

**Timberlin Golf Club, Inc.**  
P.O. Box B – Kensington, Connecticut 06037

**CONSTITUTION**  
**OF THE**  
**TIMBERLIN MEN'S GOLF CLUB INC.**

**ARTICLE I**  
**ESTABLISHMENT**

**Section 1 Name:** The name of the club shall be the Timberlin Men's Golf Club, Inc.

**Section 2 Existence:** The club shall remain in existence until such time as three-fourths its regular membership shall vote to disband it. Upon dissolution of the corporation, no member shall receive any assets of the corporation; but all of the property of the corporation shall be transferred to some Connecticut corporation organized for similar or allied purpose.

**ARTICLE II**  
**OBJECTIVES**

**Section 1 Purpose:** This club has been formed and exists for the purpose of:

1. Playing the game of golf
2. Promote good fellowship and sportsmanship
3. Learning and promoting the rules and etiquette of golf among the members
4. Promoting tournaments among the members of the Club and between members of the Club and other Clubs.
5. Establishing and maintaining handicaps for members which will be recognized by other Clubs and Golf Associations in the State of Connecticut, and anywhere in the United States.

## **ARTICLE III**

### **OPERATIONS**

**Section 1 Location:** The Club intends to carry on it's activities at the Timberlin Golf Course, but the Club is an independent agency of its own members and has no connection, either official or implied, with Timberlin Golf Course or the Town of Berlin.

## **ARTICLE IV**

### **MEMBERSHIP**

**Section 1 Composition:** The Club shall be composed of three classes of members – regular, limited, and honorary.

**Section 2 Regular Members:** Any male who will obtain the age of 18 by September 1<sup>st</sup> of the current year and who is acceptable to the Board of Directors of the Club shall be eligible for regular membership. Regular membership shall entitle the holder to all privileges of the Club, including one vote at any meeting of the Club.

**Section 3 Honorary Members.**

- a. Honorary Members shall be selected by the unanimous vote of the Board of Directors.
- b. Honorary membership shall entitle the holder to all privileges of the Club except to vote at the Club meetings and to hold office either as a Member of the Board of Directors or Officer of the Club. An Honorary Member may serve on any committee of the Club unless this Constitution or the By-Laws specifically prohibit such service. Honorary Members shall be exempt from initiation fees or dues.

**Section 4 Limited Members:** The golf professional and his assistants, and the Course Superintendent of the Timberlin Golf Course shall be eligible to become limited members. A Limited Member shall be entitled to all privileges of the Club except those of voting, holding office, or recommending and / or sponsoring applicants for membership. The membership to be effective for as long as the member remains an employee of the Timberlin Golf Course or as a golf professional of said course. Limited members shall be exempt from initiation fees or dues.

**Section 5 Election of Members.** Each candidate for membership, whether regular or associate, shall be proposed and seconded in writing by two members in good standing on the form prescribed by the Board of Directors. The Board of Directors shall act on each

proposal for each membership by ballot. A majority vote of those Directors present and voting on said application to deny said application shall disqualify any candidate for regular membership. The decision of the Board of Directors may be appealed to the membership at the next scheduled meeting.

**Section 6 Resignation.** Any member may resign by giving notice in writing to the Secretary and paying all obligations accrued to date of resignation.

**Section 7 Absentee Status.** Any member, upon written notification to the Secretary, may be granted absentee status. It is intended that absentee status provide relief from payment of dues for members who will be absent from the area for a considerable length of time, but who expect to return and resume active participation in the Club. The rules for absentee status will provide that the absentee member may resume his regular membership status without a second formal acceptance for membership. The privilege will be denied if the absentee member does not report his return and pay his current dues within thirty (30) days after such return. An absentee member who does not resume active participation within this period, after returning, will be dropped from membership. A member so dropped may be reinstated only through regular application procedure, including payment of initiation fee.

**Section 8 Membership.** No membership in this Club shall be assessable nor shall it be transferable.

**Section 9 Participation in all Club Tournaments shall be limited to members. Members may bring guests to particular tournaments as designated. Any professional playing in a tournament will not be eligible to win any prizes.**

## **Article V**

### **CLUB MEETINGS**

**Section 1 Regular Meetings.** Regular meetings of the Club shall be held at the discretion of the Board of Directors, however one regular meeting shall be held in the first quarter of the calendar year and one shall be held during the fourth quarter to accommodate the annual election of officers. The date and time of such meetings to be determined by the Board of Directors.

**Section 2** The annual election meeting held during the fourth quarter must be held no later than the last day of November.

**Section 3 Special meetings.** Special meetings of the Club may be called by the President, the Vice-President, acting for the President, or by the Board of Directors, or may be called on written request of any five members in good standing. Said request to state the purpose thereof.

**Section 4 Notice of Meetings.** Written notice of the time and place of all meeting shall be given by the Communications Chairman to all members of the Club at least ten (10) days prior to the date of the meeting.

**Section 5 Voting privileges.** Only regular members of the Club shall have voting privileges in the club meetings.

**Section 6 Quorum.** Twenty regular members shall constitute a quorum at any meeting of the Club.

**Section 7 Proxies.** Voting by proxy shall not be permitted.

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

**Section 1 Election.** There shall be a Board of Directors consisting of ten (10) members. The directors shall be elected by secret ballot at the annual election meeting of the Club, and shall hold office for the terms described below. At the annual election meeting, ten (10) members of the Board of Directors shall be elected to hold office for the term of one (1) year provided, however, that two (2) of the said ten directors which shall be the Treasurer and Financial Secretary, who have served in said capacities during the preceding Club year shall automatically be reelected to provide continuity in the running of the club. Any vacancies occurring on the Board of Directors shall be filled by a majority vote of the remaining Directors and would serve only the unexpired terms of their predecessors.

**Section 2 Powers and duties.** The Board of Directors shall have the entire control and management of the affairs, property, and policies of the Club subject to the provisions set forth by the Constitution and to such action as may be taken from time to time by the Club itself at a regular or special meeting. The Board of Directors may make and alter any By – Laws or other rules not inconsistent with this Constitution.

**Section 3 Committees.** The Board may delegate any of it's powers or duties to a sub-committee except that no sub-committee shall have the power to expel any member or to make the final acceptance of any candidate for membership. The size of such committees shall be determined by the Board of Directors. The Board of Directors may also appoint from their own number or from members of the club such committees as deemed necessary and shall define the duties and tenure thereof. The tenure of all committees shall be no longer than one year or until their successors are appointed.

**Section 4 Meetings.** The Board of Directors shall meet at the call of the President, the Vice President acting for the President, or at the request of any three Board members. At least ten days notice of the time and place for a meeting shall be given to each Board member. The 10 day notice period may be waived by a unanimous vote of the Board of Directors. Two consecutive unexcused absences by any member by any Board member shall be

considered detrimental to the interests of the Club and the seat may be declared vacated at the discretion of the Board of Directors by a majority vote. Any vacancy thus created shall be filled as provided in Article VI section 1.

**Section 5 Quorum.** A majority of the Board of Directors (six members) shall constitute a quorum for the transaction of all business at any meeting of the Board of Directors and the affirmative vote of the majority of the Directors constituting a quorum shall be necessary to pass any resolution.

**Section 6 Proxies.** Voting by proxy shall not be permitted in meetings of the Board of Directors.

**Section 7 Liability.** No indebtedness or liability shall be incurred by the Board of Directors in any year exceeding in amount the available funds on hand. No liability shall be incurred by any member of the Club, or member of any committee of the Club, unless the same shall be authorized by the Board of Directors.

## **ARTICLE VII**

### **OFFICERS AND DIRECTORS**

**Section 1** The Officers of the Club shall be the President, the Vice President, the Treasurer, and the Secretary. They shall be elected by the Board of Directors from its own members at the annual election meeting and shall hold office for a period of one year and until their successors are chosen and installed. Any vacancy with the Officers shall be filled by the Board of Directors from its own members. Officers so elected shall hold office only during the unexpired terms of the Officers who they succeed.

**Section 2 Directors.** The Board shall consist, in addition to the Officers, of six (6) Chairmen consisting of Handicap Chairman, Communication Chairman, Entertainment Chairman, Financial Secretary, and two (2) Tournament Co-Chairmen.

**Section 3 Installation.** The Officers and Directors elected shall be duly installed and shall assume their duties as of the first day of January following their election and shall so continue until their successors are duly elected and installed.

**Section 4 Powers and Duties.**

- a. **President.** The President shall preside at all meetings of the Club and the Board of Directors. He is to perform all duties of his office and shall advise such actions as deemed by him likely to increase the effectiveness of the Club.

At the close of his term the President shall render a report to the membership and also he shall render the Presidents informational letter to the membership with the first general mailing to occur before April 1st of the current year. The President shall only vote on Board of Directors resolutions for the purpose of

breaking a tie or with an unbalanced Board to create a tie and effectively defeat a resolution.

- b. **Vice President.** In the absence or inability to act by the President, the Vice President shall assume the duties of the President. In the case of the absence or disability of both the President and Vice President the Board shall elect from its own members a President pro-tem.
- c. **Secretary.** The Secretary shall keep the records of all meetings of the Club, the Board of Directors, the files, records and papers of the Club except those pertaining to the office of the Treasurer. At each Board meeting he shall present the minutes of the previous meeting. A summary of approved motions and actions for the year shall also be prepared and presented with the minutes. At the Club meetings he shall present the minutes of the previous meeting. In general, he shall perform the duties incidental to his office.
- d. **Treasurer.** The Treasurer shall keep full and accurate accounts of all monies received and disbursed. He shall have the authority to make payments on behalf of the Club for any amounts previously budgeted. The Treasurer will prepare an annual budget for approval by the Board of Directors at the beginning of each year. The Treasurer is also responsible to prepare or have prepared all reports and filings required by the State of Connecticut and the Federal government. He shall present at all regular meetings of the Club a written report of the money affairs of the Club; and he shall make a like report for all Board of Directors meetings. At the annual election meeting the Treasurer shall submit an annual report to the Club which may be audited as directed by the Board of Directors. In general, he shall perform the duties incident to his office.

## **ARTICLE VIII**

### **INITIATION FEE AND DUES**

**Section 1** The Board of Directors may, when they deem necessary, increase or decrease the initiation fees and/or dues of the Club, subject to a veto of 2/3 of the Members present at the next regular meeting.

**Section 2** **Delinquencies.** Members delinquent in paying dues shall be denied all privileges of membership, and shall not be certified as members of the Club for competitions held by the Club or any other club, associations or organizations. Members whose dues are not paid by the fifteenth of March, or the General Membership meeting, whichever date comes later, shall be dropped from membership. Members so dropped may only be re-instated by paying the current dues and a late fee equal to the current annual dues.

## **ARTICLE IX**

## **OBIGATIONS AND DISCIPLINE**

**Section 1 Obligation.** The acceptance of membership in the Club shall bind each member to uphold all the provisions of the Constitution, By-Laws, and other rules of the Club, and to accept and enforce all rules and decisions of the Board of Directors acting within its jurisdiction.

**Section 2 Unbecoming Conduct.** Members shall be subject to suspension or expulsion for unbecoming conduct on the golf course during the course of play. Any charges preferred against any member must be in writing and be signed by a member.

**Section 3 Suspension or Expulsion.** Any member failing in his obligations as above set forth (except failure to pay annual dues for which provision is made in Article VIII) may be suspended or expelled by at least a two thirds vote of all members of the Board of Directors; provided such member shall have been given due notice in writing of the charges preferred against him and an opportunity to be heard in his own defense.

**Section 4 Appeal.** Any member thus suspended or expelled by a vote of then Board of Directors may appeal within fifteen (15) days from the receipt of a certified letter from the Board of Directors from the Board's decision to the members at the next regular or special meeting of the Club.

**Section 5** A two thirds (2/3) majority of all regular members present at above referenced regular or special meeting at which the appeal is presented, will be required to overturn the decision of the Board of Directors. Written notice will be mailed (postmarked) to all Club members at least two (2) days prior to the General Membership meeting.

**Section 6** A member of the Board of Directors may prefer charges against a member, however; he will not be allowed to participate in any, vote, or actions taken by the Board, or any appeal actions.

## **ARTICLE X**

### **NOMINATIONS**

**Section 1 Nominating Committee.** The Board of Directors shall comprise the Nominating Committee.

**Section 2 Independent Nominations.** Independent nominations of candidates for the Board of Directors shall be made , in writing, to the Secretary at least one week prior to the annual election meeting. The nomination must be supported by at least five (5) members and the candidate must be in good standing.

**Section 3 Nominations.** Nominations will be accepted from the floor at the annual election meeting for any member in good standing.

## **ARTICLE XI**

### **AMENDMENTS**

**Section 1 Procedure.** Amendments to this Constitution may be made at any meeting of the Club by a two thirds (2/3) majority of all votes cast, provided the proposed amendment shall have been announced to the membership at the previous meeting or a written notice of it shall have been mailed to all regular members at least two weeks prior to the meeting.

**Section 2 Restriction.** This Constitution may not be amended nor the By-Laws changed so as to affect any contractual relationship then existing between the Club and any other person or corporation with which it may have contracted.

## **BY-LAWS**

### **ARTICLE I**

#### **MEETING OF THE CLUB**

##### **Section 1 Order of Business**

- a. Call to order, introductions
- b. Reading of minutes of previous meeting
- c. Communications report
- d. Treasurers report
- e. Financial Secretary
- f. Handicap report
- g. Entertainment report
- h. Special events report
- i. Tournament report
- j. Old business
- k. Consideration of appeals per Article X of the Constitution
- l. New Business
- m. Good of the Club ( speakers, guests, etc. )
- n. Adjournment

**Section 2** All appeals from decisions of the Board of Directors under Article IX of the Constitution shall be heard at the next regular or special meeting of the Club. If the appeal is decided in favor of the appellant and the decision of the Board of Directors reversed, then the status of the member affected by such decision shall thereupon be restored.

## **ARTICLE II**

### **BOARD OF DIRECTORS**

**Section 1** The Board of Directors shall exercise absolute discretion in the interpretation and enforcement of the By-Laws, and shall in every way safeguard the best interests of the Club and the game of golf.

**Section 2** The Board of Directors shall hear all the complaints or disputes between members of the Club, but no member of the Board involved in any dispute shall sit in hearing or vote on such complaint or dispute.

## **ARTICLE III**

### **THE PRESIDENT**

In addition to the powers given to the President by the Constitution, he is authorized to appoint such special committees as may be found desirable and necessary for the interests and purpose of the Club.

## **ARTICLE IV**

### **STANDING COMMITTEES and POSITIONS**

**Section 1** The Board of Directors shall, at their first meeting following each annual election meeting, appoint chairmen to the following standing committees and a Financial Secretary to serve for a period of one year. The committees shall consist of the appropriate number of required members.

- a. Handicap Committee
- b. Tournament Committee
- c. Entertainment Committee
- d. Special Events Committee to be chaired by the Vice President
- e. Communication Committee
- f. Financial Secretary

**Section 2** Duties

- a. The handicap chairman shall be responsible for supervision and administration of handicaps and shall be the contact with other organizations in all matters pertaining to handicapping and will be an active member of the Tournament Committee. The Handicap Chairman will have the responsibility to monitor all members handicap and to adjust and discrepancies as necessary within the boundaries and scope of the U.S.G.A. and C.S.G.A.

- b. The Entertainment Chairman shall be responsible for the social activities of the Club, and for making arrangements, negotiating costs, and any other social functions including dinner meetings or any other event as directed by the Board.
- c. The Tournament Co-Chairmen shall be responsible for the formulation of the Club's playing schedule and shall supervise the conduct of competitions, shall be the arbiter in all disputes arising from play, and shall formulate and post any necessary policies, rules, etiquette in harmony with policies of the Connecticut State Golf Association.
- d. The Communications Chairman shall be in charge of all communications of General Membership and publicity.
- e. The Special Events Chairman shall chair all special events including but not limited to the Club Championships, and New England Public Links Association events.
- f. The Financial Secretary shall have the authority to receive and give receipt of all monies due and payable to the Club from any source whatsoever; and to endorse on behalf of the Club all checks, drafts, notes, warrants and orders for all the payments of money. He will provide the Treasurer with details and documentation of all deposit transactions. He shall maintain the active membership list and communicate all new member information to the Communication Chairman.

## **ARTICLE V**

### **HANDICAP SYSTEM**

The handicap system of the Club shall be that of the United States Golf Association, except as modified by the Connecticut State Golf Association.

## **ARTICLE VI**

### **AMENDMENTS**

The By-Laws may be amended or suspended without notice at any meeting of the Board of Directors by a two-thirds vote of the Board.



