

**CROWN ISLE MEN'S CLUB  
CONSTITUTION AND BY-LAWS**

**Ratified October 13, 2010**

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# **CROWN ISLE MEN'S CLUB**

## **CONSTITUTION AND BY-LAWS**

### **1) Membership**

- a) Membership shall include all Dues Paying male members of Crown Isle Golf Club.
- b) Members shall be bound by the Constitution and By-Laws of the Club and such Rules and Regulations as may be enacted from time to time by the Executive Committee.

### **2) Purpose**

The purpose of the Crown Isle Men's club is to:

- a) Provide an organized schedule of golf events for the social, competition and comradeship of the male members of the Crown Isle Golf Club.
- b) Provide an effective liaison between the male club members and the Management of Crown Isle Golf Resort.

### **3) Fees**

- a) All members will pay the Men's Club annual assessment as determined by resolution of the Executive Committee. This fee will be collected with the Annual Dues each April 1st by Crown Isle and remitted to the Men's Club.
- b) The Fiscal year end of the Men's Club shall be September 30<sup>th</sup> each year.

### **4) Management**

- a) Management of all activities of the Men's Club shall be by the Men's Club Executive Committee.
- b) The Executive Committee shall consist of ten members elected by the Membership at the Annual General Meeting.

### **5) Powers**

Without constricting anything in these By-Laws the Executive Committee will have the authority from time to time to:

- a) Make expenditures, which do not exceed the anticipated revenues for the Fiscal year as set forth in the Annual Budget. Expenditures from surplus funds carried forward from the previous year will be made by the Executive Committee following a resolution duly adopted by a general meeting of the members of the club.
- b) Make, alter or amend Club Rules and provide penalties for infractions of Club Rules.
- c) Make or authorize the purchase of materials and supplies and enter into contracts for whatever may be reasonably required in the operation of the Club.
- d) Prudently invest the funds of the club.
- e) Appoint the persons to sign and execute the bills of exchange, cheques, contracts and other documents except as otherwise provided.

- f) Determine the time and place and conditions under which members may inspect the Books of the Club.
- g) Decide on any questions of doubt as to the meaning or effect of any By-Law, Rule or Regulation of the Club or any Sub-Committee thereof which decision shall be final and conclusive

**6) Procedures for Election of the Executive Committee**

- a) There shall be ten members of the Executive Committee including the Captain, Vice-Captain, immediate Past-Captain and seven members of the General Membership.
- b) Each Executive member shall be elected for a two-year term, unless he is elected Vice-Captain in which event that person will serve for a two-year term as Vice-Captain, followed by additional two year terms as Captain and Past-Captain, respectively.
- c) Members elected to the Executive Committee shall take office at the termination of the Annual General Meeting.
- d) The Executive Committee shall meet at least 2 months prior to the Annual General Meeting to appoint a Nominating Committee composed of:
  - i) The Captain
  - ii) The Vice-Captain, who shall serve as Chairman.
  - iii) The Secretary
  - iv) Three members at large selected by the Executive Committee.
- e) Forthwith following the appointment of the Nominating Committee, notice will be posted identifying its members and inviting suggestions for the nomination for election.
- f) The Nominating Committee shall one month before the Annual General Meeting nominate sufficient persons to fill all vacancies on the Executive Committee and the names shall be posted on the Club bulletin board and subsequently sent to all members.
- g) In addition to members nominated, other nominations will be accepted in writing supported by three members and delivered to the Secretary not less than two weeks before the Annual General Meeting. These names together with proposers will be posted on the Club bulletin board and subsequently communicated electronically or some other effective means to all members.
- h) If no more than the required number of candidates is nominated, these persons shall be deemed to have been elected for the term set out in these By-Laws.
- i) If the number of candidates exceeds the required number of members of the Executive committee, there shall be an election by secret ballot at the Annual General Meeting.
- j) In the event that two or more candidates receive an equal number of votes the Captain shall cast the deciding ballot.

**7) Meetings of the Executive Committee**

- a) A quorum for meetings of the Executive Committee shall be six members.
- b) A meeting of the Executive Committee will be held at least once each month from March to October each year. All such meetings shall be called by the

Captain who shall, in addition, call a meeting when requested to do so by three members of the Executive Committee. In the absence of the Captain, the Vice-Captain may call a meeting in accordance with these By-Laws.

- c) Except as otherwise provided in these By-Laws, all business of the Executive Committee shall be decided by majority vote by show of hands. The Captain shall cast a deciding vote in the event of a tie.
- d) The Executive Committee shall cause to be kept a file wherein shall be kept properly recorded:
  - i) A list and contact information of Officers of the Executive Committee.
  - ii) The names of members present at each meeting of the Executive Committee.
  - iii) All resolutions and proceedings of all meetings of the Executive Committee.
  - iv) The financial records of the club.
- e) A resolution signed by all members of the Executive Committee shall have the same force and effect from the date thereof as if passed unanimously at a regular meeting of the Executive Committee at which all members were present.
- f) At the option of the Executive Committee, committee meetings may be held by electronic means so long as all available committee members and other participants can communicate with each other. If a committee meeting is held by electronic means, committee members are deemed to be present in person.

**8) Retirement, Resignation and Removal of members of the Executive Committee**

- a) A member of the Executive Committee shall be deemed to have ceased holding office upon the occurrence of any of the following:
  - i) upon receipt by the Executive Committee of his resignation in writing
  - ii) upon his death or incapability of holding office
  - iii) upon his failing to attend three consecutive meetings of the Executive Committee without its prior permission, unless otherwise directed by the Executive Committee
- b) The Executive Committee may at any time appoint a member of the Club who is qualified to serve as a member of the Executive under these By-Laws, to fill a vacancy for the remainder of the term of the vacating member.

**9) Officers**

- a) The officers of the Club shall be the Captain, Vice-Captain, Treasurer and Secretary. Any two shall be signing officers of the Men's Club for purposes of entering into contracts or other agreements and signing cheques.
- b) Appointments
  - i) The Vice-Captain automatically becomes Captain at the second Annual General Meeting following his election as Vice-Captain.
  - ii) Should the Vice-Captain choose not to become or is unable to become Captain then the Captain shall be chosen in the same manner as the Vice-Captain.

- c) Captain
  - i) The Captain shall be the Chief Executive Officer of the Club and shall:
  - ii) Direct the affairs of the Club
  - iii) Preside at all General Meetings of the Club and at all meetings of the Executive Committee
  - iv) Ensure that all rules of the club are enforced.
  - v) Ex-officio be a member of all Sub-Committees.
  - vi) Make an annual report to the Members of the Club.
  - vii) Exercise such authority as may be granted to the Captain by the Executive Committee.
- d) Vice-Captain
  - i) In the absence of the Captain the Vice-Captain shall perform all of the duties of the Captain.
  - ii) If the office of the Captain should become vacant the Vice-Captain shall hold the office of the Captain during such vacancy.
  - iii) The Vice-Captain shall ex-officio be a member of all Sub-Committees.
- e) Secretary
  - i) The Secretary shall perform all legal duties incidental to the office of the Secretary and shall subject to direction given time to time by the Executive Committee:
  - ii) Sign or counter-sign all such instruments as may require his signature as an Officer of the Club.
  - iii) Conduct or cause to be conducted all official correspondence of the Club and see that all such correspondence is properly preserved and filed until otherwise disposed of by the Executive Committee.
  - iv) Issue or cause to be issued all notices of all meetings of the Members, the Executive Committee and the Annual General Meetings and keep the records and minutes thereof.
  - v) Keep or cause to be kept records of the Club in which shall be maintained, an up-to-date list of all Members' names, home addresses, telephone numbers and other such information to enable communication with members.
  - vi) Cause to be issued to each Member a members' roster and information booklet in such form as may be authorized by the Executive Committee.
  - vii) Be responsible for causing all Club Notices to be posted in whatever place of manner designated by the Executive Committee.
  - viii) Attend meetings of the Sub-Committees when request by the Chairman thereof and assist in programs recommended by Sub-Committees and authorized by the Executive Committee.
- f) Treasurer
  - i) Keep the financial records, including books of account
  - ii) Render financial statements to the Executive Committee, members, and others, when required.

**10) Sub-Committees**

- a) Within a period of two weeks following the Annual General Meeting, the Executive Committee shall appoint sub-committees to carry out the work of the organization. Each Sub-Committee shall consist of as many members as the Executive Committee may determine.
- b) A list of the Committees and the Chairmen thereof shall be sent to all members and posted in the Clubhouse no later than two weeks following the appointment in 10 a) above.
- c) Except as otherwise provided in these By-Laws, the Executive Committee shall determine the function and responsibility of each Sub-Committee.
- d) No Sub-Committee has the right to obligate the Club in any way or in any sum in excess of the specified budgeted amount established by the Executive Committee for the Sub-Committee's use for the current Fiscal year.
- e) All Sub-Committees shall report their activities to the Executive Committee when requested.

**11) General Meetings and Extraordinary General Meetings**

- a) The Annual General Meeting will be held by the 31<sup>st</sup> of October at such location as determined by the Executive Committee.
- b) Notice of each Annual General Meeting together with nominations for election to the Executive Committee and the meeting agenda will be sent to all members by the Secretary at least one month prior to the meeting.
- c) A quorum for an Annual General Meeting will be twenty-five Members and for an Extraordinary General Meeting, twenty-five Members.
- d) An Extraordinary General Meeting of the Club may be called by the Executive Committee or upon the written request of twenty Members filed with the Secretary. A notice giving the time and place of the meeting and the nature of the business to be transacted will be sent to each member at least two weeks prior to the meeting. No other business other than that stated in the notice may be transacted.
- e) Voting at an Annual or Extraordinary General Meeting will be by show of hands unless otherwise provided. In case of an equality of votes the Captain shall cast the deciding vote.
- f) No proxy voting will be allowed at Annual or Extraordinary General Meetings.

**12) Notice**

- a) Wherever under the terms of these By-Laws notice is required to be given, such notice will be by electronic means and posted in the men's club locker room.
- b) No error or omission in giving notice of an Annual General Meeting or an Extraordinary General Meeting shall invalidate such meeting or make void the proceedings undertaken thereat.

**13) Amendment of By-Laws**

The By-Laws of the Club shall not be altered or added to except by special resolution of the Club.

**14) Club Rules**

- a) Formulation of Club Rules and Regulations shall be by the Executive Committee and subject to these By-Laws.
- b) The Executive Committee may from time to time enact such rules and regulations as the Executive Committee may deem desirable to carry out the provisions of these By-Laws.
- c) In interpretations as to the meaning and effect of or the procedure in respect to any By-Laws, Rules or Regulations the decision of the Executive Committee shall be final and conclusive.