and make a report of such audits to the CLUB. The Auditor shall also have the authority to audit the books of any committee handling CLUB funds.

Section 6. SERGEANT-AT-ARMS: The Sergeant-at Arms shall assist the president to maintain order.

Section 7. TRUSTEES: Trustees shall see that the officers of the CLUB carry out their duties and report to the membership the failure to do so. Trustees shall see to it that all CLUB property is kept in good repair and is used in a manner to assure the dignity of the CLUB in the community. Trustees shall make a report to the membership each month or more often if necessary. The Trustees will serve on the "Building Management Committee." Trustees shall hold a meeting prior to Executive Board meeting. The Trustee with the most seniority in the CLUB will be designated as the Trustee's chairman. He will be responsible for calling the Trustee meetings.

Section 7. Tournament Chairman: The Tournament chairman shall be responsible for the scheduling and regulating of all CLUB golf tournaments. He will maintain all handicaps and set qualifications for the Four and Seven-Man teams to the National Tournament. He shall be the National Delegate Alternate.

ARTICLE X

Committees

Section 1. In addition to other committees and boards established by this Constitution and By-Laws, this CLUB shall provide for such other standing committees, and from time to time such special committees as may be proper and necessary to conduct the business of the CLUB.

Section 2. In establishing such other committees, the duties of the committee, the extent of its authority and the permissible amount of expenditures that may be made by such committee must be made a part of the minutes. In any event, such committee shall not be permitted to exercise functions belonging to other

committees or boards; shall not make or authorize expenditures without prior approval of the membership shall not exceed the authority granted to them by the membership. The president shall be annex-officio member of all committees.

Section 3. The President shall appoint all committees unless otherwise ordered by the membership or otherwise established by the Constitution and By-Laws.

Section 4. The "Building Management Committee" will be comprised of the Vice-President as Chairman and all the Trustees as members. This Committee will appoint the necessary members or sub-committees to properly maintain, equip, and operate the CLUB property. This committee will submit at the beginning of each fiscal year for membership approval, a list of duties, plans, objective, etc. for the best possible use of the CLUB properties.

Section 5. Committee Chairman are empowered to appoint as many members as they deem necessary to perform the duties of their committee.

Section 6. Standing Committees:

1. Building Management Committee
2. Tournament Committee
3. Beverage Committee
4. Food Committee
5. Parliamentarian Committee
6. Entertainment Committee
7. Telephone Committee
8. Publicity Committee
9. Constitution Committee
10. Games Committee
11. Junior Program Committee

Section 7. The President is authorized to appoint a chairman of all standing and special committees on functions approved by the assembly except as otherwise provided for in this Constitution.

ARTICLE XI

Rules of Order

Section 1. The rules contained in the Roberts's Rules of Order revised shall govern this CLUB in all cases to which they are applicable, and in which

when they are not inconsistent with this Constitution and By-Laws. Any such rule may be suspended, amended or rescinded by two-thirds majority vote.

Section 3. Sectarian discussions shall not be permitted in the meetings under any circumstances.

Section 4. All questions, unless provided otherwise in Robert's Rules of Order (revised) or by this CLUB's laws, shall be decided as a majority vote of the good standing members present may direct.

ARTICLE XII

General Provisions

Section 1. This CLUB assumes no responsibility for the acts or actions of individual members not expressly directed or authorized by this CLUB or its duly authorized representatives, and no agreement shall be binding on this CLUB unless signed by officers or representatives authorized by this CLUB to act for it.

Section 2. The original signed copy of each agreement entered into shall be kept in the files of this CLUB.

ARTICLE XIII

Section 1. This Constitution and By-Laws may be amended by two-thirds majority vote of the members present at any regular meeting of this CLUB, provided that all members have been duly notified and provided that the amendment to be voted on has been presented in writing and read at the previous regular meeting. In case where a duly appointed committee with delegated authority undertakes an extensive rewriting of the Constitution, The Executive Board may call a special meeting for review and comments. The changes may then be voted on in the following regular meeting.

STANDING RULES

The following are the Standing Rules of this CLUB:

Rule A. The order of Business of the regular meetings of the CLUB shall be as follows:

1. Opening
2. Roll call of membership
3. Minutes of previous meeting.
4. Application for membership
5. Voting on applications for membership
6. Welcome or recognition of new members.
7. Introduction of guests
8. Report of Treasurer

9. Communications and bills
10. Report of committees
11. Reports of Executive Board
12. Unfinished Business
13. New Business
14. Closing

Rule B. The regular meeting of this CLUB shall start at 8:00 P.M. and shall be held on the last Friday of each month at a place designated by the President. The Executive Board has the authority to change the meeting time and date. Each member must be notified at least 48 hours in advance when time and date of a meeting is changed.

Rule C. If a quorum (15) is not present 15 minutes after designated time for meeting; such meeting shall be suspended until some future date.

Rule D. The Tournaments of this CLUB shall be governed by the USGA rules except where designated by local course rules or rules of this CLUB.

Rule E. Official Club Sweepstakes will be held the first Sunday after the regular monthly meeting.

Rule F. The winner of any flight in the Annual Trophy Tournament must be moved up one flight for the succeeding Trophy Tournament.

Rule G. The Annual Trophy Tournament shall be medal play.

Rule H. In order to be eligible for the Trophy Tournament, a member must attend a minimum of two regular meetings from the beginning of the fiscal year prior to and up to the registration deadline. A member must also participate in a minimum of two CLUB sponsored golf activities such as monthly sweepstakes, handicap tournaments, and medal tournaments. This rule is not required for Junior members.

Rule I. A member who is ineligible to participate in the Annual Trophy Tournament because he did not comply with Rule G may petition the Assembly and be declared eligible to participate in the annual Trophy Tournament by a two-thirds majority of the members present.

Rule J. Honorary members must be voted on every year.

Rule K. The CLUB shall hold a Trophy Presentation Banquet not later than five weeks after completion of the Annual Trophy Tournament.

Rule L. A sportsmanship Trophy shall be awarded to the member in good standing who is elected for this honor by the assembly. Presentation of this award is based on the following merits:

1. Attitude and conduct on the golf course.
2. Attitude toward Club assignments and carrying out such assignments.
3. The recipient of this honor should be a person whose conduct on and off the golf course merits this award.

Rule M. An engraved medal, award plaque or trophy, not exceeding \$10.00 in cost, shall be awarded to every member in good standing making a hole-in-one.

Rule N. All committees are authorized to alter plans in emergencies without CLUB consent; however, they must conform to Article XI, Section 2.

Rule O. The President shall appoint a Historian at the beginning of the year.

Rule P. The CLUB shall send a floral spray of \$20.00 upon death of a member in good standing or a death of his immediate family consisting of the following: Wife, Children, parents and grandparents (none other). The Treasurer shall carry out this function.

Rule Q. The President is authorized to appoint a member to purchase golf balls for the CLUB use. The member may purchase as many balls as he deems necessary. He may use CLUB funds for this purpose.

Rule R. The Tournament Committee is authorized to obtain funds from Club Treasurer to reserve starting times for members playing in Official Sweepstakes.

Rule S. CLUB Representatives or Committees to the National P.A.G.A. are authorized to make decisions and commitments for the CLUB's benefit in accordance with Article XI, Section 2.

CLUB COLORS AND EMBLEM

Section 1. The CLUB's colors shall be Red, White and Green.

Section 2. The CLUB's emblem shall be a green flag with Ft. W. lettered in white. At the bottom a green outlined golf club and a white golf ball on a green turf.