

**CONSTITUTION**

**OF**

**LYNBROOK GOLF AND COUNTRY CLUB**

**MOOSE JAW, SASKATCHEWAN**

**2019 Amendment**

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**ARTICLE #1                    NAME**

- .1        This organization shall be called “The Lynbrook Golf and Country Club” and is hereinafter referred to as “the Club”

**ARTICLE #2                    CONSTITUTIONS**

- 2.1        The articles herein contained shall be the rules and regulations under which the Club shall hereafter be governed and all previous constitutions, rules, regulations and bylaws are hereby repealed and declared to be of no effect.
- 2.2        This Constitution, or any part thereof, may be amended in an annual meeting in the following manner: a written proposal to amend, add to or repeal may be delivered by a member to the Secretary-Treasurer on or before the 1<sup>st</sup> day of October. The Secretary-Treasurer shall forward a copy of all such proposals to the members of the Club with notice of the next following meeting.
- 2.3        Such proposals shall be submitted at the said annual meeting immediately after the item of business “Reports of Special Committees” and may be dealt with in any way the meeting sees fit.
- 2.4        The Constitution, or any part thereof, may be amended, added to or repealed at a special general meeting called for the purpose in the manner herein provided for the calling of special general meetings.
- 2.5        The members may at any annual or special general meeting called for the purpose, adopt a resolution to become a body corporate under any act or by special act of the province of Saskatchewan and in such case the corporation so created shall succeed to all the property and effects and become liable for all the debts of the club and the members of the Corporation.

**ARTICLE #3                    MEMBERSHIPS**

- 3.1        The membership of the Club shall consist of three classes:
- a)        Active members
  - b)        Junior Members
  - c)        Life-time honorary members

- 3.2 Applications for membership shall be in writing in the form from time to time prescribed and shall be forthwith presented to the membership committee for their consideration and shall be dealt with expeditiously
- 3.3 No applicant for membership shall be admitted to membership except with the approval of the membership committee.
- 3.4 All members in good standing at the time of adoption of this Constitution shall continue as such and shall be subject to the other provisions of this Constitution.
- 3.5 Only active members in good standing shall be eligible to hold office, be appointed to committees, vote at meetings, and otherwise have a voice in the management and control of the Club

#### **ARTICLE #4                    DEFINITIONS**

- 4.1 “Active Members” shall be defined as adult members of the Club nineteen (19) years of age and over who have paid the annual membership fee.
- 4.2 Where the term “Member or Members” is used throughout this Constitution, it shall be taken to mean Active Members only, unless otherwise expressly stated or the context clearly indicates to the contrary.
- 4.3 “Junior Members” shall be those members under the age of nineteen (19) years who do not fall within the definition of any other class.
- 4.4 Honorary Life-time Members shall be submitted to the Membership Committee who will make recommendation to the Board. These memberships must be approved by the Board and taken to the next general membership meeting for approval by the membership. These memberships will only be selected under exceptional circumstances.
- 4.5 “Non-resident Members” shall be defined as a member whose residence and place of business is not in the limits of the City of Moose Jaw as defined by the Board.
- 4.6 “In Good Standing” shall be taken to mean that a member shall have paid the prescribed fees for the current year on or before the First day of July and is not under suspension or in arrears in the payment of assessments.

## ARTICLE #5

## MANAGEMENT

5.1 The management of the Club shall be vested in a Board consisting of Twelve (12) members who shall be known as the Board of Directors.

5.2 The Board of Directors shall be made up of Nine (12) members in good standing elected by the membership as follows:

President – elected in odd years for a two-year term.

Two (2) club captains, one male and one female, elected in even years for two-year term.

Nine (9) Directors – Four (4) elected in even years and (5) elected in odd years for two-year terms.

Of those nominated the Four (4 ) elected in even years and Five (5) elected in odd years receiving the highest number of votes shall hold office for a two (2) year term.

Voting for the election of the Board of Directors shall be by secret ballot; all other voting shall be by show of hands, unless the meeting otherwise decides.

5.3 The Board shall meet as soon as conveniently may be after the meeting of the Club at which this Constitution is adopted, or after each annual meeting of the Club at which this Constitution is adopted, or after each annual meeting as the case may be, and shall elect a Vice-President from among the members of the Board, to hold office until the next annual meeting or until their successors are elected. The Secretary-Treasurer shall be appointed by the Board of Directors but shall not, at the same time, be President or Vice-President of the Club. Should any Vacancy occur on the Board by reason of death, resignation or otherwise, the remaining members of the Board shall have power to fill such vacancy from those members who stood for office in order of standing at the last election and not elected. The member so appointed shall continue in the office until the next annual meeting.

5.4 The Board shall be vested with all necessary power and authority to enable it to properly and effectively direct and manage the affairs of the Club and shall have full power from time to time to promulgate rules of play and to play and to make regulations restricting the hours of play as between the different classes of members and generally to regulate the use of the premises and equipment of the Club.

- 5.5 No remuneration shall be paid to the Directors of the Club as such, except the Secretary-Treasurer, whose remuneration (if any) may be determined by the Board.
- 5.6 The Board shall have full power to control Golf Professionals, giving instruction in the collection of membership fees, green fees, and other duties.

## **ARTICLE #6 POWER AND DUTIES OF THE OFFICERS**

- 6.1 President: It shall be the duty of the President to preside at all meetings of the Club and of the Board of Directors and shall be ex officio a member of all Committees.
- 6.2 Vice-President: In the absence of the President, his/her duties shall be performed by the Vice-President.
- 6.3 Secretary-Treasurer: The Secretary-Treasurer shall have general control and superintendence of all the books and records of the Club; shall keep a record of the membership and a record of the accounts and business transactions of the Club; shall attend all the meetings of the Club and of the Board and shall make true and accurate minutes of the proceedings thereat; shall collect all fees, dues, assessments, green fees and other incomings. He/she shall be responsible for the funds of the Club coming into his/her hands and see that same are disbursed only upon proper authority. He/she shall perform such other duties as may be required of him/her by the Board or as usually appertain to his/her office.

## **ARTICLE #7 COMMITTEES**

- 7.1 The Board shall appoint the members and shall name the Chairperson of each of the following standing committees and directors will chair one of the following committees;
- a) Greens Committee
  - b) House Committee
  - c) Entertainment Committee
  - d) Finance Committee
  - e) Membership/Public Relations Committee
  - f) Club Captains Committee
  - g) Quonset Committee
  - h) Nominating Committee (appointed by the Board)

With the exception of the Nominating Committee, each Committee will consist of a minimum of three and a maximum of four Board members and may also include members as large.

- 7.2 The members of the Finance Committee shall be chosen from among the members of the Board. The members of all other committees may be chosen from among the active members in good standing and shall include members of the Board of Directors.
- 7.3 The Board may appoint such other committees as it may seem necessary.
- 7.4 Special committees may be appointed by the members at any annual or special general meeting
- 7.5 All committees, except special committees appointed by the members, shall be under the direction and control of the Board and the Board shall have power to discharge members from committees and to appoint others in their stead. Except wherein otherwise provided, no committee shall have power to incur any liability on behalf of the Club unless previously authorized so to do by the Board or Club as the case may be.
- 7.6 Standing committees shall continue to function until the annual meeting following their appointment.
- 7.7 A majority of the members of a committee shall constitute a quorum for the transaction of business. It shall be the duty of the Chairperson to call a meeting of the committee and, whenever possible, all members shall be notified.
- 7.8 The Board shall have general supervision over all committees appointed by it and by resolution enlarge or restrict the duties of such committee.

## **ARTICLE #8                    DUTIES OF THE COMMITTEES**

- 8.1 Greens Committee: The Greens Committee shall have general charge and management of the golf course and shall have control over, engage and dismiss all out-door employees, namely greens-keepers. It shall see that the playing rules and etiquette of the game are observed by those using the course and shall report any gross breach thereof to the Membership Committee with the necessary particulars, in corporation with the Club Captains. It shall make all necessary arrangements and shall promptly report to the Membership Committee the use of the course by members NOT in good standing. It may make such purchases or incur such liability as is usual and necessary for the proper maintenance of the course, but shall not incur

any liability involving capital expenditure without first obtaining the sanction of the Board or Club.

- 8.2 House Committee: The House Committee shall have general charge and management of the club house and other buildings of the club and their furnishings; the catering for the members and general supervision over all house employees, but shall not incur any expenditure by way of alterations, repairs or additions to the Club House or other buildings, or purchase any additional furnishings or equipment over the value of Five Hundred Dollars (\$500.00) without first obtaining the sanction of the Board of Directors.
- 8.3 Entertainment Committee: The Entertainment Committee shall from time to time provide suitable entertainment for the members of the Club and shall pay special attention to the entertainment of members of visiting Clubs.
- 8.4 Finance Committee: The Finance Committee shall investigate all expenditures of the Club, and no payments shall be made from the funds of the Club except wage payments and fixed charges, without the account having first been submitted to the Finance Committee for its examination and approval. It shall see that the Secretary – Treasurer is properly bonded. The Finance Committee shall be responsible for the operation of the Licensed Premises.
- 8.5 Membership/Public Relations Committee: The Membership Committee shall receive, approve or deny all applications for membership. It shall act as a disciplinary committee either on its own motion or upon report received from the Greens' Committee; it shall see that the membership roll is properly kept; and handle advertising and public relations activities for the Club.
- 8.6 Club Captains: The male and female Club Captains shall be elected by the membership and they shall hold office until a successor is elected. In the event of a vacancy occurring, such vacancy shall be filled by the Board of Directors in accordance with Article 5.3. It shall be the duty of the Captains to arrange all respective club matches and generally look after all matters connected with club competitions. The Club Captains shall be members of the Greens' Committee and in conjunction with the Greens' Committee shall lay down the playing rules of the golf course.
- 8.7 Nominating Committee: The purpose of the nominating committee is to canvas active members of the Lynbrook Golf Club to fill the upcoming vacant positions of President, Men's' and Ladies' Club Captain and the Directors. The Committee will be appointed by the Board. The make-up of the Committee should strive to represent all the various factions of the membership. Notwithstanding of the above, nominations



from the floor at the General Meeting will be accepted and voted on accordingly. Names will be posed in conjunction with the Notice of General Meeting.

## **ARTICLE #9                      FEES AND ASSESSMENTS**

- 9.1 All fees will be fixed by the Board of Directors each and every year.
- 9.2 The green fees for non-members shall be fixed by the Board of Directors from time to time.
- 9.3 Assessments may be levied upon the members at any special general meeting of the Club called for the purpose and shall be payable within fifteen days after authorization, but a special assessment shall not be levied unless the same is approved by the vote of two-thirds of the members attending such special meeting and entitled to vote thereat.
- 9.4 Annual playing fees are due on the member's first day golfing. If a Board approved instalment plan is in place, final payment is due no later than July 1<sup>st</sup> each year.

## **ARTICLE #10                      FUNDS**

- 10.1 All monies received on behalf of the Club shall be promptly deposited in such chartered bank as may from time to time be designated by the Board of Directors.
- 10.2 All disbursements shall be made by cheque, signed by the Secretary-Treasurer and counter-signed by the President, Vice-President, or Chairperson of the Finance Committee. In the absence of the Secretary-Treasurer, cheques may be signed by two signing officers. All signing officers must be bonded.

## **ARTICLE #11                      BOOKS AND RECORDS**

- 11.1 A membership roll shall be kept, disclosing the names of all members of the Club.
- 11.2 A proper set of books shall be kept containing a true and correct record of all the business transactions of the Club.
- 11.3 All books and records of the Club shall be subject to inspection at all reasonable times by any active member.

11.4 The fiscal year of the Club shall end on the 31<sup>st</sup> day of December.

## **ARTICLE #12            AUDITORS**

- 12.1 Immediately after each annual meeting, the Board of Directors shall appoint an auditor or auditors to hold office until his or her or their successors are appointed.
- 12.2 It shall be the duty of the auditor or auditors to keep a general supervision over the business, books and records of the Club and whenever required, to audit the same and report on the financial affairs of the Club and to prepare and present to the annual meeting next following their appointment, a true and correct statement of the Club's finances, together with any recommendation he/she or they may see fit to make thereon.

## **ARTICLE #13            OFFENCES AND PENALTIES**

- 13.1 The membership committees shall, at its discretion, have the power to expel any member and upon due notification in writing to such member he/she shall thereupon cease to be a member
- 13.2 The membership committee may, at its discretion, censure, suspend or otherwise discipline the offending member instead of imposing the penalty of expulsion, but no such suspension shall extend over a period of six months.
- 13.3 An active member in good standing may, for sufficient cause and on application to the Board of Directors, be granted a release from liability to pay dues and assessment for a period not exceeding two years from the 1<sup>st</sup> day of July in the year in which the remission is granted, but such active member shall cease to be entitled to the privileges of the Club, or to take any part in the meeting or business thereof for the time during which such remission remains effective.
- 13.4 Subject to provisions of Article 13.3 hereof, any member whose dues for the current year remain unpaid on the 15<sup>th</sup> day of July, shall automatically cease to be a member of the Club and his or her name shall thereupon be stricken from the membership roll.

## **ARTICLE #14            APPEALS**

- 14.1    Where a member of any class has been expelled, suspended or otherwise disciplined by the Membership Committee, he may appeal to the Board by written notice to that effect, delivered to the Secretary-Treasurer within ten (10) days from the date of receiving notice of the sentence.  
Upon receipt of such notice of appeal, the Board shall be convened as soon as thereafter as conveniently may be and shall consider said appeal and shall hear and consider all relevant evidence in support of or against the said sentence and may make such decision thereon as to them seems meet. Members involved in imposing the suspension will not be part of the appeal decision making process.
- 14.2    Notice of the meeting at which said appeal shall be heard and considered shall be given to the chairperson of the Membership Committee and to the member in question not later than twenty-four hours prior to the hour fixed for the said meeting, and the member in question be entitled to be present and be heard and may be represented by counsel or agent.
- 14.3    The findings and decision of the Board thereon shall be final and conclusive.
- 14.4    It shall be the duty of the Board to notify the Chairperson of the Membership Committee and the member appealing, of the result of any such appeal.
- 14.5    Any member, while under suspension, shall not be entitled to the privileges of the Club, to attend meetings, or to have any voice in the management of the Club.

## **ARTICLE #15            MEETINGS OF THE MEMBERS**

- 15.1    The annual meeting of the Club shall be held in each year on such day and at such place as the Board of Directors may determine.
- 15.2    The Board of Directors may from time to time call special general meetings of the Club.
- 15.3    A special general meeting of the Club shall be called upon written request of at least fifteen (15) per cent of the active members in good standing, containing a statement of the purpose for which the said meeting is to be called, which request shall be delivered to the Secretary-Treasurer. It shall then be the duty of the Secretary-treasurer to forthwith notify the Board of such request and to call such meeting as soon as conveniently may be thereafter.

- 15.4 Notice of the time and place to all meetings shall be made by public notice at least fourteen (14) days for a special general meeting and thirty (30) days for an annual general meeting before the date fixed for the holding of said meetings.
- 15.5 The notice to call for a special general meeting shall contain a statement of the business to be transacted thereat, and no business shall be considered that has not been so stated in the notice – except where herein otherwise provided.
- 15.6 Only members present in person shall have the right to vote on any question at any meeting of the Club and each member shall be entitled to one vote.
- 15.7 Fifteen (15) per cent of active members shall constitute a quorum for the transaction of business at any meeting of the Club.
- 15.8 All matters shall be decided by a majority vote except where herein otherwise provided; the Chairperson shall have a second or casting vote.
- 15.9 If at any meeting which has been duly called no quorum is present, such meeting shall automatically stand adjourned for one week, and upon such adjourned date, all business may be transacted notwithstanding the absence of a quorum as could have been transacted on the date originally fixed for the holding of said meeting as if a quorum had been present
- 15.10 The accidental omission to give notice to any active member shall not invalidate any resolution, motion or other proceeding passed or done at such meeting.
- 15.11 The omission to forward notice of any proposal to amend the constitution in the manner hereinbefore prescribed shall not preclude discussion and action upon such proposal, provided evidence satisfactory to the Chairperson can be adduced showing that such proposal was duly submitted to the Secretary-Treasurer within the proper time.
- 15.12 All meetings of the members shall be called by the President or their designate.
- 15.13 The Board shall meet at the call of the President or the Vice-President, or upon a request in writing filed with the Secretary-Treasurer and signed by three members of the board
- 15.14 The Secretary-Treasurer shall notify the members of the Board of a meeting thereof at least forty-eight (48) hours before the date fixed for the meeting.
- 15.15 Five (5) Directors present in person shall constitute a quorum for the transaction of business and if, at any meeting which has been duly called no quorum is present,

such meeting shall automatically stand adjourned for one day upon such adjourned date all business may be transacted notwithstanding the absence of a quorum as could have been transacted on the date originally fixed or the holding of said meeting as if a quorum had been present.

15.16 Each Director shall have one vote, but the presiding officer shall have a second or casting vote in the event of a tie.

15.17 Should a meeting of the Board of Directors be required to be called at a time when both the President and Vice-President are both absent and unable to attend, the members present may select from among them a Chairperson to preside at the meeting.

**ARTICLE #16                    ORDERS OF BUSINESS**

16.1 The following shall be the order of business at the annual meeting of the members:

- (a) Reading and adoption of the Minutes of the last annual meeting
- (b) Reading of the Minutes of any extraordinary general meeting held since the last annual meeting
- (c) Report of the Board of Directors
- (d) Report of the Secretary-Treasurer
- (e) Report of the Auditors
- (f) Report of the Special Committees
- (g) Election of the Board of Directors
- (h) Unfinished business
- (i) New business
- (j) Adjournment

16.2 Robert's rules of order shall be the guide for the parliamentary procedure not specially provided for in this constitution.