

# **BY-LAWS of OROVILLE GOLF CLUB INC. 2016**

## **ARTICLE I**

### **MEMBERS**

Section 1. Membership in this corporation may be had by any person applying for membership, and who is properly accepted by the Board of Trustees and qualified under the restrictions herein set forth. The Manager shall present a list of prospective members to the Board of Trustees.

Section 2. Each new member of this corporation shall pay, as an initiation fee, an amount to be set by the Board of Trustees. Further, each member of this corporation shall pay the annual dues as fixed each year by the Board of Trustees. Such dues shall be due and payable on the first day of January of each year, and any active member failing to pay annual dues within ninety (90) days thereafter shall be suspended from membership and be required to pay green fees until all dues are paid or alternate payment arrangements are made and approved by the Manager or by a majority of the Board of Trustees.

Section 3. Membership in this organization shall be voluntary, and any member may withdraw at any time. The Board of Trustees shall have the authority by a majority vote to expel members at any time. Upon termination of membership there shall be no rebate of dues or any right to any accumulated funds or property held by the corporation.

Section 4. Membership shall be certified annually by issuance of a receipt of payment of annual dues and signed by the Manager or Secretary. Such receipt shall be valid only until time for paying dues for the ensuing year.

Section 5. Should any member desire to become inactive, he may so state to the Board of Trustees, and his name shall be placed on an inactive list for a maximum of three years, at the end of which time if he has not reactivated his membership according to the requirements of the Board of Trustees, his name shall be stricken from the roll of members.

Section 6. Membership privileges in this corporation shall extend to the spouse and family of the member in whose name the membership is taken. This family membership shall include all children of the member who have not reached the age of 19 years or in higher education up to 23 years old.

## **ARTICLE II**

### **MEETING OF MEMBERS**

Section 1. The annual meeting of the Oroville Golf Club Inc. shall be held on a date and place designated by the Board of Trustees.

Section 2. Special meetings of the members may be called by the President, or in his absence by the Vice-President, at such times as it is deemed reasonable and necessary.

Section 3. The annual meeting each year shall be designated the meeting at which trustees shall be elected for the following year. Not less than two weeks prior to such a meeting, the President shall appoint a nominating committee which committee shall submit a slate of candidates for the trustees next becoming open. Such appointive committee shall nominate one candidate for each position to be filled by the members, and at the meeting electing trustees, nominations may be made from the floor. No special notice need be given of the meeting for election of trustees, but the provisions of these by-laws shall be considered notice to all members.

Section 4. Ten percent (10%) of the members, present at the annual meeting shall constitute a quorum, and whenever used in these by-laws the phrase majority of members shall mean the majority of those present at the meeting.

Section 5. Each member attending any meeting and conducting the affairs of this corporation shall have one vote. If there is any question raised as to the right to vote, the chairman may call for a vote of the others present in the same manner as on a point of order, and the majority vote shall be conclusive as to such right to vote. Further, two (2) votes shall be allowed for a family membership, one (1) for each spouse.

Section 6. If any fundamental changes are proposed in the Articles of Incorporation, or these by-laws, the Secretary shall notify qualified members by e-mail, social media, Oroville Golf Club website and posting at the clubhouse of such meeting of this corporation at least one week prior to the time of holding such meeting, setting forth time, place and purpose of the meeting.

## **ARTICLE III**

### **TRUSTEES**

Section 1. The business and affairs of this corporation shall be managed by a board of seven (7) trustees, comprised of: President, Vice-President, Secretary, Treasurer and three (3) elected directors, which shall exercise the powers of the corporation except as to such powers reserved to the members.

Section 2. Any person who is a member in good standing is eligible to be an officer of trustee.

Section 3. The Board of Trustees shall be composed of the four (4) officers mentioned above and three (3) trustees; said trustees shall be numbered Position 1, Position 2, and Position 3. Thereafter, as their successors are elected, such trustees shall hold such position for a period of three (3) years. The officers shall be elected by the Board annually.

Section 4. The Board of Trustees may fill all vacancies to the office of trustee as they may occur, as well as vacancies in any of the other offices.

Section 5. The Board of Trustees shall meet at such time and place as they determine. Special meetings of the Board of Trustees may be called at any time by the President, or in his absence, the Vice-President.

Section 6. Four (4) members of the Board of Trustees present at any regular or properly called special meeting shall constitute a quorum.

Section 7. The Board of Trustees may empower the officers to carry out such duties and authorities as they deem proper in addition to the duties specified herein; and the Board of Trustees shall have the authority to set up any special committees to carry out the plans and duties as the Board may specify.

## **ARTICLE IV**

### **OFFICERS**

Section 1. The officers of this corporation shall consist of President, Vice-President, Secretary and Treasurer.

Section 2. The President shall preside at all meetings, sign all official instruments authorized by the Board of Trustees, call special meetings of the Board of Trustees and of the members, and shall in general exercise all duties incident to the principal officer of the corporation, and such other duties as are prescribed by the Board of Trustees.

Section 3. The Vice-President shall perform all the duties of the President in the absence of the President.

Section 4. The Secretary shall keep and maintain a record of all Meetings of the Members and of the Board of Trustees and carry on all correspondence necessary. Perform such other duties as are prescribed by the Board of Trustees.

Section 5. The Treasurer shall have custody of and shall receive, keep and be responsible for the disbursement of all funds belonging or coming to the club. Perform such other duties as are prescribed by the Board of Trustees.

Section 6. The Manager shall be responsible for conduct of members, and will ensure that leadership is provided for team play, tournaments, inter-club matches, handicaps and rules of play.

Section 7. No officer or trustee shall receive any compensation for acting as an officer or trustee of this corporation.

Section 8. The Board of Trustees may employ any such agent, manager, or other persons as are deemed necessary and proper to fulfill the purposes of this corporation.

## **ARTICLE V**

### **MEMBERSHIP CERTIFICATES**

Section 1. The Board of Trustees shall have the authority to prescribe the form of membership certificates and the same shall be issued by the Manager, Secretary or Treasurer upon payment of annual dues.

## **ARTICLE VI**

### **COMMITTEES**

Section 1. The President with the assistance and the advice of the Board of Trustees, shall appoint committees each year as he deems proper and appropriate, provided that the Board of Trustees shall always have the right to create new committees as they are deemed necessary and desirable.

Section 2. The Board of Trustees shall act as the finance committee and shall be responsible for the expenditure of all money and establishment of a working budget.

**ARTICLE VII**

**AMENDMENTS**

Section 1. These by-laws may be amended by a two-thirds vote of the members at any regular or special meeting of the members, provided that any proposed amendment hereto shall be first submitted to the Board of Trustees and then be submitted at one regular meeting of the members, and shall not be voted on until the next following meeting of the members.

Section 2. The Articles of Incorporation may be amended at any regular or special meeting of the membership by a two-thirds vote of the members present at such meeting, provided, that any proposed amendment shall be submitted to the membership at one meeting and shall not be voted on until the next succeeding meeting of the members. The proposal of such an amendment shall constitute notice that such amendment shall be voted upon at the next succeeding meeting of the members and no other notice shall be required.

Section 3. Any written notice required by law, if not otherwise provided for herein, shall be sufficient if made by e-mail, social media, Oroville Golf Club website and posting at the clubhouse to the members shown on the books of the corporation and addressed to the last known address of said members as therein shown.

**THESE BY-LAWS SUBMITTED FOR REVISION TO THE MEMBERSHIP BY THE BOARD OF TRUSTEES THIS 2<sup>nd</sup> DAY OF MARCH, 2016 and the President and Secretary instructed to endorse them as of this day.**

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President

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Secretary