

**BYLAWS OF THE
WOMEN'S CAROLINAS GOLF ASSOCIATION, INC.**

Revised May 7, 2007

**ARTICLE I
Name**

The name of this organization shall be the Women's Carolinas Golf Association, hereinafter referred to as the Association or WCGA. The WCGA is an IRS 501(C)(4) organization.

**ARTICLE II
Objective**

The objective of this Association shall be to promote and conserve fellowship and friendly competition among women golfers of the two Carolinas and to hold or sponsor such events from time to time as the Board of Directors shall deem advisable.

**ARTICLE III
Membership**

Section 1.

A. Club. Membership in this Association shall be open to any golf club or golf course, hereinafter referred to as club/course, situated in North Carolina or South Carolina which has paid its annual WCGA dues. Any female at birth amateur golfer, whose primary residence is North Carolina or South Carolina based on her federal tax returns, with an established USGA handicap at any such club/course, shall be deemed a member of the WCGA.

B. Individual. Membership in this Association shall be open to any female at birth amateur golfer, whose primary residence is North Carolina or South Carolina based on her federal tax returns, who has an established USGA handicap and who has paid her WCGA annual dues shall be deemed a member of the WCGA.

Section 2. A club/course or individual may be admitted to membership in the Association upon approval of the Treasurer and payment of the annual Association dues.

Section 3. The acceptance of membership in this Association shall bind each club/course or individual to abide by all the conditions of the Bylaws and regulations of this Association and to accept and enforce all decisions by the Board of Directors within its jurisdiction.

ARTICLE IV
Board of Directors

Section 1.

A. Powers and Duties. Subject only to the provisions of these Bylaws, and to such action as may be taken from time to time by the Association itself at any annual membership meeting, the Board of Directors shall have entire control and management of the business affairs, property, and policies of this Association. It shall have the power to appoint special committees and delegate to them such duties as may be expedient and within the limitation herein contained.

B. Removal. Any member of the Board of Directors may be removed by a 2/3 vote of the entire Board of Directors whenever it is deemed to be in the best interest of the Association.

Section 2. Executive Committee. The officers of this Association shall be a President, Vice President, Secretary, and Treasurer, who shall constitute the Executive Committee. All must be members of the WCGA in good standing at the time of their election.

A. President. The President shall preside at all meetings of the Association and of the Executive Committee and Board of Directors and, in general, shall perform the duties incident to her office. She shall have the power to fill by appointment any vacancy occurring on the Board of Directors. She shall serve as an ex-officio member of all committees. She shall give and serve notice of all meetings. She shall provide the CGA with an annual accounting of how funds donated by the CGA were used.

B. Vice President. During the absence or inability of the President to act, the Vice President shall perform the duties of the President. The Vice President shall be responsible for securing a bona fide invitation for the Championship in writing at least a year in advance, from an official of the club issuing the invitation. The Vice President shall serve as Parliamentarian.

C. Secretary. The Secretary shall keep the records of all meetings of the Association and of the Board of Directors. She shall have charge of all correspondence and papers of the Association. She shall present at each annual meeting of the Association a full report of all matters relating to the affairs of the Association, including a summary of all actions taken during the year by the Board of Directors.

D. Treasurer. The Treasurer shall keep a full and accurate account of all monies received and shall deposit same in the name and to the credit of the Association in such depositories as she and the President of the Association may agree upon. She shall disburse all monies under the direction of the Board of Directors. She shall

present at each annual meeting a written report of the financial affairs of the Association, and shall make a like report to the Board of Directors whenever requested by the Board of Directors to do so. She shall send and receive all membership applications, maintain membership records, and notify each new club/course or individual member of their acceptance.

Section 3. Members-at-Large. There shall be four Members-at-Large. They shall all be members of the WCGA in good standing at the time of their election. A Member-at Large shall represent the WCGA, listen to suggestions and comments from the members and bring them to the Board meetings, attend all Board meetings, and serve in any such capacity as needed. The Members-at-Large shall be elected at the annual meeting.

Section 4. Appointed Positions. All must be members of the WCGA in good standing at the time of their appointment.

A. Team Match Captain and Co-Captain

See Team Match Guidelines

B. Junior Girls' Director

See Junior Girls' Guidelines

C. Tournament Administrator and Tournament Director

See Tournament Guidelines

Section 5. Ex-Officio. The retiring President shall serve for two years in an advisory capacity, as a non-voting Board of Directors member.

Section 6 . Elections and Appointments. Every effort should be made to assure equal representation between the two states. Any member of the Board of Directors may serve additional terms in the same position. Terms for elected positions shall begin within 30 days from the date of election and terms for appointed positions will be effective immediately.

A. Officers and Members-at-Large shall be elected by acclamation at the annual membership meeting every two years. Terms of office shall be two years.

B. Appointments are made by the President, and with the exception of the Tournament Chairman, are also two year terms. The current Tournament Chairman may serve on the board in a non-voting capacity.

Section 7. Vacancies. Vacancies occurring on the Board of Directors between the times of elections/appointments shall be filled by appointment by the President with the

assistance of the Vice-President. Such service shall not count in the length of time in office, as it is an interim position.

Section 8. Meetings. The Board of Directors shall hold its regular annual meeting immediately preceding the annual Championship and shall meet regularly in the fall and the spring of each year. Special meetings may be held at any time upon call of the President or any three members of the Board of Directors, with ten days notice of such meetings required.

Section 9. Quorum. A majority of its members shall constitute a quorum at any regular or special meeting of the Board of Directors.

Section 10. Nominating Committee.

A. The Nominating Committee shall consist of the current President, Vice President, and Ex-officio, who will also serve as the chairperson.

B. Candidates may be placed in nomination from the floor. All nominees, both from the committee and from the floor, shall have consented to serve, if elected, before they are nominated.

ARTICLE V
Annual Meetings

Section 1. Annual Meeting. The annual meeting of this Association shall be held during the week of the annual Championship.

Section 2. Voting Privileges. (See Article III, Section 1a and b)

A. Each club/course member and individual member shall be entitled to attend the annual meeting, to take part in the discussion and shall have the privilege of one vote.

B. Voting shall be by acclamation unless a special resolution is adopted for taking the vote by ballot.

Section 3. A Decision. A majority of the votes cast shall constitute a decision.

ARTICLE VI
Dues

Section 1

- A. Existing memberships. The annual dues for each club/course and individual memberships must be paid prior to the tournament entry deadline. Individual annual dues must be paid prior to the tournament entry deadline.
- B. The Board of Directors shall determine the amount of the annual dues for club/course and individual memberships.

Section 2. The fiscal year ends May 31.

ARTICLE VII
Parliamentary Procedure

In matters not covered by the Bylaws, Robert's Rules of Order shall govern all meetings of this Association and of its Board of Directors.

ARTICLE VIII
Amendments

These Bylaws may be amended, altered or repealed by a 2/3 vote of the Board of Directors at any meeting of the Board of Directors. Written notice of such changes must be given to each Board of Directors member at least ten days prior to the required vote.

ARTICLE IX
Dissolution

In the event of the dissolution of the Association, any and all assets remaining after payment of all debts and obligations shall be distributed to one or more organizations which are exempt from taxation pursuant to Section 501©(4) and Section 170©(2) of the Internal Revenue Code of 1986, as amended, or to other not-for-profit organizations or associations organized for the same or similar purposes as the Association. The recipient(s) shall be selected by the Board of Directors.

ARTICLE X
Constitution Repealed

The Constitution and Bylaws of the Women's Carolinas Golf Association previously adopted and revised are hereby repealed.