
Constitution

Lynbrook Golf and Country Club

Revised October 2023

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ARTICLE 1 – NAME

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

ARTICLE 2 – CONSTITUTION

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which the club shall hereafter be governed, and all previous constitutions, rules, regulations, and bylaws are hereby repealed and declared to be of no effect.

This constitution shall conform, where applicable, with *The Non-Profits Corporations Act, 1995*.

2.2 The Constitution, or any part thereof, may be amended at the annual meeting, held in October of each year, in the following manner: a written proposal to amend, add to or repeal shall be delivered by a member to the President or designate on or before the 1st day of October. The President or designate shall forward a copy of all such proposals to the members of the club with a notice of the date of the annual meeting. All constitutional amendments will require 2/3 majority of members in attendance to be successful.

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 members may at the annual or special general meeting called for that 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 four classes:

- a) Active members
- b) Junior members
- c) Life-time honorary members
- d) Non-resident members

3.2 Applications for membership shall be in writing on a form developed by the membership committee 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 committee and vote at meetings.

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.

These members shall enjoy all privileges of the club but shall not have the right to vote or hold office.
- 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 1st day of July and is not under suspension or in arrears in the payments of assessments.

ARTICLE 5 – MANAGEMENT

- 5.1 The management of the club shall be vested in a Board consisting of ten (10) members who shall be known as the Board of Directors.
- 5.2 The Board of Directors shall be made up of ten (10) members in good standing elected by the membership as follows:

- President – elected in odd years for a two-year term.
- Two (2) club captains for two (2) year terms. One (1) primarily responsible for the female side of the club to be elected in the even years and one (1) primarily responsible for the male side of the club to be elected in the odd years.
- Seven (7) Directors – four (4) elected in even years and three (3) elected in odd years for two-year terms.

Of those nominated the four (4) elected in even years and three (3) 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 convenient after the annual meeting and shall elect from members of the board:
- a) A Vice President; and
 - b) A chair of the finance committee

The chair of the finance committee shall not, at the same time, be the president or vice president of the club. These individuals shall hold office until the next annual general meeting or until their successors are elected.

- 5.4 The Board shall be vested with all necessary powers and authority to enable it to properly and effectively direct and manage the affairs of the club.
- 5.5 No remuneration shall be paid to the Directors of the club.
- 5.6 The Board shall have full power to control golf professionals.
- 5.7 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 office until the next annual meeting.

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 an ex officio a member of all committees.
- 6.2 Vice-President: In the absence of the president, their duties shall be performed by the vice-president.

6.3 Chair of the Finance Committee: The chair of the finance committee shall:

- 1) have general control of the financial books and records of the club
- 2) keep a record of all the accounts and business transactions of the club
- 3) collect all fees, dues, assessments, green fees, and other incomings and be responsible for the same
- 4) ensure that all disbursements are made with the proper authority
- 5) perform such other duties as may be required by the board that may pertain to that office

In the event the board retains others to complete the aforementioned duties it shall be the responsibility of the chair of the finance committee to ensure that all requirements are completed.

ARTICLE 7 – COMMITTEES

7.1 The Board shall appoint a chairperson from the Board of Directors to the following committees:

- a) Finance committee
- b) Greens committee
- c) House/Quonset committee
- d) Club Captains committee
- e) Membership committee
- f) Occupational Health and Safety committee
- g) Communications committee
- h) Entertainment committee
- i) Advertising committee
- j) Nominating committee (appointed by the board)

The president shall be an ex officio member of all committees.

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 at large. The board shall endeavour to include members in good standing to become members of standing committees where appropriate.

7.2 The members of the Finance Committee shall be chosen from among members of the Board.

7.3 The Board may appoint such other committees as it may deem 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 directions and control of the board and the board shall have the power to discharge members

from committees and to appoint others in their stead. Except wherein otherwise provided, no committee shall have the power to incur any liability on behalf of the club unless previously authorized by 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 responsibility of the chairperson to call a meeting of the committee giving reasonable notice to all committee members of the time and date of the meeting.
- 7.8 The Board shall have general supervision of all committees.

ARTICLE 8 – FEES AND ASSESSMENTS

- 8.1 All fees will be fixed by the Board of Directors each and every year.
- 8.2 The green fees for non-members shall be fixed by the Board of Directors from time to time.
- 8.3 Assessments may be levied upon members following a special meeting which was called for that specific purpose provided that the assessment was approved by two thirds of the members in attendance. Members must be in good standing to vote.
- 8.4 Annual playing fees are due on the member's first day golfing. If a Board approved instalment plan is in place, final instalment is due no later than July 1 each year.
- 8.5 An active member in good standing may, for sufficient cause and upon application to the board of directors, be granted release from liability to pay dues and assessment for a period not exceeding two years from the 1st 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 part in the meeting or business thereof for the time during with such remission remains effective.

ARTICLE 9 – FUNDS

- 9.1 All monies received on behalf of the club shall be promptly deposited in such financial institution as may, from time to time, be designated by the Board of Directors.
- 9.2 All disbursements shall be authorized by either the president, vice president, chair of the finance committee or designate, In the event of disbursements that require payments by cheque, signatures shall be required by two of the above.

ARTICLE 10 – BOOKS AND RECORDS

- 10.1 A membership list shall be kept by the membership committee disclosing the names of all the members of the club.
- 10.2 A proper set of books shall be kept by the chair of the finance committee or designate containing a true and correct record of all the business transactions of the club.
- 10.3 All books and records of the club shall be subject to inspection by any member in good standing provided adequate notice is given to the chair of the finance committee.
- 10.4 The fiscal year of the club shall end on the 31st day of December.

ARTICLE 11 – AUDITORS

- 11.1 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. It shall be their responsibility to keep general supervision of the business, books and records of the club.
- 11.2 The auditor(s) shall prepare a written audited statement of the club's finances and shall present such statements to the annual meeting each year along with and recommendations they see fit.

ARTICLE 12 – OFFENCES AND PENALTIES

- 12.1 The membership committee shall, at its discretion, have the power to expel, suspend or otherwise discipline any member for good and sufficient cause, upon due notification in writing at which time the member shall cease to be in good standing.
- 12.2 Subject to the provisions in Article 9.5 any member whose dues for the current year remain unpaid on the 15th 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 13 – APPEALS

- 13.1 Where a member of any class has been expelled, suspended or otherwise disciplined by the membership committee, they may appeal to the board by written notice to that effect. Such notice shall be delivered to the president or designate within seven (7) days from the date of the receipt of such discipline.

Upon receipt of such notice the board shall be convened within seven (7) days to consider said appeal. They shall hear all relevant evidence in support of the appeal and shall render a written decision with forty-eight (48) hours.

Members involved in imposing the suspension will not be part of the appeal decision making process.

- 13.2 Once the board has set a time and date of the appeal hearing, both the membership committee and the member shall be given written notice forty-eight (48) hours prior to such meeting. The member shall be entitled to be present and be heard and may be represented by council.
- 13.3 The findings and decision of the Board thereon shall be final and binding.
- 13.4 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.
- 13.5 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 14 – MEETINGS OF THE MEMBERS

- 14.1 The annual meeting of the club shall be held in October of each year on such day and at such place as the Board of Directors may determine.
- 14.2 The Board of Directors may from time to time call special general meetings of the club.
- 14.3 A special general meeting of the club shall be called upon written request of at least ten (10) percent 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 president or designate. It shall then be the duty of the president or designate to forthwith notify the Board of such request and to call such meeting as soon as conveniently may be thereafter.
- 14.4 Notice of the time and place to all meetings shall be made by public notice at least fourteen (14) days for a special meeting and thirty (30) days for an annual meeting before the date fixed for the holding of said meetings.
- 14.5 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.
- 14.6 Only members in good standing and in attendance shall have the right to vote on any question at any meeting of the club. Each member shall be entitled to one vote.
- 14.7 Ten (10) percent of active members shall constitute a quorum for the transaction of business at any meeting of the club.
- 14.8 All matters shall be decided by a majority vote except where herein otherwise provided. In the event of a tie the president shall have the second and deciding vote.

- 14.9 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.
- 14.10 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.
- 14.11 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 president or designate with the proper time.
- 14.12 All meetings of the members shall be called by the president or their designate.
- 14.13 The Board shall meet at the call of the president or the vice-president, or upon a request in writing filed with the chair of the finance committee and signed by three members of the Board.
- 14.14 The president or designate shall notify the members of the Board of a meeting thereof at least forty-eight (48) hours before the date of the meeting.
- 14.15 A majority of the Board of Directors shall constitute a quorum for the transaction of business. If at any duly called meeting no quorum has been attained, such meeting shall automatically stand adjourned for forty-eight (48) hours when all business, with the exception of new business, intended for the original meeting may be transacted notwithstanding the absence of quorum.
- 14.16 Each Director shall have one vote, but the presiding officer shall have the second or casting vote in the event of a tie.

ARTICLE 15 – ORDER OF BUSINESS

- 15.1 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 Chair of the Finance committee
 - e) Report of the Auditors
 - f) Report of Standing and Special committees
 - g) Election of the Board of Directors
 - h) Unfinished business
 - i) New business

j) Adjournment

15.2 Robert's Rules of Order shall be the guide for the parliamentary procedure not specially provided for in this constitution.