

BY-LAWS

SUNNYVALE SENIOR CITIZENS GOLF CLUB

Proposed changes to By-Laws shown in red within this document

ARTICLE I

The name of this CLUB shall be the Sunnyvale Senior Citizens Golf Club.

ARTICLE II- PURPOSES

First: To promote camaraderie while supporting the traditions of golf.

Second: To enforce uniformity in the rules of the game by creating a representative authority.

Third: To maintain a uniform system of handicapping as set forth in the regulations of the Northern California Golf Association in cooperation with the United States Golf Association.

Fourth: To afford a convenient and authoritative body to govern all club golf tournaments.

Fifth: This Association is organized substantially for pleasure, recreation, and other non- profitable purposes.

ARTICLE III - MEMBERSHIP

Section 1: Membership shall be available to male golfers, age 55 or older. The maximum club membership shall be 160. Residents of the City of Sunnyvale will be given first priority on the waiting list regardless of the date of their application. If no Sunnyvale resident application has been received, non-residents shall be considered on a first come first served basis.

Section 2: Memberships are individual and non-transferable. Dues include membership in the Northern California Golf Association for the period January 1 to December 31 annually.

Section 3: The fiscal year for the Club will be October 1 through September 30.

Section 4: Each candidate submits the necessary application and payment to the Treasurer who then provides the information to the Handicap Chairman. The Handicap Chairman then registers the candidate in the NCGA and sends a welcoming letter and copies the application and welcoming letter to all members of the Board of Directors. If at any time a Board Member questions the character of the candidate a meeting of the Board of Directors will be called and the issue discussed. The Board of Directors shall act upon the membership request by vote and any two negative votes shall disqualify any candidate.

Section 5: In the event any member of this organization shall commit any act which reflects discredit or disrepute thereon, or shall refuse or neglect to comply with the Rules and Regulations adopted by the Board of Directors or the duly appointed officers, such member shall be subject to suspension or expulsion after ten days written notice and the right to be heard, by a vote of two-thirds of the Board of Directors at any regular meeting or special meeting called for such purpose.

Section 6: The Annual Meeting of the SSSGC shall be held on a date in the fall (normally October) of the year to be determined by the Board of Directors. The Board of Directors shall provide for the holding of such other meetings as may be deemed necessary, and they shall call special meetings upon written petition signed by not less than twenty percent of the membership.

Section 7: A legal quorum at any meeting shall be twenty-five percent of membership. Each active member in good standing shall be entitled to one vote.

Section 8: All membership fees and dues shall be established by the Board of Directors from time to time in such amounts as they deem to be adequate to operate and maintain the Club.

ARTICLE IV - BOARD OF DIRECTORS

Section 1: The Board of Directors shall consist of a minimum of ~~nine~~^{eight} members in good standing of the SSSGC and they shall exercise all powers of management of the Club not specifically excepted by these By-Laws. The Board shall be structured under the guidelines of the following organization chart:

President

Vice-President	Social Committee
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Secretary	Membership Committee
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Treasurer

Audit Review Committee

Budget Controller <u>A Board member, other than the Treasurer, nominated by the President, from time to time</u>
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Handicap Chairman	Handicap Committee
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Home Tournament Chairman

Away Tournament Chairman

Webmaster

INITIAL 1-YEAR TERM, BEGINNING JAN. 1, 1992		INITIAL 2-YEAR TERM, BEGINNING JAN. 1, 1992
PRESIDENT, SECRETARY, BUDGET CONTROLLER , HOME TOURNAMENT CHAIRMAN, WEBMASTER		VICE-PRESIDENT, TREASURER, HANDICAP CHAIRMAN, AWAY TOURNAMENT CHAIRMAN

ELECTED FOR 2-YEAR TERM BEGINNING JAN. 1, 1993, 1995, 1997, 1999, 2001, 2003, 2005, 2007, 2009, 2011, 2013, 2015, 2017, 2019, 2021, 2023, 2025, 2027 ETC.		ELECTED FOR 2-YEAR TERM BEGINNING JAN. 1, 1994, 1996, 1998, 2000, 2002, 2004, 2006, 2008, 2010, 2012, 2014, 2016, 2018, 2020, 2022, 2024, 2026, 2028 ETC.
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Section 2: Board of Directors Nomination Process:

- a. If necessary, the President will have posted the names of the Nominating Committee he has appointed prior to the start of the second home tournament in August to the website. The Nominating Committee will be chaired by a current Board member who will be assisted by a past Director and three members of the Club.
- b. Prior to the start of the second home tournament in September this committee shall submit to the Board and shall post upon the Club website and bulletin board, a list of nominees to fill any vacancies for the term of office beginning January 1.
- c. Names of other members in good standing may be nominated by petition signed by at least ten members and submitted to the President at least two weeks prior to the Annual Meeting. The Secretary will add the names of additional candidates, if any, to the list posted by the Nominating Committee. These names will be posted prior to the start of the last tournament day in September.

Section 3: The election of officers shall take place at the Annual Meeting and the President may ask for additional nominations. If there is only one nominee for a particular office, voting shall be done by a show of hands or verbal acclamation. Otherwise votes shall be cast by written ballot. The President shall appoint a committee of three judges who are not members of the Board or candidates for election to count the ballots and turn the list of winning candidates over to the President.

Section 4: The President shall convene meetings of the Board of Directors at least four times a year with an attempt to have them once a quarter (dates to be determined by the President) and special meetings as needed. A majority of the Board shall constitute a quorum at any meeting.

Section 5: A vacancy of an elected director will be filled by appointment of the President and shall require approval of the Board of Directors. The Vice-President will automatically fill the vacancy of the President.

ARTICLE V - POWERS OF THE BOARD OF DIRECTORS

Section 1: The Board shall make such rules and regulations necessary to manage and control the affairs and business of this Club.

Section 2: The Board shall have the right to establish and change policy.

ARTICLE VI - OFFICERS

The officers of this Club shall consist of a minimum of ~~nine~~ eight directors (President, Vice-President, Secretary, Treasurer, ~~Budget Controller~~, Handicap Chairman, Home Tournament Chairman, Away Tournament Chairman, and Webmaster) and serve two-year terms. They may be nominated and approved for subsequent terms without limit.

PRESIDENT

The powers and duties of the President are:

- A. Exercise general supervision over the business and affairs of this Club. Preside at all meetings of this Club and Board of Directors. Call all meetings as required. Make appointments to committees as required. The President may sign all checks issued for this Club.
- B. Report the business of this Club to membership at the regular meetings.
- C. Appoint Directors to act as Committee Chairman for the Standing Committees.

VICE-PRESIDENT

The powers and duties of the Vice-President are:

- A. In case of the absence or disability of the President, the Vice-President shall take his place and perform his duties.
- B. May act as Chairman of a Standing Committee selected by the President.
- C. Will be in charge of all arrangements for the annual meeting and banquet.

SECRETARY

The duties of the Secretary are:

- A. To keep a full and complete record of the meetings of this Club. If the Secretary is not present at a meeting, the presiding Director will appoint a Secretary pro-tem to perform the duties at such meeting.
- B. To prepare and distribute such notices as required by these By-Laws and which the Board of Directors deems necessary for the notification of the Club members. To maintain the official correspondence of this Club.
- C. To maintain a listing of the names, addresses, e-mail addresses and phone numbers of the members of this Club in conjunction with the Treasurer. To keep all applications for membership, and countersign all NCGA applications of membership.
- D. May act as Chairman of a Standing Committee selected by the President.
- E. The Secretary will Chair the Membership Committee.

TREASURER

The duties of the Treasurer are:

- A. To collect all membership dues and fees, to receive and safely keep all money of this Club and deposit it in such bank or banks as the Board of Directors may designate. List all receipts in the ledger of this Club along with the amount of the payment. Notify Handicap Chairman of new Club members.
- B. To sign checks issued by him for club expenses. It is preferable that the Treasurer issues all checks, however, when deemed necessary any other Director who has his signature on file with the bank may issue a check. He shall report his disbursement to the Treasurer as soon as possible.
- C. To keep a full and accurate account of the receipts and disbursements of this Club. To render to the President and the Board, whenever they require, a statement of accounts the financial condition of this Club. Maintain a voucher for all indebtedness that is paid or is to be paid until audited by the Audit Review Committee.
- D. May act as Chairman of a Standing Committee selected by the President.

- E. Will be a member of the Audit Review Committee with ~~the Budget Controller~~ another existing Board member nominated from time to time, by the President.
- F. No Board member may sign a check made out to himself.
- G. Establish and maintain the Club's Annual Budget with input from all Directors.
- ~~B. Will be a member of the Audit Review Committee with the Treasurer.~~
- H. Prepare Annual Tax Forms.
- ~~D. May act as Chairman of a Standing Committee selected by the President.~~

HANDICAP CHAIRMAN

The duties of the Handicap Chairman are:

- A. To review the scores for every tournament round of a member played on the City of Sunnyvale's Municipal Golf Course or any properly rated golf course.
- B. To make certain that the members comply with the USGA Handicap System.
- C. To cause all scores of full eligible rounds of members played to be entered in the handicap system records maintained by this club.
- D. To cause all handicaps of members to be checked for revisions periodically, at least once every month.
- E. In carrying out the foregoing duties, the Handicap Chairman shall be governed by the Northern California Golf Association and USGA.
- F. May act as Chairman of a Standing Committee selected by the President.
- G. Registers new members in the NCGA, sends welcoming letter and copies the application and welcoming letter to all members of the Board of Directors.

HOME TOURNAMENT CHAIRMAN

The duties of the Home Tournament Chairman are:

- A. Confirm arrangements for all home tournaments.
- B. Distribute all tournament prizes per budget allocations.
- C. Provide or delegate all operations to conduct home golf tournaments associated with this Club.
- D. Maintain accurate cost records and expenses for each home tournament and report.
- E. May act as Chairman of a Standing Committee selected by the President.
- F. The designated Home Tournament Chairman will receive green fees and cart fees, if used, for each home tournament managed.
- G. May sign checks issued by the Club.
- H. Post scores for each member that participated in the home event.

AWAY TOURNAMENT CHAIRMAN

The duties of the Away Tournament Chairman are:

- A. Confirm arrangements for all away tournaments.
- B. Distribute all tournament prizes per budget allocations.
- C. Provide or delegate all operations to conduct away golf tournaments associated with this Club.
- D. Maintain accurate cost records and expenses for each away tournament and report.
- E. May act as Chairman of a Standing Committee selected by the President.
- F. The designated Away Tournament Chairman will receive green fees and cart fees, if used, for each away tournament managed.
- G. May sign checks issued by the Club.
- H. Post scores for each member that participated in the away event.

WEBMASTER

The duties of the Webmaster include:

- A. Pay the annual fee for registration of the club's domain name SSSGC.ORG.
- B. Assure that the domain name information in WHOIS database is correct and current.
- C. Pay the annual service fee to put up the SSSGC.ORG website on the internet.
- D. Create and maintain the content on the SSSGC.ORG website.
- E. Provide website pages for Home and Away Tournaments schedules, pairings, & results.
- F. Provide website pages for club by-laws, roster, board meeting minutes & annual meeting minutes.
- G. Maintain club's email account SSSGCorg@gmail.com with a mailing list of current members.

ARTICLE VII- REMOVAL OF OFFICERS

Section 1: Any Director of this club may be recalled by the membership at a meeting called for that purpose by a petition to the Board of Directors via the Secretary signed by a minimum of 20% of the current membership. Such meeting shall be scheduled no sooner than ten days after notification of the membership. Acceptable notification shall consist of a written posting at the next local tournament in addition to a similar posting on the Club's Bulletin Board and/or Website if available. The notice shall be given by the Secretary.

Section 2: No Director shall be removed from office unless an affirmative vote of not less than three-fourths (3/4) of the members present at such a meeting. At least 30% of the membership shall be represented at the meeting.

ARTICLE VIII- STANDING COMMITTEES

The Standing Committees to be appointed by the President, as provided in ARTICLE VI of these By-Laws, shall be as follows and meet when called by the responsible Director. Each of said committees shall consist of at least two members, one of whom shall be a Director.

Social Committee

Membership Committee

Audit Review Committee

Handicap Committee

Section 1: The Social Committee shall, subject to the approval of the Board of Directors, arrange and have direction of all indoor and clubhouse events, amusements, dances and celebrations. Said Committee shall have the power to appoint such sub-committees to assist at any such entertainments, from among the members of this club, as it may deem necessary. The Vice President will chair the Social Committee.

Section 2: The Membership Committee will deal with all issues regarding membership in the club and coordinate membership activities with the Treasurer and Handicap Chairman. The Secretary will chair the Membership Committee

Section 3: The Audit Review Committee will periodically review all financial records, including bank statements, checkbook ledger, payment vouchers, and expense and income reports. The President will appoint the Audit Review Committee that will include the Treasurer and ~~the Budget Controller~~one other existing Board member as he shall determine from time to time, as needed.

Section 4: The Handicap Committee shall be shall be governed by the Northern California Golf Association and USGA. The Handicap Committee will have an odd number of members, including at least the Handicap Chairman, Home Tournament Chairman and Away Tournament Chairman.

Section 5: The Committees named in this ARTICLE shall be subject to the supervising power of the President, and to the authority of the Board of Directors. A list of Standing Committees and of the persons composing them shall be published. The responsible Director shall fill all vacancies, temporary or otherwise, in the Standing Committees.

Section 6: The members of said Committees shall hold office for the term of twelve months, unless otherwise ordered by the Board of Directors. None of the Standing or Special Committees have authority to enter into any contract involving the expenditure of money and none of said Committees shall make any purchase or purchases except on written authorization of the Board of Directors or its duly authorized agent, and then only with a written requisition.

ARTICLE IX - PROPOSED CHANGES TO THE BY-LAWS

Any proposed changes in these By-Laws must be presented at a regular or special Board of Directors meeting and then shall be posted on the website for a minimum of two weeks prior to presentation to the membership. Approval by a two-thirds majority of a quorum is required for adoption. Voting will take place at a regular or special meeting of the membership.

Original: January 1, 1992

Revisions: October 24, 1995; August 12, 1997; April 14, 1998; June 12, 2001; September 25, 2007; April 2010, October 8, 2019, October 11, 2022 (proposed)

SUNNYVALE SENIOR SITIZENS GOLF CLUB

Summary of **Proposed** Changes to the By-Laws

October 11, 2022

The primary purpose of the proposed changes to the By-Laws is to simplify the financial administration requirements of the Club.

The Board proposes to accomplish this objective by i) combining the duties of the Budget Controller with the duties of the Treasurer, ii) eliminating the Budget Controller position as an officer of the Club and member of the Board, thus reducing the minimum required number of Board members and officers from nine to eight, and iii) replacing the Budget Controller on the Audit Review Committee with another existing Board member to be nominated by the President, from time to time.

Proposed changes to the By-Laws

Article IV – Board of Directors

Section 1: Reduces minimum number of Board members from nine to eight

Eliminates Budget Controller position

Replaces Budget Controller position on the Audit Review Committee with another existing member of the Board, nominated by the President from time to time, as needed.

Article VI – Officers

Eliminates Budget Controller position and reduced minimum number of officers from nine to eight

Consolidates duties of Budget Controller into the duties of the Treasurer

Replaces Budget Controller position on Audit Review Committee with another existing Board member nominated by the President.

Article VIII – Standing Committees

Section 3: Updates the composition of the Audit Review Committee as previously stated in Articles IV and VI

It is proposed that a vote of the membership to adopt these revisions will take place at the Annual Meeting at Michael's at Shoreline on Tuesday, October 11, 2022.