

# **WINDING RIVER GOLF CLUB CONSTITUTION AND BY-LAWS**

as of 01-01-08

## **Article 1 – Name**

The name of this golf club shall be the Winding River Golf Club at Carolina National (The Club)

## **Article 2 – Purpose**

- 2.1 To stimulate interest in golf at the Carolina National Golf Course by bringing together a group of golfers desirous of forming a golfing organization.
- 2.2 To promote and foster among members a closer bond and fraternity for their joint and mutual benefit, and to promote and conserve the best interests and true spirit of the game of golf as embodied in its ancient and honorable traditions.
- 2.3 To encourage conformance to the USGA Rules of Golf by creating a representative authority.
- 2.4 To maintain a uniform system of handicapping as set forth in the USGA Handicap System and issue USGA Handicap Indexes to the members.
- 2.5 To promote an authoritative body to govern and conduct Club operations.
- 2.6 To create an authoritative body to be the interface between members of The Winding River Golf Club and the United States Golf Association (USGA), the Carolina Golf Association (CGA) and other organizations sponsoring golf competitions and tournaments.

### **Article 3 – Membership**

- 3.1 There shall be at least 50 members of The Club.
- 3.2 Membership in The Club shall be available to all men and women who are:
  - 3.2.1 Owners of active regular, junior and out-of-town memberships in the Carolina National Golf Club.
  - 3.2.2 Holders of a USGA golf handicap at the Carolina National Golf Club.
- 3.3 Initial admission for prospective members meeting the criteria described above shall be automatic.
- 3.4 Memberships in The Club are individual and non-transferable and are associated with the Carolina National Golf Club, a privately owned and operated golf course.
- 3.5 Only golfers with reasonable and regular opportunity to play golf with fellow members and who can personally return scores for posting at the Carolina National Golf Club may be members.
- 3.6 Membership confers no voice in the operations of any golf courses, clubhouses or facilities of the courses.
- 3.7 Membership confers no special privileges in connection with any golf course.
- 3.8 Memberships in The Winding River Golf Club are for a calendar year only, with all memberships expiring on December 31<sup>st</sup>.
- 3.9 The fiscal year of the club will be from January 1<sup>st</sup> through December 31<sup>st</sup>.
- 3.10 The Board of Directors may confer honorary memberships upon those whom they feel have contributed to the advancement of golf and to those current members no longer able to actively participate in club functions. The unanimous affirmative vote of the Board shall be required to approve such action.
- 3.11 In the event that any member of the club shall commit any act which reflects discredit or disrepute thereon or shall refuse or neglect to comply with the rules and regulations adopted thereon by the Board of Directors, or the duly appointed officers, such member shall be subject to suspension or expulsion after written notice and the right to be heard, by a vote of two-thirds of the Board of Directors at any regular meeting or special meeting called for such purpose.
- 3.12 A candidate for readmission shall be proposed and recommended by two active members in good standing. The Board of Directors shall act upon each proposal by vote and two negative votes shall disqualify any candidate.

- 3.13 A special meeting of The Club may be called at any time by the President, a majority of the Board of Directors or upon written petition signed by not less than thirty percent of the membership. Notice thereof shall state the object of such meeting and no other business may be transacted thereat.
- 3.14 A legal quorum at any meeting shall be twenty members present in person or by proxy. Each member in good standing shall be entitled to one vote.

#### **Article 4 – The Men’s and Women’s Associations**

- 4.1 The Club shall consist of two associations, the Men’s Golf Association (MGA) and the Women’s Golf Association (WGA).
- 4.2 The officers of each Association shall consist of the President, Vice-President, Secretary and Treasurer who are members in good standing of the Association. The Officers of each Association shall elect to have any or all chairmen of committees of the Association serve on the Board of Directors of the Association.
- 4.3 The Board of Directors of each Association shall consist of six members of the Association who shall be elected to three-year terms. Terms shall be staggered.
- 4.4 For the term commencing with the establishment of each Association, the Board of Directors of each Association shall be appointed by the Carolina National Advisory Board of Governors (ABOG).
- 4.5 The Board of Directors of each Association shall exercise all powers of management of the Association not specifically assigned to The Winding River Golf Club or excepted by these by-laws.
- 4.6 Each Association shall be governed by the by-laws of the Winding River Golf Club as defined in this document and by such rules as the Board of Directors of the Association deem fit to approve and implement so long as such rules do not usurp on or override the by-laws of the Winding River Golf Club.
- 4.7 Each Association shall convene an annual meeting. The annual meeting of each Association shall be held during the fourth quarter of the year. The Board of Directors of the Association shall provide for the holding of such other meetings, as may be deemed necessary or desirable.
- 4.8 A special meeting of The Association may be called at any time by the President, a majority of the Board of Directors of the Association or upon written petition signed by not less than thirty percent of the membership. Notice thereof shall state the object of such meeting and no other business may be transacted thereat.
- 4.9 A legal quorum at any meeting shall be twenty members present in person or by proxy. Each member in good standing shall be entitled to one vote.