

Whitinsville Golf Club

Massachusetts, 1925

FENVAL

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Preamble

These bylaws, rules and regulations are published based upon the following considerations:

1. That the Whitinsville Golf Club is owned and governed by its Founder Members.
2. That the rights and privileges of all the members will dominate the actions and decisions of its governing body.
3. That the interpretation of these bylaws, rules, and regulations by the Board of Governors and various committees always be guided by considerations 1 and 2 of this preamble.

The importance of these three items is basic to successfully and fairly maintaining the administration of the club.

Bylaws

Article I: Name and Purpose

Section 1

The name of the Club will be the Whitinsville Golf Club and this name, together with the words “Massachusetts, 1925”, shall appear on the seal of the club.

Section 2

The purpose of this club is to promote and encourage **golf**.

Article II: Government

Section 1 Officers

The Officers of the Club shall consist of a President, Vice President, Secretary, and a Treasurer, who, together with five (5) other Founder Members, shall constitute a Board of Governors, whose number shall be maintained at nine.

Section 2 Officer Elections & Appointments

The Officers shall be elected at the annual meeting, or at any adjournment thereof. They shall hold their respective offices for one year or until their successors are chosen. Any vacancies in the offices of Vice-President, Secretary, or Treasurer occurring during their term of office, may

be filled by the Board of Governors. If the position of President becomes vacant, the vice-president shall assume the duties of President for the remainder of the term.

A member can only serve as President for two consecutive years. After leaving office (for one or two years) they must wait at least three years before being eligible for another term for President or Vice President.

An officer or member of the Board of Governors may be removed from office by a vote of six members of the Board at any duly called Board of Governor's meeting. The Officer or member must be presented, at least one week before the meeting, with the charge or charges to be presented with the reasons for such charge(s) so the officer or member can present a defense.

Section 3 Board of Governors

At each annual meeting, the Board Members who are not Officers shall be elected for a term of three years to fill the vacancies occurring that year. Any vacancy occurring during their term of office may be filled by a majority vote the Board of Governors with the appointee holding office until the next annual meeting when a new Board Member shall be elected to serve the remainder of the term.

Section 4 President & Vice President Responsibilities

The President or Vice-President shall preside at all meetings of the Founder Members and of the Board of Governors, and shall perform such other duties as the Board of Governors may assign them. In the event of their absence or a vacancy in both of these offices, a temporary presiding officer shall be elected from and by the Board of Governors. The President, or Vice President in the absence of the President, may make decisions when an issue which, in an emergency, could negatively affect the financial position of the Club. That person has to get approval of such decision from a majority of the Board of Governors.

Section 5 Secretary

It shall be the duty of the Secretary to keep a record of all the meetings of the Founder Members and the Board of Governors. He shall give notices for all meetings, post minutes of the meetings, and generally perform such duties that are associated with that office.

Section 6 Treasurer

The Treasurer shall oversee collection of all revenues of the club, and shall oversee payment of all debts of the club incurred by the Board of Governors or by its authority. He shall keep the club's accounts, and submit a written report of the financial condition of the club at each Founders Meeting, and whenever else requested to do so by the Board of Governors. The

treasurer shall arrange for an annual review of the club's financial statements by a registered certified public accountant, with the resulting report directed to the Board of Governors.

Section 7 Board of Governors Responsibilities

1. The Board of Governors shall be responsible for the general management of the affairs of the club and its property.
2. The Board of Governors may authorize committees on election of Members, House, Grounds, and Golf Tournaments and such other committees as deemed necessary for proper administration of the affairs of the Club. The Chairman and Members of such Committees shall be appointed by the President subject to approval by the Board. The Board of Governors shall have the right to delegate to any Committee created by it, such duties and responsibilities as it may deem necessary.
3. The Board of Governors shall have the power to make rules and regulations for the election of Members to the Club.
4. The Board of Governors shall make rules as to the use of the clubhouse, grounds, and the management thereof. The Board shall authorize the employment of assistants and other workers as it deems necessary. It shall receive and address complaints from the membership, provided the complaint is made in writing.
5. The Board of Governors shall have the power, in case of any infraction of either the bylaws or any other rule of the club by a member, or of any conduct on the part of a member which shall be pronounced by a two-thirds vote of the Board to have endangered the good order, welfare, or character of the club, to suspend or expel said member, but only after properly notifying the member of the charges against him/her, and granting the member a hearing by the Board to answer charges of the alleged infraction or misconduct. Subsequent to the hearing, the Board shall notify the member in writing of their decision regarding any action to be taken.
6. The Board of Governors shall have the power to remit the penalties set forth in Article V, sections 6 and 7 of these bylaws if, in the judgment of the Board, the violation is inexcusable.
7. With the exception of the previous paragraph, any vote of the Board of Governors may be overturned at a Special or Annual meeting of the Founder Members by a two-thirds vote. See Article III, Section 2, for the method of placement on an agenda.
8. Legal Opinions concerning Club matters shall only be sought after a majority vote of the Board of Governors approves such action.

Section 8 Land and Property

1. Proposed sale of land and properties must be approved by a two-thirds vote of the Founder Members at a legally constituted meeting.
2. In the event of dissolution of the club, the net assets, if any, after payment of all outstanding indebtedness and expenses of dissolution, shall be distributed to the civic organizations and charities in the Town of Northbridge. The specific organization and

amounts to be distributed to each shall be determined by the Founder Members at the time of dissolution.

Section 9 Expense Approvals

Any expense to the buildings or grounds over \$7,500.00 above a previously approved budget item at a Founders meeting, shall be submitted to the Founder Members for approval and will require a two-thirds majority vote. The only exceptions would be emergency repairs, or cart path work to be paid out of the cart path fund.

Article III: Meetings

Section 1 Annual Founders Meeting

1. The annual meeting of the Founder Members shall be held at a place in Whitinsville to be designated by the President, on the third Monday in November of each year. At which time the officers and Board of Governors of the club shall be elected for the ensuing year. The Board of Governors, within its discretion, may move the annual meeting to any date within four weeks of said Monday in November.

The Nominating Committee shall consist of no less than 3 and no more than 5 full time members appointed by the Board of Governors. They are to hold interviews and submit nominations to the Board of Governors one month prior to the Annual Founders Meeting.

Founding member may be nominated from the floor of the annual Founders Meeting and with a duly noted second be voted on for the office nominated. The individual must win a 2/3's majority vote from the floor when the Nomination Committee has a candidate. If no candidate is brought forward by the Nominating Committee. The Floor candidate needs a simple majority vote.

2. The Secretary shall email a written notice of such meeting to each Founder Member of the club at least two weeks before the date of such meeting. A formal letter will be sent to those who have registered with the club that states they do not have email available. A list of candidates for officers and Board of Governors shall be included with the written notice. Copies of the annual income statement, annual balance sheet and committee reports for the previous year, and proposed budgets and proposed dues schedule for the ensuing year shall be made available to each Founder Member at least two weeks prior to the date of the meeting.
3. Twenty five of the Founder Members shall constitute a quorum at all Founder Member meetings.
4. The Secretary shall post the minutes of all Founder Member meetings, subject to the approval of the Founder Members.
5. Meetings can be conducted electronically (ZOOM) in the event it cannot be held on the premises

Section 2 Special Founders Meetings

Special Founder Member meetings shall be called by the Secretary whenever he shall be requested in writing so to do, by any three members of the Board of Governors or by any ten (10) Founder Members. The notice received asking for the meeting, must contain a definition of purpose, agenda, and a lead individual in order to be acted upon. A notice of any such meeting and the purpose for which it is called, must be emailed or mailed to each Founder Member of the club at least one week before the scheduled date. Subjects not stated in the notice will not be acted on at any special meeting.

Section 3 Board of Governors Meetings

Meetings of the Board of Governors shall be called by the Secretary whenever they shall be requested so to do by the President or any two members of the Board.

Section 4 Fiscal Year and Golf Privileges

1. The fiscal year of the golf club from October 1st and run through September 30th.
2. Golf privileges of the golf club shall be from January 1st and run through December 31st.

Article IV: Members

Section 1 Founders Members

1. Members of the Corporation shall be “Incorporators”, who shall be called Founder Members, and such other persons they shall elect to be Founder Members. Founder Members shall have the sole voting power in the club, and each Founder Member shall have one vote. Eligibility for application as a Founder Member shall require that the applicant must be a Full member (defined as an Individual, Executive and Junior Executive Membership) in good standing for a minimum of one (1) year.
2. New Founder Member applicants must submit a letter to the club secretary any time after the one year anniversary date of their holding a Full membership category requesting founder membership status subject to the approval of the founder members at the next founder meeting.
3. Any Founder member who has notified the club that they do not desire to maintain an active membership shall forfeit their founder membership status.
4. Founder membership shall not be transferable. Founder Members that change membership categories from a Full Membership shall retain founder membership.

5. A Founder Member must be a Founder Member for one year before being eligible for nomination as an Officer of the Club or a Member of the Board of Governors. Unless eligible openings do not have a nominated member.

Article V: Membership Categories and Privileges

Section 1 Membership Category Changes

New Membership Categories/Discontinuance of a Membership Category.

Any new categories of membership may be established upon a majority vote by the Board of Governors. Any current membership category may be discontinued upon a majority vote by the Board of Governors. At which point no further person or entity may enter such membership category. However, any person or entity may continue in their discontinued category until the end of the golf year.

Section 2 Membership Privileges

Privileges of membership by category may be established upon a majority vote of the board of Governors. The Board of Governors shall publish the privileges of each category of membership.

The Board of Governors may revise the above restrictions for tournaments, leagues, special events or special conditions.

Section 3 Member Dues

1. The dues for all membership classification shall be established by the Board of Governors.
2. Members shall be subject to the payment of the dues of the class membership to which they correspond.

Section 4 Initiation Fees

1. An initiation fee may be charged to all newly elected Members.
2. Initiation fees shall be set by the Board of Governors.

Section 5 Determining Membership Dues

The Board of Governors shall determine the Annual Membership dues for each class of membership, with Foundering Members approval at their annual meeting.

Section 6 Monthly Billing

The Treasurer, by the first of the month, shall email or mail to every Member a notice of his indebtedness to the Club. If such indebtedness remains unpaid at the expiration of thirty days from the date of said bill, the Board of Governors shall suspend playing and clubhouse privileges of such Member for non-payment and shall give him or her notice to that effect. The suspension will be lifted upon payment of all indebtedness if payment is made prior to a vote for termination of Membership under Section 6.

Section 7 Termination for Non Payment

A Membership may be terminated for non-payment of any indebtedness to the Club by the vote of a majority of the Board of Governors present at a meeting duly called, provided a certified notice of this probable action is sent to the Member fourteen days prior to the meeting. Only full payment of indebtedness, including penalties and charges can prevent a vote. Terminated membership carries with it the penalty of permanent exclusion from membership and any guest privileges. Exclusion from membership and/or guest privileges can be lifted upon full payment of all indebtedness, a two-thirds majority vote of the Board of Governors approving reinstatement and a one year suspension from the date of receipt of payment. At the completion of one year, the suspended Member may seek listing on the Former Member list and is eligible for guest privileges.

Section 8 Leave of Absence

Leave of absence from membership shall be requested in writing to the Secretary. Such requests should include the reason(s) for consideration of the leave of absence. Requests are subject to approval by the Board of Governors and fall into two categories as follows:

1. Regular Leave of Absence: A Member may request a leave of absence effective on the first day of the next month following the submission of the request. If the leave is granted, the request must be submitted prior to the last Thursday of the month so that it may be considered by the Board at their monthly meeting. If the request for leave is granted, it will be for a period of one year. At the end of the leave, the Member has three options, as follows:
 2. Immediate resumption of membership in the same classification as when granted leave.
 3. Submission of a request to be placed on the former member waiting list.
 4. Submission of a letter of resignation from the club.

Members are eligible for only one regular leave of absence.

Medical Leave of Absence: If, due to a medical condition, a Member is unable to play golf or otherwise partake of membership benefits, then he or she may request a Medical Leave of Absence which will take effect the first day of the month following the submission of the request. The request must be accompanied by a doctor's letter in support of the medical leave. Such leave, if granted by the Board of Governors, shall be for an indefinite period. At such time

as the Member feels they are able to resume membership; they must submit a letter in writing to Board of Governors with a request to return.

Approval is subject to the Board of Governors on a case by case basis, the number of medical leaves a member may have is not limited.

Section 9 Member Classification Changes

Any Member may change membership classification by submitting request in writing before the date on which the next dues bills are sent. With the exception of requests for medical leave of absence, only one such membership change per year shall be allowed.

Article VI: Resignation

1. All resignations of membership shall be made in writing addressed to the Board of Governors. No resignation shall be accepted from any Member still having an outstanding balance due the club. Submission of a resignation under these circumstances will result in termination under Article V, section 7.
2. All resignations must be presented before the date on which the dues are billed; otherwise the member shall be liable for the ensuing dues, unless waived by a majority vote of the Board of Governors.
3. Any Member who resigns shall be eligible for re-admission via the Former Member waiting list no sooner than one year from the date of resignation.

Article VII: Club Property

1. No person shall take away from the premises any property belonging to the Club without written permission of the club manager.
2. In case of any destruction, defacement or injury of any property belonging to, or leased by, the Club, the person causing it shall pay the cost of replacing or repairing the same unless the Board of Governors shall remit his or her obligation to do so. Failure to abide by this rule could result in suspension or termination by the Board of Governors.

Article VIII: Amendments

These Bylaws may be amended at any meeting of the Founder Members by a two-thirds of such members present, provided that due notice of the proposed amendment has been given in the call for the meeting. Any amendments to the Bylaws that are approved by Founding Members must be attached to these Bylaws by the Secretary, with the date approved.

Article IX: Parliamentary Authority

The Rules contained in the modern edition of “Roberts Rules of Order” shall govern the Club in all areas not specifically covered in the current By-Laws and all cases where they are not inconsistent with these bylaws and any special rules of order the club may adopt.

Rules & Regulations

Membership Application

1. The Secretary shall accept requests for new memberships and maintain a listing of such applicants, listing their name, address, type of membership requested and date requested.
2. The Secretary shall furnish a list of applicants for membership to the Board of Governors at a regularly scheduled meeting.

Procedure

1. The Board of Governors shall maintain an approved list of membership categories. Membership allocations will be rotated in accordance with these categories whenever an opening for membership exists.
2. The President and Secretary will select the next applicants and present them, along with other membership changes, to the Board of Governors for approval.

Payment of Dues

1. Newly approved Members shall immediately make payment on their initial invoice by the end of the month they join.
2. The payment of annual dues shall be made in eight installments and be paid no later than thirty (30) days following the billing date. The billing dates shall be January 1, February 1, March 1, April 1, May 1, June 1, July 1 and August 1.
3. Golf and Club House privileges may be stopped by a majority vote of the Board of Governors for late payment.

Club House Rental

All club house rentals shall be under the control of the Board of Governors who shall approve or not approve of such requests and may apply any rules or regulations pertaining to such rentals.

Purchases

Members will make payments for all purchases by paying each or signing charge slips presented at the time of their orders. The redemption of these charge slips will be monthly.

Conduct and Complaints

Conduct

Members will be expected to conduct themselves in a manner that will not be negligent or impertinent. Proper conduct is expected whether on the golf course or in the clubhouse. The Board will have the authority to issue a letter of Reprimand. When a suspension or termination is involved the individual will have the right to go before the board prior to being suspended or terminated. The Board after hearing from the individual will determine the suspension or termination of membership.

Complaints

Any Member wishing to file complaints about any act of negligence or impertinence on the part of an employee or member with respect to the clubhouse, club grounds or of any matter of the Club, must make their complaint in writing to the Board of Governors. Complaints addressed personally to any Officer, Board Member, employee of the club or submitted anonymously will not receive attention. The Board of Governors must address the complaint at the next duly called Board meeting. The Board of Governors must send the accused a letter notifying them of the complaint against them, one week before said meeting so complainant may have the opportunity for a defense. Both the Complainant and the Accused must attend that meeting. If the Board feels the charge warrants a penalty, the Board, by two thirds vote may suspend the accused for a reasonable time or expel them from the Club.

Restrictions

Dogs are not allowed in the clubhouse or to run at large on the premises. Exceptions will be made for a dog being used for bird control or for a Certified Service Dog.

No notices shall be posted or circulated except by permission of the House Committee or the Club Manager.

No merchandise or service of any kind shall be sold, distributed or advertised on Club property. Only Exception is merchandise or services sold by the Club or PGA Professional, with the prior permission of the Board of Governors.

Lost Articles: The Club will not be responsible for articles lost from the clubhouse, grounds or other buildings.

Visitors

1. Any Member sponsoring visitors for special extended playing privileges must contact the PGA Professional. Such visitors must have a residence beyond 100 miles from the club.
2. Playing privileges shall not exceed a period of two weeks and such visitors will be listed in the guest book maintained by the club professional listing the visitor's name, sponsor and entry date.
3. Members sponsoring visitors shall be responsible for all bills incurred by such visitors.
4. The proper guest fees shall be paid each time such visitors play the golf course.
5. Sponsors of such visitors must play with them only on Fridays, Saturdays, Sundays and Holidays.
6. No such visitors can be sponsored more than one time in each calendar year and no member can sponsor more than two such visitors at one time except by vote of the Board of Governors.
7. Visitors must follow Dress Code Policy

Guests

1. Any Member may sponsor a guest, but ordinarily no more than four guests for a day to the privileges of the club, provided that the following conditions are met:
 - a. Members not accompanying their guests must notify the Pro Shop at least one day prior to the intended day of play. Guests not accompanied by a Member may not play on Fridays, Weekends or Holidays.
 - b. Any Member wishing to sponsor more than a foursome for play must:
 - i. Receive permission from the PGA Professional or the Assistant at least one day prior to the day of intended play.
 - ii. Accompany their guests during the round of play.
 - c. No guest shall be sponsored more than once in a calendar month excluding approved tournament play.
 - d. On the day of play all guests must report to the pro shop to register in the guest book prior to playing except when participating in a scheduled Member-Guest tournament.
 - e. It is the responsibility of the sponsoring Member to ensure that the conduct of their guests is consistent with all rules and regulations currently in effect at the golf club.
 - f. No person may be admitted to the clubhouse and grounds except members and the guests of members.
 - g. Guests must adhere to Dress Code policy

Greens Fees

1. The schedule of green fees shall be established by the Board of Governors.
2. When visitors or guests use the course, the appropriate greens fees will be charged.

Smoking

Smoking policy will be per order of the Town of Northbridge Board of Health regulations.

Term of the President

The term for the position of the President of the Board of Governors is One Year and shall not exceed two (2) consecutive years.

Quotes for work to be performed

The Board of Governors must obtain a minimum of two (2) written quotes from competing contractors, prior to contract award. Provided the work required is not an emergency.

Committees

House Committee

1. The House Committee shall be composed of five Members appointed in accordance with the Bylaws. The Chairman shall be a Member of the Board of Governors and the other Members to be appointed from among the general membership.
2. The duties of the House Committee will be to look after all matters pertaining to the operation of the clubhouse and enforcement of all house rules.
3. The Board of Governors shall set the hours that the clubhouse will be open.
4. Lockers and club storage may be rented at fees established by the Board of Governors.
5. No alcoholic beverages of any kind shall be permitted or consumed on Club property other than those dispensed by the Club.

Grounds Committee

1. The Grounds Committee shall be composed of five Members appointed in accordance with the Bylaws. The Chairman shall be a member of the Board of Governors and the other Members to be appointed from among the general membership.
2. The duties of the Grounds Committee shall be to look after all matters pertaining to the conditioning and upkeep of the golf course and all of the property of the club, with the exception of the clubhouse and its contents.

3. They shall have the direct charge of the Superintendent who, in turn, will have charge of outside help. They shall also have charge of the PGA Professional in so far as it concerns the golf course.
4. They will be responsible to the Board of Governors for all expenses incurred in carrying out their duties and shall see that the posted grounds rules are enforced.

Tournament Committee

1. The Tournament Committee shall be composed of three or more Members appointed in accordance with the Bylaws. The Chairman shall be a Member of the Board of Governors with the other Members being appointed from among the general membership. The Golf Professional should be included on the committee.
2. Their duties shall consist of the arrangement of tournaments, and special exhibition matches.
3. Closing of the course to regular play for specific tournaments must receive prior approval of the Board of Governors.

Special Committee

A Special Committee shall be appointed to do assignments as directed by the President with approval of a majority vote of the Board of Governors. It shall be composed of Members as assigned by the President.

Employees

1. The Board of Governors shall maintain three supervisors: a Superintendent, a PGA Golf Professional and a Club Manager, who will be responsible for the hiring and firing of employees, other than themselves, subject to the approval of the Board of Governors.
 - a. The officers of the Board of Governors shall, at the end of each golf season and before the regularly scheduled Founders meeting, meet with the Chairperson of the House, Greens and Tournament committees to evaluate the job performance of the Club manager, PGA Professional and the Superintendent.
2. The Board of Governors shall establish and maintain a personnel policy which addresses all rules and benefits of employment and a job description for each employee.
3. Employees may receive limited golf privileges. Those privileges are limited to golf on Monday's only at the discretion of the Pro-shop, if the course is available. Employees must check in with Pro Shop prior to play. The exception to this rule is the PGA Professional, Assistant PGA Professional, Superintendent, Assistant Superintendent, and General Manager. They are allowed to play with their guests at their own discretion.