

CONSTITUTION and BY-LAWS of the MountainView/Preserve Women's Golf Association

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Article 1. Name

The name of this association is the "MountainView/Preserve Women's Golf Association," known hereafter as the "Association." The official abbreviation shall be MPWGA.

Article 2. Purpose

The purpose of this Association is to organize women golfers of the MountainView/Preserve Golf Club, and to promote and conserve the best interests and true spirit of the game of golf.

Article 3. Membership

Those eligible for membership in the Association shall be women golfers who:

- a. have an established USGA handicap; and,
- b. are property owners or renters in HOA#1, HOA#2, or SaddleBrooke Ranch (provided the reciprocal agreements are still in effect); and,
- c. are approved by the MountainView/Preserve Director of Golf for golf membership and are in the Chelsea System.

MPWGA Membership for SaddleBrooke Ranch residents and approved renters will expire at the end of each year (beginning 12/31/11) and will be reviewed by the MPWGA Board annually for extension. Upon payment of annual MPWGA dues, a member shall be entitled to participate in all Association events upon compliance with all adopted Bylaws and Standing Rules.

The Club must maintain an active membership of at least fifteen (15) members to have proprietary use of HOA #2 facilities

Non-residents are ineligible for membership in SaddleBrooke HOA #2 sanctioned Clubs.

Article 4. Voting

Upon payment of annual MPWGA dues, a member shall be entitled to one vote at any meeting of the Association and all votes must be cast in person or via an electronic voting option if provided by MPWGA. Decisions shall be rendered in accordance with the majority of votes of members present at

meetings or of votes cast electronically. A quorum of 20% of the current membership is required for passage.

Article 5. Dues

Section I: Annual dues for membership shall be established yearly by the MPWGA Board and will include the Arizona Women's Golf Association (AWGA) handicapping fee. The fiscal year shall be January 1st through December 31st.

Section II: Annual dues shall be due to the Treasurer by December 1st of each year. Anyone who has not paid by Jan 1st will no longer be considered a member until such time as she submits a membership form and pays her annual dues.

Article 6. Officers

Section I: The elected officers of this Association shall be a President, a Vice-President, a Secretary, a Treasurer, a Tournament Chair, a Special Events Chair, a Handicap Chair, a Social Chair, a Rules Chair, a Membership Chair, and a Sponsorship Chair. The immediate Past President will be an ex-officio member of the Board.

Section II: Executive Committee Officers (President, Vice-President, Secretary, Treasurer) will be elected for one year only and may serve no more than two consecutive years in the same office. She may be elected to a different office the following year or may fill a vacancy or un-expired term until the close of the fiscal year. The Vice-President will automatically become the nominee for President upon the term completion of the current President. If she is unable to serve, the Nominating Committee will nominate another qualified candidate. Officers, other than the Executive Committee, will also be elected for one year only and may normally serve no more than two consecutive years in the same office. If deemed necessary, however, the Executive Committee may unanimously approve a one-year extension of service beyond the two-year maximum. To fill an un-expired term, an officer will be appointed by the Board.

Section III: Officers of this Association shall serve without compensation.

Section IV: Duties of Officers.

The **President** shall preside at meetings of the Association and the elected Board, and shall be ex-officio member of all committees, except the Nominating Committee.

The **Vice-President** shall perform the duties of the President in the absence of the President, or at her request, and perform other duties required by the President. She shall assume the office of the President in the event of a vacancy. She shall handle all *internal* publicity for the Association and perform such other duties as may be prescribed.

The **Secretary** shall keep the minutes of all meetings of the Association and Board. She shall perform such other duties as may be prescribed.

The **Treasurer** shall collect all dues for membership and all monies from other sources. She shall have custody of all Association funds; meet all Association financial obligations subject to such regulations as may be prescribed by the Board and/or the membership; and, account to the Association and the Board for all receipts and disbursements. She shall prepare an annual budget to submit to the MPWGA Board. She shall perform such other duties as may be prescribed.

The **Tournament Chair** shall be responsible for all regular weekly tournaments of the Association. She shall perform such other duties as may be prescribed.

The **Special Events Chair** shall have oversight responsibility for the Club Championship, President's Cup, Member/Guest, and other Special Events. She shall perform such other duties as may be prescribed.

The **Handicap Chair** shall follow USGA and AWGA procedures and guidelines to establish a handicap for each member. She shall also ensure the integrity of golf handicaps for all members. She shall perform such other duties as may be prescribed.

The **Membership Chair** shall meet with each perspective member, establish her eligibility for membership, and collect dues and fees. She shall advise the Handicap Chair, Treasurer, Tournament Chair, and the President of each new member. She shall introduce the new members at general meetings. She shall perform such other duties as may be prescribed.

The **Social Chair** shall arrange social events (lunches, etc.) as scheduled by the Board. She shall work in conjunction with the Special Events Chair and Event Co-Chairs as requested.

The **Rules Chair** shall follow USGA and AWGA procedures and the rules as requested by the Board and as needed by the membership.

The **Sponsorship Chair** shall promote and develop outside sponsorship of the MPWGA to support tournaments and events. She shall be the primary MPWGA interface with sponsors and coordinate within to ensure the Association fulfills its obligations to the sponsors.

*The **Publicity Chair** shall submit articles and pictures to local publications about the Association, including special events and Tournament. She shall also ensure the Association is promoted via news and photo postings in appropriate places at the golf courses.*

A description of additional duties and expectations of each officer shall be available to the membership and updated by each officer at least annually, by September 30th.

All officers, upon retiring from office, shall deliver all funds, accounts, records, papers, and properties of the Association to their successor and shall submit recommendations, if any, at that time.

Article 7. Meetings

Section I: Annual Meetings. There shall be an annual meeting of the voting membership of the Association before the end of each year to elect the Association Officers and to conduct other business as appropriate. With unanimous approval of the Board, a scheduled annual meeting may be changed to accommodate unusual circumstances, such as course closings, room availabilities, etc. However, it must allow sufficient time for the nominations of candidates and election prior to the term of office beginning January 1.

Section II: Business Meetings. Business meetings of the Association's general membership will be scheduled as needed during the year. The date, time, and location of each meeting will be posted on the website and in the MountainView posting room. Meetings may be called by the Board with sufficient time to notify the membership.

Section III: Board Meetings. Members of the Association may attend meetings of the Board, except Executive Sessions and as invited by The President. Members who wish to speak at a Board meeting shall request to be on the agenda prior to the meeting.

Monthly Meetings. The Board shall have monthly meetings set by the President with the approval of the officers. Special meetings may be called by any officer with sufficient time to notify the other officers.

Executive Sessions. The President may call an Executive Session of the Board, as needed. These are meetings of the Board, other than monthly meetings. Executive Sessions must have at least four Board members in attendance.

Section IV: The Secretary shall ensure scheduled meetings are included and updated on the Association's calendar. The Social Chair shall post the date, time, and location of all business meetings in the posting room no later than ten days prior to the meeting.

Section VII: For all Business Meetings, a quorum comprised of 20% of the current membership must be present for the transaction of business.

Section VIII: At the Annual meeting and Business meetings of the Association, the agenda of shall include at least the following, as appropriate:

1. Call to order by the President
2. Secretary: Reading of the minutes of the last meeting
3. Treasurer's Report
4. Committee Chairs and Ad Hoc Committee Reports
5. Old Business
6. New Business
7. Adjournment

Section IX: Committees shall hold meetings at any time upon the call of the Committee Chair or a majority of the members of the committee.

Article 8. Committees

Section I: Board Members are entitled to form Committees, as needed, to fulfill their duties and responsibilities to the membership. Standing committees of the Association shall be: Tournament, Handicap, Special Events, Social, Rules, Membership, and Sponsorship.

Section II: Each committee chair may appoint members to her committee in whatever number she desires.

Section III: The President may designate and establish any ad hoc committee that she deems necessary for the orderly conduct of the Association's business.

Article 9. Nominations and Elections

Section I: Each year, a temporary Nominating Committee will be created consisting of three members: one appointed by the President, one appointed by the Board, and one selected by the members. They shall be appointed sufficiently in advance of the election so as to allow preparation of the slate of officers, a review by the Board, and posting on the MPWGA website and in the MountainView posting room for the information of all members not later than thirty (30) days prior

to the election at the Annual Meeting.

Section II: Members of the Nominating Committee cannot nominate themselves for election to the Board.

Section III Nominations may be made by club members not on the nominating committee with the written consent of the person being nominated. These nominations shall be made available to the members at least fourteen (14) days prior to the election.

Section IV: The members of the Association shall elect a President, a Vice-President, a Secretary, a Treasurer, Tournament Chair, a Special Events Chair, Handicap Chair, Membership Chair, Social Chair, Rules Chair, Sponsorship Chair and *Publicity Chair* at the Annual Meeting.

Section V: The officers shall be elected by a majority vote of the membership present at the Annual Meeting and electronic or paper votes cast (if provided by MPWGA), and shall take office as of January 1st.

Section VI: The Nominating Committee shall present the slate of nominees and supervise the election.

Article 10. Amendments

Section I: The Constitution and By-Laws may be amended, added to, or wholly annulled by a majority vote of the members present at any duly convened meeting, if the amendment has been circulated to the membership and posted for review on the website and in the MountainView posting room at least 10 days prior to the meeting. Such action as may be taken thereon by the membership shall be effective immediately unless stated otherwise.

Section II: All proposed amendments to these Bylaws are to be sent to the HOA #2 Recreation and Activities Committee for review and then they will be sent to the SaddleBrooke HOA #2 Board of Directors for final approval.

Section III: All new charters or proposed amendments are to be submitted in electronic format using Microsoft Word software to the Recording Secretary for the HOA #2 Board.

Article 11. Liability

The Association shall indemnify and hold harmless each of its Officers and Agents from any and all liability that may be incurred by such Officers or Agent. Such indemnity shall include judgments, fines, settlements, expenses, attorney fees, etc. and any other amounts actually expended and reasonably incurred in connection with any action or proceedings arising by reason of the fact that such person is or was an Officer or Agent of the Association. Said indemnity shall inure to the benefit of the heirs and assignees of such person.

Article 12. Rules

Section I: All competition shall be played in accordance with the current USGA Rules of Golf, or as modified by local rules.

Section II: Guests playing in a given tournament of the Association must have an established current USGA handicap index.

Section III: The establishment of Standing Rules is the responsibility of the current elected

Officers.

Article 13. Fiscal and Finance

Section I: The fiscal year shall be January 1 through December 31

Section II: An annual audit of the Treasurer’s book shall be made by a committee of three (3) persons appointed by the President. The audit shall be made sixty (60) days after the end of the fiscal year and shall be reported to the membership at the next regular meeting. The audit shall be submitted to the HOA #2 Board within ninety (90) days of the close of the Club’s fiscal year: a) at the request of the HOA #2 Board; or, b) if the carry over assets of the Club should exceed \$5000.

Section III: Checks over \$1000 require two signatures.

Article 14 Dissolution

Section I: In the event of dissolution of this Club all assets are to be donated to a charity to be determined by the MPWGA Board.

Section II: Dissolution will not be initiated until all outstanding debts are satisfied. The President may direct the use of any and all assets to satisfy outstanding debts, provided a majority of the Club membership has authorized the President to do so.

Section III: If dissolution is contemplated, the membership and the SaddleBrooke HOA #2 Board of Directors must be notified at least two (2) weeks in advance of the last meeting date.

Adopted by Membership _____
(Date)

Amended by Membership _____
(Date)

Signatures

Club President (please print) _____

Club Secretary (please print) _____

Phone Number: _____

Phone Number: _____

E-mail _____

Email _____

Club President (signature) (date)

Club Secretary (signature) (date)

Reviewed/Approved

Recreation and Activities Committee (date)

SaddleBrooke HOA#2 Board (date)

Revision Dates

August 14, 2012

December 3, 2012

DRAFT