

Restated Bylaws of Rum River Hills Men's Club

Adopted 1987, Amended 1995, 1998, 2011, 2012, 2016

ARTICLE I MEMBERSHIP

Membership in the Rum River Hills Men's Club shall consist of the following categories:

- A. **Rostered Members:** Rostered Members shall be individuals who have paid their yearly dues, as established by the Board of Directors, and are in good standing.
- B. **Honorary Members:** Honorary Members may be appointed by the Board of Directors for such terms as the Board of Directors deems appropriate. Honorary Members shall have no voting rights.
- C. **Junior Members:** Junior Members shall consist of persons who have obtained a Junior Membership in Rum River Hills Golf Club, under such rules or regulations as the Board of Directors may establish. Junior Members shall have no voting rights, but shall be entitled to establish handicaps and participate in such portions of Men's Club events as the Board of Directors may establish, including Junior Division portions.
- D. **Dues, Eligibility for Continued Membership:** Dues for membership shall be established by the Board of Directors. There shall be no minimum attendance requirements for continued membership, but no rostered member shall be eligible to participate in any Club Championship event unless at least a minimum number of events, as decided by the Board of Directors, have been completed.
- E. **Membership Roster:** The Board shall maintain a membership roster, listing all rostered members.

ARTICLE II
BOARD OF DIRECTORS

- A. **Number:** The Board of Directors shall consist of eleven members, ten of which are to be elected by ballot on the first day of the Club Championship, and one ex-officio member (the past president). Terms of office, and eligibility for membership on the Board of Directors shall be as follows:
1. **Election:** Each year on the first day of the Club Championship, the general membership will elect board members for three year terms. *In 2010 four members will be elected. In 2011 and 2012, respectively, three members will be elected. This sequence shall continue, such that three members are elected annually, except that every third year, commencing in 2010, four members are elected.
 2. **Appointment of Officers:** As soon as possible following the annual members' meeting, the elected Board of Directors shall hold an annual meeting. At the annual meeting of the Board of Directors, the Directors shall appoint a President, Vice-President, Secretary and Treasurer from among their own number. These officers shall serve for a term of one year, provided that at the end of one year, the person elected Vice-President shall automatically succeed to the office of President in the following year. Consequently, only those Directors who are in the second year of a term of three years shall be eligible to be appointed to the office of Vice-President.
 3. **Past President an Ex Officio Member:** The past president shall be an ex-officio member of the Board of Directors for one year following his term as president, with full voting power.
- B. **Board of Directors' Meetings:** The Board of Directors shall meet monthly, on the first Tuesday of each month except when the board agrees to not meet. The Board of Directors shall meet in special meetings at the request of any two board members, upon seven days written notice to all board members. All meetings shall be held at Rum River Golf Club unless

agreed to by a majority of expected attendees. Special meetings may be held by the Board of Directors at the request of the President of the Club, or at the request of any two board members, upon seven days written notice to all board members.

- C. **Quorum:** A quorum for all regular meetings shall be six. For any special meetings a quorum shall be six.
- D. **Duties:** The Board of Directors shall be responsible to appoint the officers of the club, excepting those officers as may be elected by the membership, and shall be responsible for establishing overall policy of the club, selecting club events, rules for league play, eligibility for membership, and the appointment of such subcommittees as may be necessary to conduct the business of the club.
- E. **Removal:** A director may be removed for cause, including non-attendance at four or more regular meetings. Removal shall be majority vote of the remaining directors, with the director subject to removal not eligible to vote on that issue.
- F. **Vacancies:** In the event of the vacancy on the Board of Directors, the unexpired term of the vacant seat shall be filled by appointment of the majority vote of the remaining directors.
- G. **Compensation to Certain Persons:** The Board of Directors may, at its discretion, provide for reasonable compensation to be paid to the Handicap Chairman, Scorer, and to the club Secretary or Treasurer if, in the discretion of the Board of Directors, the amount of time required for such positions is so great that the payment of compensation to the individual performing the task would enhance the efficiency of the person performing the task. No other compensation, other than reimbursement for reasonable out-of-pocket expenses in connection with the club activities, shall be permitted by the Board of Directors without membership approval.
- H. **Eligibility for Membership and Disciplinary Actions:** The Board of Directors shall be entitled to reject the application for membership of any applicant who has demonstrated a past pattern of unsportsmanlike behavior. The Board shall develop written standards of sportsmanship, but at a minimum, shall include the following conduct to be unsportsmanlike behavior:

- a) Documented incidents of cheating;
- b) Subjective evidence of Handicap manipulation;
- c) Frequent excessive inability to control temper on the golf course.

The Board of Directors may also impose sanctions for members who violate the standard of sportsmanship during the season, including suspension and expulsion. No sanctions shall be imposed, and no applicant for membership shall be rejected unless the person is first afforded a hearing before the board. In addition, no sanctions shall be imposed unless the person proposed for sanctions has received a written warning advising the person of the offending conduct and allowing one opportunity to rehabilitate the behavior.

ARTICLE III

OFFICERS

The officers of the club shall be as appointed by the Board of Directors, on an annual basis, immediately following the annual membership meeting, but shall include at a minimum a President, a Vice-President, a Secretary and a Treasurer. Officers shall serve for a period of one year, and shall be subject to the same removal criteria as for Directors, excepting that not all officers shall be required to attend all regular meetings. Attendance at regular meetings shall be as established by policy of the Board of Directors. In the event of any vacancy in any office, the Board of Directors shall appoint a replacement.

ARTICLE IV

ANNUAL MEMBERSHIP MEETING

- A. **Time and Place:** An annual membership meeting shall be held on the second Tuesday after Labor Day each and every year, at 8:30 p.m., at the Rum River Hills Golf Club or as scheduled by the Board of Directors.
- B. **Presiding Officer:** The President of the Men's Club shall be the presiding officer at the annual membership meeting.
- C. **Rules of Order:** As far as practicable, the club shall follow Robert's Rules of Order in conducting the business of its meeting.

- D. **Voting Eligibility:** Only rostered members shall have the right to vote at the annual membership meeting.
- E. **Nominating Committee:** At least thirty days prior to the first day of the Club Championship, the President of the men's club shall appoint a three-man Nominating Committee. It shall be the responsibility of this Nominating Committee to recommend a slate of candidates to be elected to serve as Directors on the ballot voted on during the first day of the Club Championship. At least one of the members of the Nominating Committee shall be a member of the current Board of Directors.
- F. **Functions:** The business of the annual membership meeting shall make recommendations by resolution to the Board of Directors as the membership desires to make, including but not limited to, recommendations as to committee memberships, officers' appointments, and the setting of dues.

ARTICLE V

AMENDMENTS

Amendments to these bylaws may be made at any annual membership meeting upon the vote of two-thirds of those present.