

BYLAWS  
OF

OLIVAS LINKS MEN'S GOLF CLUB, INC.  
a California Mutual Benefit Corporation

**ARTICLE I**

NAME

The name of this corporation shall be:

OLIVAS LINKS MENS GOLF CLUB, INC., herein referred to as OLMGC or CLUB.

**ARTICLE II**

PRINCIPAL OFFICE

The principal office for the transaction of the corporation's business ("principal executive office") is in the State of California, County of Ventura. The principal office will be located at the current home address of the Secretary.

The directors may change the principal office from one location to another. The secretary shall note any change of this location in these bylaws opposite this section, or this section may be amended to state the new site.

**ARTICLE III**

DEDICATION OF ASSETS

The properties and assets of this nonprofit corporation are irrevocably dedicated to the fulfillment of the Objectives and Purposes of this corporation outlined in Article IV hereof. No part of the net earnings, properties, or assets of this corporation, on dissolution or otherwise, shall inure to the exclusive benefit of any private person or individual or any member or director of this corporation except in fulfillment of said Objectives and Purposes. On liquidation or dissolution, all properties, assets, and obligations shall be distributed according to the nonprofit provisions of the California Corporations Code, then in effect.

**ARTICLE IV**

OBJECTIVES AND PURPOSES

1. To further the interest of golf and those who play it without discrimination of race, color, creed, gender, national or ethnic origin, sexual orientation, or physical or mental disability.
2. To promote good fellowship, sportsmanship, and friendly competition among OLMGC members and other golf clubs.
3. To provide a means of organizing and conducting golf tournaments and related events.

4. To adopt and enforce a method of handicapping CLUB members that will meet the Indexing System recognized by United States Golf Association/Southern California Golf Association affiliates.

## **ARTICLE V**

### **MEMBERSHIP**

1. Applicants for membership must have reached their eighteenth (18<sup>th</sup>) birthday and hold amateur status. OLMGC can approve junior memberships, at no charge, for handicap purposes only. Junior members may play in OLMGC events but cannot compete for prize money.
2. The Board reserves the right, by majority vote, to accept or reject membership to applicants deemed to be professional golfers.
3. A member may be expelled for failure to comply with CLUB rules or by their conduct tending to discredit the CLUB, the game of golf, or course management. No member shall be expelled except at a board of directors meeting and after a full hearing. A majority vote of the OLMGC board members shall be necessary to remove. A member cannot be expelled unless they shall have written notice at least ten (10) days before the meeting at which their expulsion will be considered.
4. There shall be a limit of five hundred (500) members, plus "Life Members."
5. New member and renewal membership fees shall be determined by the Board of Directors and shall be payable in advance.

## **ARTICLE VI**

### **GOVERNMENT AND MANAGEMENT**

The governing board shall consist of eleven (11) members in good standing of the OLMGC and shall exercise all powers of management not explicitly excluded by these by-laws. At least fifty percent (50%) of the Board of Directors, six (6), shall constitute a quorum for legal matters concerning the management and financial direction of OLMGC. As the need arises, the CLUB board may recommend additional board positions to be ratified at the next general meeting.

Terms of Officers and Directors and Election Years

<u>OFFICERS</u>	<u>TERM</u>	<u>ELECTION FREQUENCY (Years)</u>
President	1 year	Annually
1 <sup>st</sup> V.P. Tournament Director	1 year	Annually
2 <sup>nd</sup> V.P. Hcp Director/Parliamentarian	2 years	Even
Treasurer	2 years	Odd
Secretary	2 years	Odd
Past President	1 year	Annually

<u>DIRECTORS</u>	<u>TERM</u>	<u>ELECTION FREQUENCY (Years)</u>
Activity, Publicity, Liaison Director	2 years	Even
Website Director	2 years	Odd
Asst. Tournament Director	1 year	Annually
Special Events Director	2 years	Even
Membership Director	2 years	Even

**ARTICLE VII**

**DUTIES OF THE GOVERNING BOARD**

**1. PRESIDENT**

Shall preside over all official OLMGC meetings, become an advisory member of all committees (except the nominating committee), and direct the activities of CLUB. The President shall be the primary representative and spokesperson for the OLMGC and direct and author all official club correspondence. The President shall call special meetings and assign official duties to other officers and directors as appropriate. The President shall appoint the Chairman of all committees and be an ex-officio member of all committees except the Election Committee. Presidential discretion permits replacing any Board member who becomes derelict in their duties by missing three (3) consecutive meetings. He shall notify the incumbent and, at the next meeting, appoint a successor, subject to approval by the Board of Directors. Before installing new officers, the President shall perform or oversee an annual review of OLMGC financial reports and funds. The President shall not initiate motions or propose actions during the normal conduction of official meetings. The official business, including matters of personnel or members of the OLMGC, shall be administered during the Director Meetings and public business at the General Meetings. The President is an official signatory on OLMGC bank accounts.

## **2. FIRST VICE-PRESIDENT TOURNAMENT DIRECTOR**

The 1<sup>st</sup> V.P. Tournament Director shall remain informed of club activities and stand ready to assume the President's duties as required. The 1<sup>st</sup> V.P. Tournament Director shall be supported by the 2<sup>nd</sup> V.P. Handicap Director, Assistant Tournament Director, and any Tournament Committee Assistants appointed. The 1<sup>st</sup> V.P. can appoint OLMGC members to assist him, with the approval of the Board of Directors.

### GENERAL DUTIES

THE 1<sup>ST</sup> VICE-PRESIDENT SHALL BE THE OLMGC TOURNAMENT DIRECTOR AND IS RESPONSIBLE FOR PLANNING, SCHEDULING, REPORTING, AND CONDUCTING OFFICIAL OLMGC HOME TOURNAMENTS.

SECURE HOME TOURNAMENT DATES AND PREPARE TOURNAMENT SCHEDULE FOR THE FOLLOWING YEAR

ESTABLISH TOURNAMENT RULES AND CONDITIONS, AND ARRANGE IN ADVANCE FOR HELP AT CHECK-IN AND SCORING

PREPARE A FINANCIAL REPORT FOR EACH TOURNAMENT, COLLECT FEES AND FORWARD IT TO THE TREASURER

PROVIDE TOURNAMENT RESULTS TO THE WEBMASTER

REPORT TOURNAMENT STATUS AND RESULTS AT MEETINGS

SECURE TROPHIES AND AWARDS, AND DISTRIBUTE TOURNAMENT PRIZES

### SPECIFIC DUTIES

The Tournament Director shall determine how the OLMGC tournaments will be played and the rules and conditions for each event. The flights and prize breakdown shall be established and posted before tournament play. The Tournament Director shall coordinate upcoming tournaments with the golf pro and secure necessary tee times. The Director shall prepare tournament entries, schedule the tee times and submit the finalized tee times list to the golf pro one week (or Wednesday) before the tournament date. He will validate OLMGC member and guest handicaps. The Tournament Director shall prepare a formal financial statement for each tournament indicating all revenue and expenses accompanied by valid receipts and forward the financial information and all entry fees to the Treasurer within one week of the tournament. He will ensure all prizes are awarded, and the course is reimbursed for tournament costs. The Tournament Director will finalize the tournament results and post them on the website. The Tournament Director shall prepare a tournament schedule for the following year, including the tournament format, by August 1st of the current year. He will submit the tentative plan to the Board of Directors for approval. CLUB tournaments will generally be scheduled for the third weekend of the month, Saturday or Sunday, to avoid holidays. He shall maintain liaison with the officers and directors of the other committees to ensure that information is coordinated and that critical issues are addressed. The Tournament Director shall maintain tournament files and ensure that the incoming Tournament Director receives all current and applicable records. The Tournament Director shall forward historical files to the Secretary for record purposes. As 1<sup>st</sup> Vice-President, he shall perform all official duties assigned by the President.

### **3. SECOND VICE-PRESIDENT HANDICAP DIRECTOR/ PARLIAMENTARIAN**

The Handicap Director is responsible for properly implementing the USGA/ SCGA handicapping system. As a parliamentarian, maintain order at all OLMGC activities and ensure meetings are conducted in an appropriate order. He will function as 2<sup>nd</sup> assistant to the tournament committee & serve as the primary arbitrator in rules disputes.

#### GENERAL DUTIES

MAINTAIN LIAISON WITH SCGA REGARDING HANDICAP SYSTEM

INSTRUCT MEMBERSHIP ON PROPER SCORE POSTING PROCEDURES

MONITOR SCORE ENTRIES AND ESTABLISH AND PROPOSE CORRECTIVE CHANGES TO A MEMBER'S HANDICAP TO THE BOARD OF DIRECTORS FOR ACTION AS NEEDED.

#### SPECIFIC DUTIES

The Handicap Director shall liaise with and attend the SCGA meetings as required. He will implement the SCGA/ USGA handicap system and instruct the membership on SCGA procedures for adjusting gross scores and proper score posting procedures. The Handicap Director shall maintain committee files and ensure that the incoming Director receives all current and applicable records and forwards historical files to the Secretary for record-keeping purposes.

He shall perform all official duties assigned by the President. As Parliamentarian, he shall maintain the Constitution and By-Laws and ensure effective management and order at all official OLMGC meetings. He shall provide facilities and arrange the room for all official meetings. The Parliamentarian will maintain the official rules of golf files and be the principal arbitrator for all rules disputes.

### **4. SECRETARY**

Secretary shall be responsible for the official recording and accuracy of all meetings and archiving of such minutes and all club records. He is responsible for managing club correspondence and maintaining OLMGC records, including a log of approved motions.

#### GENERAL DUTIES

PREPARE AND FILE THE ANNUAL CORPORATION STATEMENT OF INFORMATION WITH THE SECRETARY OF STATE FORM SI-100.

THE SECRETARY SHALL TAKE AND FINALIZE ALL OLMGC GENERAL AND DIRECTOR MEETING MINUTES.

#### SPECIFIC DUTIES

He shall prepare a summary of the Director's Meeting activities when requested to report on specific Board actions in response to a General Membership request. The Secretary shall maintain the

official OLMGC files. He shall read the immediate past minutes of the OLMGC Director's Meeting at the next similar OLMGC Director's Meeting and make corrections as approved.

## **5. TREASURER**

The Treasurer becomes the custodian of all official funds. He prepares and reports the budget status at all meetings. The Treasurer shall support official audits of the OLMGC financial reports. The Treasurer is an authorized signatory on OLMGC bank accounts, along with the President and Assistant Tournament Director.

### GENERAL DUTIES

MAINTAIN OLMGC FINANCIAL RECORDS

PREPARE PROPOSED OLMGC BUDGETS

REPORT FINANCIAL STATUS AT MEETINGS

DEPOSIT OLMGC FUNDS AND MAINTAIN BANK LIAISON

EXPEND FUNDS TO MEET OLMGC OBLIGATIONS

ADMINISTER BOARD APPAREL

### SPECIFIC DUTIES

The Treasurer shall ensure that all expenditures are within budget or have special approval from the Board of Directors. He shall promptly deposit all funds in the OLMGC bank account, maintain current actual versus budget status, and report at monthly official meetings. The treasurer will ensure that he receives the current membership status from the Handicap and Membership Directors and provide prompt payments to SCGA. He shall ensure that tournament financial statements from the Tournament and Special Events Directors are accurate and complete. The Treasurer shall keep a proper set of books and make all financial records available for audit as directed by the President. The Treasurer shall disburse official OLMGC funds by check, signed by himself or another approved signor. He shall prepare a proposed budget for the next fiscal year for the Board of Directors' approval prior to January 1. He shall prepare year-end financial statements by March 1st for the next fiscal year for the approval of the Board of Directors." The treasurer is responsible for preparing and filing the annual Return of Organization Exempt From Income Tax with the Internal Revenue Service and the California Exempt Organization Business Income Tax Return with the California Franchise Tax Board. He is authorized to engage professional help to prepare these returns, if necessary.

## **6. IMMEDIATE PAST PRESIDENT**

The immediate Past President will fill the position. The Past President shall be the Chairman of the Election Committee and ensure a fair and equitable election of the Board of Directors. He shall follow the official election procedures defined in Article VIII of the by-laws and ensure all official records are turned over to the Secretary for historical purposes. The Past President shall make records and election status available to the President as directed.

GENERAL DUTIES

- CONDUCT BOARD OF DIRECTOR ELECTIONS
- PROVIDE OUTGOING PRESIDENT PLAQUE
- MAINTAIN OLMGC TROPHY DISPLAY
- ADMINISTER LIFE MEMBER PROGRAM
- CO-CHAIR SCHOLARSHIP COMMITTEE

SPECIFIC DUTIES

The Past President is responsible for conducting the board elections following the bylaws in Article VIII, section 3. He shall provide the webmaster with a list of board positions open for election for posting to the website. The Past President will maintain the Memorial Plaque and administrator the Life Members Program. The Past President will validate all Life Members' applications and submit them to the Board of Directors for approval. The Past President will perform other official duties assigned by the President.

**DIRECTOR POSITIONS**

The Directors shall consist of Membership Director, Special Events Director, Entertainment/Publicity/SCGA Course Delegate/Course Liaison Director, Website Director, and the Assistant Tournament Director. The Constitution and By-Laws authorize and define the powers and duties of all Directors. Director shall maintain committee files and ensure that the incoming Director receives current and applicable records.

**7. WEBSITE DIRECTOR**

The director shall maintain the official website.

GENERAL DUTIES

- ENSURE ALL NECESSARY INFORMATION IS PROPERLY PUBLICIZED TO THE MEMBERSHIP
- GATHER INFORMATION AS WELL AS SOLICIT RELEVANT NEWS FOR POSTING

SPECIFIC DUTIES

The Website Director shall include, at a minimum: meeting schedules, tournament schedules, meeting minutes, messages from officers, reports from committees, and other noteworthy information. He shall maintain liaison with the other directors and officers to ensure information is compiled and included in the updated website. Where applicable, shall forward historical files to the Secretary.

## **8. ACTIVITY, PUBLICITY, AND LIAISON DIRECTOR**

The Director shall provide for club activities and meeting entertainment. He shall be responsible for club publicity, including publishing articles and press releases in local media.

### GENERAL DUTIES

PROVIDE GENERAL MEETING ENTERTAINMENT AND PRIZES

COORDINATE THE ANNUAL BOARD OF DIRECTORS OUTINGS WITH THE SPECIAL EVENTS DIRECTOR

DEVELOP PRESS RELEASES AND PROVIDE LIAISON WITH LOCAL NEWSPAPER PUBLISHERS

CONDUCT DAYLIGHT SAVINGS PUTTING CONTESTS, HORSE RACES, OR OTHER ACTIVITIES

MAINTAIN LIAISON WITH SCGA AND REPRESENT OLMGC AT FORMAL SCGA MEETINGS

ATTEND PERTINENT CITY OF SAN BUENAVENTURA AND RECREATION DEPARTMENT MEETINGS AND PRESENT CLUB INPUTS AND RECOMMENDATIONS ON ISSUES BEING ADDRESSED.

CO-CHAIR SCHOLARSHIP COMMITTEE

### SPECIFIC DUTIES

The Director shall act as the liaison between the CLUB, Olivas Links management, the City of Ventura's golf representative, and the SCGA delegate. The Director shall be the liaison between the CLUB and the SCGA governing board and keep the membership advised of activities and meetings.

## **9. SPECIAL EVENTS DIRECTOR**

The Special Events Director is responsible for planning, scheduling, and conducting CLUB Away Events.

### GENERAL DUTIES

SECURE AWAY EVENT DATES AND PREPARE AWAY EVENTS SCHEDULE

ESTABLISH AWAY EVENT FORMATS, RULES, AND CONDITIONS

PROVIDE AWAY EVENT RESULTS TO THE WEBSITE DIRECTOR

REPORT AWAY EVENT STATUS AND RESULTS AT MEETINGS AND DISPERSE AWAY EVENTS PRIZES

COORDINATE WITH THE TOURNAMENT DIRECTOR FOR EVENT SCHEDULING

SPECIFIC DUTIES

The Director shall prepare a financial for each away event and forward it and all entry fees to the Treasurer, and ensure the course is reimbursed for Away Event costs. The Director will report on securing the dates for the following year’s Away Events to the Board of Directors. Director may authorize other than OLMGC members to participate in Away Events.

**10. MEMBERSHIP DIRECTOR**

The Membership Director is responsible for providing membership applications, compiling membership rosters, and maintaining application and membership records and files.

GENERAL DUTIES

- MAINTAIN MEMBERSHIP AND APPLICATION RECORDS
- COLLECT AND FORWARD APPLICATION FEES TO THE TREASURER
- REPORT MEMBERSHIP STATUS AT OFFICIAL MEETINGS
- SOLICIT APPLICATIONS AND RENEWALS
- PROVIDE AND FURNISH SCGA WITH MEMBERSHIP DATA

SPECIFIC DUTIES

The Director shall receive all membership application forms, forward the application fees to the Treasurer, prepare a membership roster and notify the Tournament and Index Directors of the current status. The Director will report the current membership status and provide the Board of Directors with a current roster. The Director shall maintain liaison with the board chairpersons of the other committees. The Director shall retain committee files and ensure that the incoming director receives current and applicable records. The Director shall forward historical files to the Secretary for record purposes.

**11. ASSISTANT TOURNAMENT DIRECTOR**

The Assistant Tournament Director organizes and runs side games at all home club events. The Director may be creative about what games are played and the means of prize distribution. He may also be called upon to assist the Tournament Director in running the main tournament.

GENERAL DUTIES

- ORGANIZE AND RUN TOURNAMENT SIDE GAMES
- ASSIST WITH COLLECTION, ACCOUNTING, AND DISTRIBUTION OF PRIZE FUNDS

## SPECIFIC DUTIES

Maintain Leader Board and Club Championship qualifying rounds reports and provide them to Website Director for posting. The Director is an official signatory on named accounts.

## **ARTICLE VIII**

### PROCEDURE OF MEETINGS

#### 1. OFFICIAL MEETINGS

All meetings shall be conducted under the recognized procedure of “Robert’s Rules of Order.” In cases of disagreement pertinent to proper procedure, the decision of the Parliamentarian shall be final. Voting must occur in person or via conference call or virtual meeting. Voting by Proxy is not allowed under California law.

#### 2. MEETING SCHEDULE

General Meetings shall generally be held semiannually in March and October. Board of Directors Meetings is typically held on the third Wednesday of each month at 6:00 PM. The board of directors may change meetings. DIRECTOR meeting dates shall be posted at least one week before the meeting date.

CLUB members may address the board during the board meeting but may not be present during discussions of personnel or members matters.

#### 3. ELECTION OF OFFICERS AND DIRECTORS

The Past President is responsible for conducting CLUB elections. In September of each year, the Past President, as Director, shall appoint 2 CLUB members in good standing to serve on the election committee. The committee will submit a list of all upcoming vacancies during the September Board Meeting. The Website Director will post upcoming vacancies immediately on the website.

The Past President will accept nominations of CLUB members in good standing via email. The Past President will submit all qualified nominees to the Website Director for posting. Nominations will be accepted up to 7 days before the October General Meeting. The election committee shall prepare a paper ballot for all contested positions. The committee, when necessary, shall appoint two judges (not Board Members, members of the nominating committee, or nominees) to officiate the election. Official votes shall be all ballots cast by the members during that October general meeting. Those nominees receiving the most votes cast by the members present shall be declared “elected.” Unopposed positions may be confirmed by a voice vote of all members present at the October general meeting.

#### 4. INSTALLATION OF OFFICERS AND DIRECTORS

The newly elected Board of Directors shall be installed during the December Board Meeting. They will assume the responsibilities of their new positions during that meeting.

## 5. FILLING VACANCIES

In the case of a vacancy, the remaining directors (even though less than a quorum) may elect a successor by a majority vote to hold office for the unexpired term. Where possible, the runner-up to the most recent formal election will be considered first.

## 6. DISMISSAL OF MEMBERS OF BOARD OF DIRECTORS

The Board of Directors may approve a request for resignation from a Board member. If a Board member has three (3) consecutive unexcused absences from official Board Meetings, that Board member is subject to dismissal from the Board at the President's and the Board's discretion.

### **ARTICLE IX**

#### **Life Membership**

Nominees for Life Membership shall meet all the following criteria:

- A. Have served on the board for ten (10) cumulative years in good standing, comprised of a minimum of two (2) different board positions or ten (10) years of consecutive service at one (1) position; and
- B. Have Fifteen (15) years as a member in Good Standing; and
- C. Have been active beyond the membership role; and
- D. Have participated in and attended OLMGC monthly tournaments and General Membership Meetings.

The Life Member Committee (LMC) shall be the nominating body for the process of presenting any current year Life Member nominee to the Board of Directors. The Life Member Committee shall be comprised of the Past President, who shall act as the Chairman, along with the Current Board President and one or more Life Members. If a Life Member is unavailable, the Chairman shall choose the 3rd committee member from the current membership. Any member selected cannot be a possible Life Member candidate.

The Committee shall review any nominee that a current CLUB member submitted as a potential Life Member candidate. The Committee shall validate the Life Member nominee's qualifications and then present these nominees to the Board of Directors.

The Committee shall submit a profile of each qualified candidate to the Board at the May meeting of the Board of Directors, and all nominees shall be discussed at this meeting. Following this meeting, the Past President will mail an official ballot to each board member, and such vote shall be returned to the Committee Chairman no later than the start of the June Board of Directors meeting. At this time, the Committee Chairman shall count the ballots. A three-fourths majority vote by the current Board of Directors will be required for approval of a Life Member. Life members are exempt from membership dues.

**ARTICLE X**

**AMENDMENT PROCESS**

These By-Laws may be repealed or amended by a two-thirds (2/3) majority vote of the membership attending a general meeting. Amendments shall be posted two (2) weeks before the meeting for such ballots.

**CERTIFICATION OF ADOPTION OF BYLAWS**

**ADOPTION BY OFFICERS**

We, the undersigned, are duly elected officers of this corporation and now do adopt the preceding amended bylaws as the bylaws of this corporation.

DATED: \_\_\_\_\_

President: \_\_\_\_\_

First V.P. Tournament Director: \_\_\_\_\_

Treasurer: \_\_\_\_\_

**CERTIFICATION**

This is to certify that the preceding is a true and correct copy of the corporation's bylaws, and those bylaws were duly adopted by the Board of Directors of the corporation on the date set forth above.

DATED: \_\_\_\_\_

Secretary: \_\_\_\_\_