

**Pan American Golf Association
Irving Chapter
ByLaws**

Article (I) Membership Classification

Section (1) Membership

Membership shall be divided into four classes, Regular, Ladies, Social and Junior.

Section (2) Regular Member

- (A) Any person who plays golf and is interested in the Irving PAGA is eligible for regular membership
- (B) A regular member may vote and after a year with the club can also hold an elective office

Section (3) Ladies member

- (A) Any Person who plays golf and is interested in the Irving PAGA is eligible for ladies membership
- (B) A Ladies member may vote and after a year with the club can also hold an elective office

Section (4) Social Member

- (A) Any person who is interested in the social function of the Irving PAGA is eligible for a social membership
- (B) A social member may vote except on issues pertaining to golf activities
- (C) A social member may choose to become a regular or ladies member in order to run for an elective office
- (D) Social membership is restricted to no more than 25% of the total golfing membership

Section (5) Junior Membership

- (A) Any individual sponsored by a regular , ladies or social member who plays golf and has not yet reached the age of 18 is eligible for junior membership
- (B) A junior member may not vote and cannot hold an elective office

Article (II) Membership Application

Section (1) Regular Member

Written application for membership must be submitted to the membership committee on a form prescribed for that purpose.

Application must be sponsored by at least one *regular, *ladies or **social member in good standing and be approved by a majority of the membership committee in consultation with the Board of Directors

Section (2) Ladies Membership

Written application for membership must be submitted to the membership committee on a form prescribed for that purpose.

Application must be sponsored by at least one *regular, *ladies or **social member in good standing and be approved by a majority of the membership committee in consultation with the Board of Directors.

Section (3) Social Member

Written application for membership must be submitted to the membership committee on a form prescribed for that purpose.

Application must be sponsored by at least one *regular, *ladies or **social member in good standing and be approved by a majority of the membership committee in consultation with the Board of Directors.

Section (4) Junior Membership

Written application for membership must be submitted to the membership committee on a form prescribed for that purpose.

Application must be sponsored by at least one regular, ladies or social member in good standing and be approved by a majority of the membership committee in consultation with the Board of Directors.

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***A member in good standing**

is defined as one who has paid all dues and owes no money to the club either direct and/or indirect and meets at least one of the first three criteria:

- (1) Has participated in at least 60% of all club sanctioned golfing activities
- (2) Has participated in at least 50% of all social functions
- (3) Has participated in at least 50% of all meetings

****Member in good standing**

is defined as one who has paid all dues and owes no money to the club either direct and/or indirect and meets at least one of the first three criteria:

- (1) Has participated in at least 50% of all social functions
- (2) Has participated in at least 50% of all meetings

Article (III) Membership Dues and Fees

Section (1) Regular, Ladies

Dues for membership classification above should be \$ **35.00** per year. Payable on January 1, with a grace period through February 1. After March 1, there will be a penalty of \$5.00.

Members who have not paid their dues by March 1 will have to reapply for membership. Any new member that joins after the March deadline will be billed on a pro-rata basis.

Section (2) Social membership

Dues for membership classification above should be \$ 25.00 per year. Payable on January 1, with a grace period through February 1. After February 1, there will be a penalty of \$ 5.00.

Members who have not paid their dues by March 1 will have to reapply for membership. Any new member that joins after the March 1, Deadline will be billed on a pro-rata basis.

Section (3) Junior Membership

No dues or fees applicable

Article (IV) Membership Termination

Section (1) Resignation

The resignation of a member shall become operative upon delivery of the same to the President or Secretary in writing and it's acceptance by a majority of the Board of Directors provided that all indebtedness of such member to the club shall have been paid. In such case there shall be no refund of dues previously paid.

Section (2) Expulsion

The Board of Directors shall have the power by a Majority vote of those present at an announced meeting, to expel a member from the club for the following causes, to wit:

(A) Misconduct of such character as to be deemed by the Board of Directors to be a violation of the ethics and standards of the club. Before any member can be expelled for misconduct. He shall be notified by Registered mail of the charges against him at least (10) days prior to the Board of Directors meeting at which time charges are to be considered and said member is to be given an opportunity, by notice, to appear before said meeting in defense of said charges.

(B) Failure to pay obligations due to the club within thirty (30) days after the secretary's second demand in writing is mailed. The second demand to be mailed 30 days after mailing of the first demand.

Article (V) Officers

Section (1) Officers

The officers of the club shall be President, Vice-President, Secretary, Treasurer, Tournament Chairman, Public Relations Chairman, and Sergeant of Arms. ***Membership dues/fees for new officers of the upcoming calendar year are waived. Rev. May, 2007**

Section (2) Removal

Any officer may be removed from his / her position as an officer, with cause, at any special meeting of the Board of Directors if notice of intention to act upon the question of removing such officer shall have been

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stated as one of the purposes for the calling of such meeting.

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Section (3) Vacancy

A particular office shall be considered to be vacant upon the happening of any of the following.

- (1) Death of the person holding office
- (2) Resignation of the person holding office
- (3) Refusal of person elected to an office to manifest his assent to serve
- (4) Removal of an officer at a special membership's meeting as provided in Article V, Section 2 of these by-laws.

Section (4) Filling a Vacancy

Any vacancy occurring in the club shall be filled by the president with majority Board of Directors approval at the next meeting of the Board following the occurrence of such vacancy. The only exception to the rule is in the case of vacancy occurring in the office of the President. The Vice-President will automatically assume the responsibilities and duties. An individual appointed to fill a vacancy shall be appointed only for the unexpired term of his predecessor's office.

Article (VI) Board of Directors

Section (1) Responsibilities

To provide assistance and guidance to its members in the execution of the business affairs of the club.

Section (2) Composition

The Board of Directors shall consist of seven (7) members. Each member of the Board shall serve a period of one (1) year. The number of Directors shall may be increased or decreased from time to time by amendments to these by-laws but no decrease shall have the effect of shortening the term of any incumbent director.

Section (3) Qualifications

Any voting member in good standing who has been a member for one (1) year and is at least 21 years of age, shall be eligible to be a candidate for a directorship.

Section (4) Election

The Board of Directors will call a special meeting for the purpose of electing the members of the Board of Directors. The Election of Board Members will fall in October, except that the first governing Board of Directors shall be elected on any given month, nomination, will come from the floor. Voting shall be by secret ballot and election shall be by plurality of votes, unless at such meeting the rules are suspended by the unanimous vote of the members present.

Section (5) Term of Office

Each member of the board of Directors shall serve for a period of one (1) year.

Section (6) Removal

Any Director may be removed from his position as Director, with cause, at any special meeting of the membership if notice of intention to act upon the question of removing such director shall have been stated as one of the purposes for the calling of such meeting.

Section (7) Vacancy

A particular directorship shall be considered to be vacant upon the happening of any one of the following events:

- (1) Death of the person holding such directorship
- (2) Resignation of the person holding such directorship
- (3) Refusal of person elected to a directorship to manifest his assent to serve
- (4) Removal of a director at a special meeting as provided in Article V, Section 2 of these by-laws.

Section (8) Filling a Vacancy

Any vacancy occurring in the Board of Directors shall be filled at the next meeting of the Board of Directors following the occurrence of such vacancy. Such vacancy shall be filled by the affirmative vote of a majority of the remaining directors through less than a quorum. A Director elected to fill a vacancy shall be elected only for the unexpired term of his predecessor in such Directorship.

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Section (9) Election of New Directorship

In the event of the creation of one or more new Directorship by amendment of these By-Laws, then any Directorship to be filled by reason of such an increase in the number of Directors shall be filled by election at an annual meeting of the membership or a special meeting of the membership called for that purpose.

Section (10) Quorum

A majority of the number of Directors shall constitute a quorum for transaction of business. The act of the majority of the Directors present at a meeting at which a Quorum is present shall be the act of the Board of Directors unless otherwise specifically required by law or these By-Laws

Section (11) Regular Meeting

A regular meeting of the Board of Directors shall be held on the first tuesday of the month of each month of the fiscal year.

Section (12) Special Meeting

Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. Notice of the call of a special meeting shall be in writing and delivered for transmission to each of the Directors, thirty (30) days prior to the called meeting.

Article (VII) Executive Committee

Section (1) Composition all elected Officers

Section (2) Responsibilities

The Executive committee is responsible for convening at least once a month to discuss the policies, plans and operations of the Club.

Article (VIII) Duties of the Officers

Section (1) President

The President shall be the principal executive officer of the Club and shall, in general supervise and control all the Club. He/She shall preside at all meetings of the membership. He/She shall sign with the Treasurer, certificates of the club, any deeds, mortgages, bonds, contracts, and other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the Club, and in general H/She shall perform all duties incident to the Office of the President and some other duties as may be prescribed by the Board of Directors from time to time.

Section (2) Vice President

In the absence of the President, it shall be the duty of the Vice-President to perform all the duties of the President.

Section (3) Secretary

The Secretary shall be responsible for the maintenance of club records including membership and attendance records minutes of Board meetings and committee reports. Keep the minutes of the membership meeting in one or more books provided for that purpose. See that all notices are duly given in accordance with the provisions of these By-Laws or as required by Law. The Secretary will be the custodian of the Club Records and of the Seal of the Club and see that the Seal of the Club is affixed to all certificates prior to the issue thereof and to all Documents. The execution of which on behalf of the club under its Seal is duly authorized in accordance with the provisions of these By-Laws. The Secretary will keep a Register of the Addresses of each member, and will have general charge of the addresses and books of the Club. The Secretary shall carry all correspondence of the Club and in general perform all duties incident to the Office of Secretary and such other duties as from time to time may be assigned by the Board of Directors.

Section (4) Treasurer

The Treasurer shall be responsible for all Club funds and present a financial statement to the Board of Directors as often as the Board may direct. The Treasurer will receive all income for Deposit and substantiate all expenses with canceled checks and/or receipts. If required by the Board of Directors. The Treasurer shall be bonded for the faithful discharge of duties in such sum and with such surety or sureties as the Board of Directors shall determine. The Treasurer will have charge and custody of and be responsible for all funds and securities of the Club. Receive and give receipts for monies due and payable to the Club. From any source whatsoever, and deposit all such money in the name of the Club in such banks, trust companies or other depositories as shall be selected by the Board of Directors. The Treasurer shall present a Financial Statement to the Board of Directors, and will issue written Financial Reports at all General meetings and will keep accounts of all assets including all materials and equipment . In general the Treasurer shall perform all the duties incident to the Office of Treasurer and such other duties from time to time may be assigned by the Board of Directors.

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Section (5) Tournament Chairman

The Tournament Chairman will be responsible for organizing all play. He/She select the Golf course to be played and established playing dates with Board of Directors approval. He/she will be responsible for all rules decisions and dictate the kind of play (low ball, points handicap, etc.). He/she will be responsible for calculating all scorecards and submitting them to mini-max once a month. He will be responsible for collecting and distributing funds with the assistance of the Treasurer. He/she will make a full written report at the membership meeting regarding tournament winners, finances and other pertinent information.

Section (6) Public Relations

The Public Relations officer will be responsible for all club exposure to the public. It will be his duty to better the Clubs relation with the Merchants and in general create a better club image through the use of radio, newspaper, television and/or any form of communications.

Section (7) Parliamentarian/Sergeant of Arms

The Parliamentarian/Sergeant of Arms will be responsible for maintaining order at all general meetings. The P/Sar will handle all complaints on or off the golf course. Excluding complaints on playing rules. In general, will handle all complaints and render information to the people complaining after bringing the matter for discussion before the Board. He shall inform the President of the current law on any parliamentary question that may arise. He shall be obligated to make a thorough study of the Robert's rules of order on Parliamentary procedure on the governing manual of the association.

Section (8) Delegate

Appointed by the Board of Directors and must be a golfing member in good standing.

Article (IX) Contract Loans, Checks/Deposits

Section (1) Contracts

The Board of Directors may authorize any officer or officers, to enter into contract in the name of and on behalf of the club and such authority may be general or confined to a specific instance; subject only to the appeal to the regular membership.

Section (2) Loans

No loans shall be made on behalf of the club and no evidences of indebtedness shall be issued in its name unless authorized by the Board of Directors and approval of 2/3 majority vote of the Membership.

Section (3) Real Estate & other property

Any property belonging to the Club shall not be sold or used for collateral unless authorized by the Board of Directors and approved by a 2/3 majority vote of the membership.

Section (4) Checks, Drafts, Etc.

All checks, drafts, or other orders for the payment of money. Notes or other evidences of indebtedness issued in the name of the club shall be signed by such officer or officers of the club and in such manner as shall from time to time be determined by the Board of Directors.

Section (5) Deposits

All funds of the club shall be deposited in such banks, trust companies or other depositories as the Board of Directors may select.

Article (X) Insurance & Bonding

Section (1) Insurance

The Board of Directors may require that liability insurance or other insurance be obtained for the protection of the club against lawsuits due to injuries, damages, or losses of any kind.

Section (2) Bonding

The Board of Directors may require that all officers, members, or agents handling funds for the club be bonded at a set amount determined by the Board of Directors.

Article (XI) Election of Officers

(A) On the year of elections, The Board will call for a special meeting. The general meeting for elections of new officers will fall in October. Nominations for office will come from the floor. Only those who have been members in good stand for one complete year may run for office.

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(B) The following will be elected and their term will run for one (1) year. President, Vice President, Secretary, Treasurer, Tournament Chairman, Public Relations, Parliamentarian and Sergeant at Arms.

(C) Voting shall be by secret ballot and election shall be by a plurality of votes cast by all members present and in good standing. Unless at such meeting this rule is suspended by unanimous vote of the members present.

(D) New officers will assume their duties January 1st.

Article (XII) Quorum

Section (1) Members

Members present and in good standing shall constitute a quorum for the transaction of business by the club. Provided due notice by mail has been sent to the last known address of the member at least five (5) days in advance of the meeting.

Section (2) Board

A majority of the total membership of the Board of Directors shall constitute a quorum for the transaction of business.

Section (3) Proxies

Proxies shall not be recognized in the club for any purpose.

Article (XIV) Effective Date

All provisions of this constitution and By-Laws shall become effective January 1, 1988.

Article (XV) Meeting

Section (1) Board of Directors

The club's Board of Directors shall hold regular meetings once a month each month unless the committee decides otherwise.

Section (2) General Membership

General membership meetings shall be held for the entire club on the first tuesday of the month unless the Board of Directors decides otherwise.

Article (XVI) Order of Business

Section (1) Regular Meetings

The following order of business shall govern the regular meetings proceedings unless otherwise ordered by majority vote of the members.

- (1). Opening
- (2) Roll Call of officers
- (3) Reading and adoption of minutes
- (4) Treasurer's Report
- (5) Report of Officers
- (6) Report of committees
- (7) Unfinished business
- (8) Communications
- (9) New Business
- (10) Adjournment

Article (XVII) Amendments of By-Laws and Constitution

Section (1) How amended

The Constitution and By-Laws may be amended by members in good standing, present and voting at any meeting subject to the further provisions of these By-Laws.

Section (2) Requirements

Any proposed amendment of the Constitution or these By-Laws before it can legally be voted on. Must first have been submitted to the entire membership at least 30 days prior to the day of its consideration.

Section (3) How proposed

Amendments may be proposed by the Board or by a joint written petition of not less than 10% of members in good standing.

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Article (XVIII) Disbursements

All expenditures shall be approved by the Board. All disbursements shall be made by check which shall be signed by the President and the Treasurer.

Article (XIX) Travel Expenses

Section (1) Compensation

Any officer, delegate or member authorized by the club as a representative of such , on official business shall be compensated for out of pocket expenses when required to travel.

Section (2) Expense Type

Expenses may include but not be limited to: *mileage, *Hotel, *Meals and *goodwill and other expenses as may be authorized by the membership.

Article (XX) Organization of Committees

Section (1) Assignments

The President elect of the club shall within thirty (30) days following the election; call a special meeting of the newly elected officers for the purpose of assigning to each officer the committee of which such officer is to have charge. During the ensuing term.

Section (2) Appointments

Within thirty (30) days after being so notified the newly elected officers shall appoint members to their respective committees.

Section (3) Report of Plans

At the first meeting of the Board of Directors. Each officer shall give a report, orally and in writing of the plans of the committee under his direction for operating during the year.

Article (XXI) Committees

Section (1) The Following...

shall be the standing committees and shall be elected at general elections or appointed by the President subject to the approval of the Board of Directors:

- (1) Membership-
- (2) Tournament-
- (3) Social-
- (4) Publicity-
- (5) Auditing-

Section (2) Membership Committee

The membership committee shall be responsible for publication in March of the current year; A roster of all members in good standing. Formulation of definite continuing club membership plan and presentation thereof to the Board of Directors, For the securing of new members.

Section (3) Tournament Committee

The Tournament Committee shall be responsible for the scheduling of all playing functions, all rule decisions, and the selection of all tournament winners.

Section (4) Social Committee

The social committee shall be responsible for the procurement safe keeping and serving of refreshments and meals at each activity.

Section (5) Publicity Committee

The publicity committee shall be responsible for publicizing in the press and other media the ideals, aims, purposes and activities of the club.

Section (6) Auditing Committee

The auditing committee shall be responsible for auditing the books at the beginning of each new administration and quarterly thereafter.

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Article (XXII) Conclusion

The above By-Laws have been designed to cover the exigencies deemed likely to arise in the general activities of the club. However, The rules contained in the Robert's Rules of Order shall govern all meetings of the club in all cases not in conflict with the Constitution and By-Laws of this club.

October , 1995

Amendment

Article (I), Section (4)

A social member is eligible to run for the elected offices of Treasurer, Secretary, Public Relations and Parliamentarian/Sergeant of Arms.

December, 2006

Amendment

Article (III), Section (1)

Membership dues and fees are \$ 35.00. With a \$ 5.00 late fee after March 1st.

May, 2007

Amendment

Article (V), Section (1)

Membership fees/dues are waived for the Officers of the Club. Which includes, President, Vice President, Secretary, Treasurer, Tournament Director, Public Relations Director and Sargent of Arms.