

## **Constitution and Bylaws of the MountainView Preserve Men's Golf Association**

### **ARTICLE I – NAME**

The name of this association shall be the MountainView Preserve Men's Golf Association (MPMGA), known hereafter as the Association, a non-profit organization.

### **ARTICLE II – MISSION STATEMENT/PURPOSE**

The purpose of this Association is to stimulate and maintain interest in golf at the MountainView and Preserve Golf Clubs; to promote good fellowship among the members; to promote friendly competition with other area golf clubs; to sponsor Association tournaments; and to promote this Association such that it will maintain an enviable position in the social and recreational life of its members.

### **ARTICLE III – AUTHORITY AND LIMITATIONS**

The Association will operate as an instrumentality of SaddleBrooke HOA #2, hereinafter referred to as HOA #2, in compliance with its bylaws and regulations, but will not conduct business or obligate funds in the name of HOA #2.

### **ARTICLE IV – MEMBERSHIP**

Section 1. Membership shall be open to any man having a current SaddleBrooke HOA # 1 or # 2 membership card provided the reciprocal agreements for amenities are still in effect. In addition, male renters of these properties shall also be eligible for membership. Employees of the pro shops who meet the HOA #2 age requirements for home ownership in Saddlebrooke are also eligible. Anyone who has been a member of MPMGA in the past is grandfathered and still eligible regardless of where they live. No eligible person shall be denied membership because of race, color, religion, national origin, or marital status.

Section 2. Members shall be eligible for participation in all Association tournaments and activities. Members are required to adhere to these bylaws, the MPMGA Policies and to any rules that may be properly enacted by the Board. Any MPMGA member may face disciplinary action by the Board for any violation of the Constitution and Bylaws, the MPMGA Policies, or for any conduct unbecoming of a member and contrary to the best interests of the Association.

Depending on the nature of the infraction disciplinary actions available to the Board consist of:

- Letter of Reprimand
- Suspension
- Removal from the Association

Any member who is disciplined by the Board may appeal the action of the Board to the Board. The appeal must be submitted to the Secretary within 30 days of the date the discipline was levied by the Board.

The Board will convene with the member within 15 days of the submission of the appeal. Only a Board quorum need be present during this meeting.

Section 3. Any member shall be entitled to vote at any regular or special meeting of the Association, and to participate in all Association events upon compliance with all adopted regulations and bylaws. Association business shall be decided by a majority vote of those present and voting. Unless specified otherwise, votes may be cast either secretly or openly at the option of the members present.

Section 4. Annual dues for membership shall be established by the Board and communicated to the membership no later than 30 days before they are due. The Arizona Golf Association (AGA) handicapping fee may be added to the MPMGA dues. The Board shall establish the date by which dues shall be due to the Treasurer, and the date by which they shall be considered to be delinquent. Delinquent members may be ineligible to play in any Association event beginning on January 1 st of the following year and may not be a member in good standing until such dues are fully paid. A monetary penalty may be charged for reinstatement.

Section 5. The Board shall determine dues required for a partial year.

Section 6. The Board shall also establish dues and their due dates for handicap only golfers who maintain their handicaps through the Association. These golfers' handicaps are subject to the review of the Handicap Committee, but otherwise these golfers have no rights or privileges in the Association.

## **ARTICLE V – BOARD OF DIRECTORS**

In order to provide continuity of leadership, five officers (President, Treasurer, Handicap, Rules, and Special Events) will be elected in the odd numbered years and five officers (Vice President, Membership, Tournament, Sponsorship, and Secretary-Publicity) will be elected in the even numbered years at the last monthly Association meeting of the calendar year, each officer to serve a two-year term. These officers shall constitute the Association's Board of Directors. Any officer can be removed from his position on the Board by majority vote of the Board of Directors at a meeting called for that purpose.

## **ARTICLE VI – NOMINATIONS AND ELECTIONS**

Section 1. The Board shall appoint a Nominating Committee Chairman and two other members. The committee shall prepare a slate of officers for review and approval by the Board. No member's name shall be placed on the ballot without his consent.

Section 2. The slate of officers proposed by the Nominating Committee shall be posted by the Secretary on the Association website not later than 30 days before the election.

Section 3. Nominations may be made by club members not on the nominating committee with the written consent of the person being nominated. These nominations shall be made available to the members at least fourteen (14) days prior to the election.

Section 4. A majority of those members present and voting shall elect officers at the last monthly Association meeting of the calendar year. Each member shall be entitled to one vote at all meetings of the Association and all votes must be cast in person. Unless specified otherwise, votes may be cast either secretly or openly at the option of the members present. Those elected shall take office on January 1st.

#### **ARTICLE VII – GOVERNING BODY**

Section 1. The governing body of the Association is the Board of Directors.

Section 2. The Board shall have full power to manage, govern and control the affairs of the Association and to authorize the disbursement of funds subject to the mandates of the membership at any meeting called for the purpose of acting upon the affairs of the Association.

Section 3. The Board shall have meetings set by the President with approval of the Directors. The President or any six Directors may call a special meeting allowing sufficient time to notify the other Directors.

Section 4. Quorum: A majority of the Board shall constitute a quorum.

Section 5. Vacancies: Vacancies occurring in any office, other than the presidency, shall be filled for the current year term by a majority vote of the remaining officers. The position will be filled for the remainder of the term by vote of the Association at the last monthly Association meeting of the calendar year. Should the President resign, the Vice President will automatically assume that office.

Section 6. Records: The President shall provide for an orderly governance following the annual December Association meeting. All Board members, upon retiring from office, shall deliver all records and other property belonging to the club to their successor.

#### **ARTICLE VIII – DUTIES OF OFFICERS**

Section 1. President: The President shall be the chief administrator of the Association and shall preside over all regular and Board meetings; shall be ex-officio a member of all committees,

except the Nominating Committee, but without the right to vote at a committee meeting; shall appoint, with Board approval, the chairmen of committees, and at the direction of the Board or the membership, shall appoint special committees and shall appoint a committee to conduct a financial review of the Association's financial records. The President or his designee is authorized to sign contracts on behalf of the Association. He shall perform such other duties as may be later prescribed.

Section 2. Vice President: The Vice President shall assist the president and shall, in his absence, perform the duties of that office. He shall perform such other duties as may be prescribed.

Section 3. Secretary-Publicity: The Secretary-Publicity Director shall keep the minutes of all meetings of the Association and of the Board. The Secretary-Publicity Director shall prepare articles on Association activities for appropriate publications. He shall notify the membership of all meetings of the Association, have custody of all records of the Association in connection with his duties as Secretary-Publicity Director and shall perform such other duties as may later be prescribed. The Secretary-Publicity Director shall make available any reports required by HOA #2.

Section 4. Treasurer: The Treasurer shall collect all dues for membership and all monies from other sources. He shall have custody of all Association funds, meet all Association financial obligations subject to such regulations as may be prescribed by the Board and/or the membership, account to the Association and to the Board for all receipts and disbursements, and perform such other duties as may later be prescribed. He shall present the Association financial report to the Board and HOA #2 at the end of the fiscal year (December 31) by January 15th.

## **ARTICLE IX – COMMITTEES**

Section 1. The elected committee chairmen and their duties are:

Tournament Chairman: The Tournament Chairman shall plan and conduct all regular weekly tournaments of the Association. The Chairman shall perform such other duties as may later be prescribed.

Handicap Chairman: The Handicap Chairman shall monitor the handicaps of all members as well as those golfers who are not members but who maintain their handicaps through the Association. He will take steps to ensure that all scores are entered promptly and accurately. The Chairman shall perform such other duties as may later be prescribed.

Rules Chairman: The Rules Chairman shall be cognizant of the rules of golf and will review and provide resolutions of all rule questions and/or violations occurring during MPMGA play. He will prepare articles on the rules of golf to be published in the MPMGA Newsletter and the MPMGA website. The Chairman shall perform such other duties as may later be prescribed.

Special Events Chairman: The Special Events Chairman shall plan and conduct all special MPMGA tournaments including the Club Championship, President's Cup, Member/Guest plus such other tournaments as designated by the Board. The Chairman shall perform such other duties as may later be prescribed.

Membership Chairman: The Membership Chairman shall keep a record of the members of the Association (both full and handicap only), establish and deliver an orientation letter for new members, prepare and update the MPMGA Members Handbook. The Chairman shall perform such other duties as may later be prescribed.

Sponsorship Chairman: The Sponsorship Chairman shall design and implement a sponsorship strategy for the purpose of raising funds from outside sources (local businesses) to support Association events that are held throughout the year.

Section 2. Unless otherwise provided for in these bylaws, members of each committee shall be appointed by the chairman in whatever number he desires.

Section 3. Each committee shall maintain an up-to-date procedure book which shall describe the duties of the chairman and the committee.

## **ARTICLE X – FISCAL AND FINANCE**

Section 1. The fiscal year shall be January 1 through December 31.

Section 2. Budget:

a. The Board shall prepare a budget for each calendar year to be approved by the membership no later than at the last monthly Association meeting of the calendar year.

b. The budget may be revised as needed during the year with the approval of the Board.

c. The Association's financial records will be subject to a financial review conducted by a committee appointed by the President every year. The financial review shall be made within sixty (60) days after the end of the fiscal year and shall be reported to the membership at the next regular meeting. If the assets in the treasury of the Association should exceed \$5000 or at the request of the HOA #2 Board, the financial review shall be submitted to the HOA #2 Board within ninety (90) days of the close of the Association's fiscal year.

Section: 3. No single unbudgeted expenditure in excess of \$5000 shall be made without the approval of the membership.

Section 4. All checks shall require the signature of the Treasurer or the Vice President.

Section 5. No member of the Association shall receive compensation for services rendered with the exception of the webmaster.

#### **ARTICLE XI - MEETINGS**

Section 1. The Secretary-Publicity Director shall post the date, time and location of all meetings of the Association on the MPMGA website. Business meetings of the Association will be scheduled by the Board.

Section 2. The last monthly Association meeting of the calendar year shall serve as the annual meeting to elect the Association officers and to conduct other business as appropriate.

Section 3. Special meetings of the membership may be called at any time by the President, or by any six members of the Board provided notice of such meeting has been given by e-mail or telephone, at least five days prior to the day of such meeting. All members of the Association are encouraged to attend the meetings of the Board. Only members of the Board may be in attendance during any executive session. Executive sessions can only be called for legal or personnel matters. Committees shall hold meetings at any time upon the call of the chairman or a majority of the members of the committee.

Section 4. All meetings, unless otherwise designated, shall be held at HOA #2 facilities.

#### **ARTICLE XII – PARLIAMENTARY AUTHORITY**

Roberts Rules of Order shall be the authority on all questions of parliamentary procedure unless in conflict with these bylaws, HOA #2 Rules and Regulations, or with the laws of the state of Arizona.

#### **ARTICLE XIII – AMENDMENTS**

Section 1. These bylaws may be amended by a two-thirds vote of the members present and voting at a regular or special meeting of the Association, provided written notice of each proposed amendment, or proposed new bylaws, has been posted two weeks prior to the meeting on the Association website.

Section 2. All proposed amendments of these bylaws are subject to final approval by HOA #2 Board of Directors.

**ARTICLE XIV – DISSOLUTION**

If dissolution is contemplated, the members will be electronically polled (or paper ballot if e-mail is unavailable) for their vote on the issue. A simple majority of those voting shall be sufficient to dissolve the Association. Dissolution will not be initiated until all outstanding debts are satisfied. The President may direct the use of any and all assets to satisfy outstanding debts, provided the majority of the Association membership has voted for the President to do so. Any remaining assets will be turned over to HOA #2, a non-profit corporation.

**ARTICLE XV – GUESTS**

Non-residents may attend Association events only as stipulated in HOA #2 Rules and Regulations.

Adopted by Membership: December 7, 2023

SIGNATURES \_\_\_\_\_

Dick Helms

Association President

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Gary Barnard

Association Vice President