

# Kaslo Golf Club

Instituted 1924

Incorporated under the "Society Act" March 23<sup>rd</sup> 1981  
(S16256)

## Constitution and By-Laws

First Revision: March 17, 1987

Notice of Commencement of Dissolution: Feb 19, 1993

Note: No Annual report foiled since October 16 1989

Dissolution delayed 3 months

Restoration

Second Revision: October 25, 1998

Third Revision: Feb 5, 1999

Feb 5, 1999: Name Change from Kaslo Golf and Country Club to Kaslo Golf Club

Fourth Revision: August 27, 2002

Fifth Revision: November 29, 2004

# Kaslo Golf Club

## Constitution

1. The name of the Society is “Kaslo Golf Club”
2. The purpose of the Kaslo Golf Club (“KGC”) is to provide golfing facilities on a non-profit basis to persons living, or visiting within the area of the Village of Kaslo and surrounding area, and to achieve this objective KGC will:
  - a. Operate and maintain the fairways, greens, buildings, machinery and clubhouse of KGC’s nine hole public golf course;
  - b. Provide and encourage recreational golfing facilities for all ages of the community by providing practice areas and sponsoring Junior, Regular, Senior, and Mixed tournaments;
  - c. Extend golf and clubhouse facilities to guests and visitors on payment of a set fee;
  - d. Ensure that any net income resulting from club operations be used to improve the golfing facilities

## Articles of Association

### Article 1 – Membership

1. There shall be the following classes of membership:
  - a. Individual Adult Membership shall include all persons over the age of eighteen (18) years;
  - b. Junior Membership is for all persons eighteen (18) years or younger;
  - c. Post-Secondary Student Membership is for anyone attending University or Post-Secondary School on a full time basis who shall be granted special playing privileges as set forth, from time to time, by the Board of Directors and shall not have voting privileges.
  - d. Honorary Memberships may be granted at the discretion of the voting membership and shall not have voting privileges.
  - e. Life Membership shall be granted to those persons over the age of seventy-five (75) who have been members in good standing for at least ten (10) years **and** have served on the Board of Directors for a minimum of two (2) years. They shall have full voting privileges
  - f. Any and all other classes of membership that may, from time to time, be established by the Board of Directors. They shall not have voting privileges.
  - g. Corporate Membership may be granted to those companies which purchase membership for a minimum of four (4) employees at a rate to be established by the Board of Directors. Each corporate member shall be issued a golf membership card. Regular membership rules, rights, privileges, and responsibilities shall apply.
2. The membership dues for the various types of membership shall be determined by the Board of Directors and approved by the membership. The daily green fees shall be set at the same time.
3. The Board of Directors shall determine annually the date by which dues must be paid.

4. A person may apply to the Directors for membership in the Society, and on acceptance by the Directors shall become a member. To maintain their membership in good standing every member shall uphold the Constitution and comply with these By-laws.
5. No membership fees shall be refunded after May 1<sup>st</sup> of the current golf season.

#### Article 2 – Termination of Membership

1. A member shall cease to be a member in good standing if they fail to pay their membership dues for the current year
2. A member may be expelled from the Club by the Board of Directors for conduct deemed detrimental to the best interests of the Club.

#### Article 3 – Meetings of the Membership

1. The Annual General Meeting shall be held the third Sunday in November, in the Village of Kaslo, in the Province of British Columbia, on a date set by the Board of Directors
2. A Nominating Committee shall consist of three (3) members of the returning Board of Directors. The Nominating Committee shall nominate three (3) members for a term of two (2) years and three (3) members for a term of one (1) year.
3. Every notice of a general meeting of the Club shall state the nature of the business of the meeting and such notice shall be given to every member fourteen days prior to the meeting.
4. Notice of any annual or general meeting shall be deemed given to every member if mailed or handed to every member, and in addition shall be deemed given to every member if a notice of the Annual or General meeting is advertised in any newspaper circulated in the Village of Kaslo
5. the Board of Directors may call general meetings of the Club, and on written requisition by ten per cent (10%) of the members shall forthwith convene a general meeting
6. Rules of Procedure at an annual or general meeting shall be determined by the Board of Directors or If any of the members object, Robert’s Rules of Order shall apply.
7. The quorum for general meetings shall be twenty-one (21) voting members in good standing
8. Only Adult members in good standing shall have the vote, and voting by proxy is permitted. Each member shall be entitled to one vote
9. October 1<sup>st</sup> to September 30<sup>th</sup> inclusive shall be considered the Club fiscal year. The golfing membership year shall begin on April 1<sup>st</sup> of the current golfing year and shall end March 31 the following year

#### Article 4 – Directors and Officers

1. The Members of the Board of Directors with the exception of the Past President, should be elected by members of the Club at the Annual General meeting and shall hold office until the next annual general meeting. Unless re-elected the President shall automatically assume the position of Past President for the forthcoming season.
2. Any vacancy on the Board of Directors may be filled by an appointment by the Directors upon agreement of a quorum of the Directors. A Notice of change of the Directors must be given to the Registrar, without delay
3. Meetings of the Directors may be called by the President or any two (2) Directors. A quorum for a Board of Directors meeting shall be four (4) members
4. The Board of Directors shall consist of not less than five (5) or more than twelve (12) members consisting of the following: President, Past President, Vice President, Secretary, Treasurer,

Membership Chairperson, Grounds Chairperson, Tournament Chairperson, Clubhouse and Pro Shop Chairperson, President of the Ladies Section, and Junior Program Chairperson. Two Junior Members will be welcome to briefly attend the monthly Board meetings to inform or present relevant information.

5. All the Directors must be full members in good standing during the year following election to the Board and throughout their time of office. Directors shall cease to hold office upon their ceasing to be members in good standing
6. Duties and Powers of the Directors: the management and administration of the Club shall be vested in the Board of Directors. The Directors shall have full power to make such rules and regulations as they deem necessary, provided such rules and regulations are not inconsistent with the Constitution and Bylaws. They may not enter into any agreement or transaction on behalf of the Club in excess of twenty thousand dollars (\$20,000) unless approved by the membership vote.
  - a. In order to carry out the purposes of the Society the Directors may, on behalf of and in the name of the Society, raise or secure the payment or repayment of money in such a manner as they decide and in particular but without limiting the generality of the foregoing, by issue of debentures
  - b. No debenture shall be issued without the sanction of a special resolution
  - c. The members may by special resolution restrict the borrowing powers of the Directors but a resolution so imposed expires at the next Annual General Meeting
  - d. Written contracts, obligations, or instruments of the Club which have been approved by the Board shall be signed by the President, or in his/her absence, the Vice President
  - e. The funds of the Club shall be subject to withdrawal for the purposes of the Club by cheque over the signatures of any two of the following authorized signees: President, Treasurer, Secretary, and the Bookkeeper.
7. No Director shall receive remuneration from the Club for his or her duties, unless such remuneration is approved by a majority of the general members at a meeting of the club
8. A director shall at all times:
  - a. Act honestly and in good faith and in the best interest of the club; and
  - b. In carrying out responsibilities requested of him/her or volunteered by him/her exercise the care, diligence, and skill of a reasonable and prudent person
9. Any director missing more than three consecutive meetings during their term of office may be removed from office, and another Director may be appointed pursuant to Article 4.2
10. Duties of Officers are outlined below:
  - a. Past President – Through knowledge and experience of the past year’s operation will assist the Directors in maintaining a continuity in Club programs and procedures
  - b. President – shall preside at all meetings of the Club and of the Directors. The President is the chief executive officer of the Club and shall supervise the other officers in the execution of their duties.
  - c. Vice President – the Vice President shall carry out the duties of the Director’s position during any Director’s absence
  - d. Secretary – the secretary shall:
    - i. conduct the correspondence of the Club;
    - ii. issue notices of all meetings of the Club and Directors;

- iii. keep minutes of all meetings of the Club and Directors;
  - iv. have custody of all records and documents of the club except those required to be kept by the Treasurer; and
  - v. maintain a register of members;
  - vi. ensure that a Society Annual Report is filed within 30 days after the Annual General is held; and
  - vii. ensure that the information is current as at the close of the Annual General Meeting
- e. Treasurer – shall:
- i. keep such financial records, including books of account, as are necessary to comply with the Society Act;
  - ii. render financial statements to the Directors, members, and others when required; and
  - iii. Retain a register of members
- f. Membership Chairman shall:
- i. Ensure that membership forms are mailed to the previous year’s members by Feb 15 of the new year;
  - ii. After dues are collected issue a receipt, a membership card, and a labelled bag tag to each member;
  - iii. Turn fees and dues over to the Treasurer, noting the name for each fee or payment
  - iv. Following assignment of lockers, and cart shed payment, distribute a list to the Directors and Clubhouse manager
  - v. Develop and maintain throughout the season a list of all members, including 10 pack purchasers, locker assignment, cart shed users; and distribute copies to the Directors and Clubhouse manager in a timely manner
  - vi. Ensure the member register includes:
    - 1. The full name of the member;
    - 2. Their resident address;
    - 3. The date on which the member is admitted as a member;
    - 4. The date of expiry of membership; and
    - 5. The class of membership
- g. Grounds Chairperson shall:
- i. Supervise the work of the Course Superintendent and to make alterations as deemed necessary. The Grounds Committee shall consist of the Grounds Chairperson and two (2) other appointed members
- h. Tournament Chairperson –
- i. with the aid of a committee of not less than two (2) appointed members shall have charge of all matches and inter-club tournaments
  - ii. verify men’s handicaps for the purpose of tournaments
  - iii. keep a record of all cup winners
  - iv. see that all cups are properly maintained
  - v. have custody of all Rules of Play for each cup
  - vi. appoint or act as the Men’s Club Captain

- i. Clubhouse and Pro Shop Chairperson
  - i. Oversee and supervise any and all building and repairs and general maintenance of the Clubhouse and surrounding property
  - ii. Maintain communication with the Clubhouse manager to ensure the directions of the Board of Directors are carried out
  - iii. Assess management of the Clubhouse and Pro Shop on an ongoing basis throughout the golf season
- j. Junior Program Chairperson
  - i. With the aid of a committee of appointed members will promote, encourage, and organize junior golf through the arrangement of tournaments, clinics, and mentorships
  - ii. Involve Junior Members and participants in the planning of Junior Golf events

#### Article 5

The Ladies Section of KGC shall have their own set of officers and shall retain and use for the improvement of the facilities as determined by them, all funds and monies raised or earned by them. The President of the Ladies section sits on the Board of Directors

#### Article 6

The auditors of KGC shall be appointed at the Annual General Meeting and the audited financial statement showing income, expenditures, assets, and liabilities of the club for the coming year shall be presented at the next Annual General Meeting

#### Article 7

The Directors shall see that the minutes of General meetings and the minutes of the Directors' meetings and records of the club required by the By-laws of the club or by any applicable statute or law, are regularly and properly kept

#### Article 8

The books and records of the Club shall be open to inspection by all members at all reasonable times at the office of the Club

#### Article 9

1. The By-laws of KGC may be amended at an Annual or General Meeting called for that purpose by a special resolution adopted by a seventy-five (75) per cent majority of the members of the club present at the Annual or General Meeting
2. Notice of any alteration or amendment to the By-laws must be made in writing and be in the hands of the Chairperson of the meeting before the meeting is called to order.
3. The right of voting by ballot is implemented as an additional method of voting at an Annual or General Meeting and may include voting by mail

#### Article 10

The Club must provide to a member, on request, free of charge or, if so resolved by the Directors, on payment of not more than \$1.00, a copy of its Constitution and By-Laws

Article 11 – Termination of the Club  
Refer to the Society Act, November 1999, Part 7