ST. LAWRENCE GOLF & COUNTRY CLUB, INC. CONSTITUTION

Adopted: January 19, 1960
Revised: October 1, 1973
Revised: September 28, 1985
Amended: September 26, 1986
Amended: September 25, 1988
Amended: September 24, 2001
Amended: September 26, 2004
Amended: November 8, 2007
Amended: May 2, 2010

ARTICLE I – NAME

The St. Lawrence Golf & Country Club, Inc. as defined by Corporate Charter filed with the State of New York on May 1, 1928.

ARTICLE II – BOARD OF GOVERNORS

A. BOARD MEMBERSHIP: The Board of Governors (herein called the Board) shall consist of seven members, of whom at least one shall be a member from the ladies organization. These seven members of the Board shall be elected from club membership. All elected governors will serve a three-year term. Governors may not serve more than two successive terms, but may be elected again after three (3) years.

ELECTION OF GOVERNORS: Conducted each year at the annual meeting. A nominating committee of three members not currently serving on the Board, appointed by the President by July 15, shall present a slate of nominees to succeed those whose elective terms expire. Club members may, in writing to the President, propose names for the ballot not less than ten (10) days prior to the annual meeting. Such proposals must be supported by the signatures of at least twenty (20) voting members.

B. DUTIES: The Board of Governors shall have the power to do all things which it deems necessary and expedient, consistent with the Constitution and the By-Laws of the Club, to control and manage the property and affairs of the club.

C. VACANCIES: Vacancies on the Board shall be filled immediately, appointed by the remaining members of the Board, for a term extending to the next annual meeting. One vacancy is to be filled at a time, and each member of the Board shall vote by ballot. At the annual meeting, club membership shall elect a Governor to fill the remaining term of the vacant position.

ARTICLE III – MEMBERSHIP

A. APPLICATIONS: Applications for membership shall be submitted on St. Lawrence Golf & Country Club forms.

B. VOTING MEMBER: All persons eighteen (18) years of age or older who are club members, in good standing through either a single or family membership, are entitled to voting privileges.
C. **CATEGORIES:** The Board shall determine the member privileges in accordance with the categories of membership established by the course management.

**ARTICLE IV – MEETINGS**

A. **ANNUAL MEETING:** An annual meeting shall be held at the club toward the end of the golfing season. A notice of the meeting and agenda will be conveyed to all members at least ten (10) days in advance.

B. **SPECIAL MEETINGS:** A special meeting may be called by the club president or at the request of any three governors. Notices are to be mailed, as established, for an annual meeting and must state the purpose of the special meeting. No other matter than that stated in the notice can receive official action at the special meeting.

C. **BOARD MEETINGS:** Meetings of the Board shall be called by the club president as necessary to conduct business, or a meeting of the Board may be called at the request of three (3) governors.

D. **QUORUM:** Twenty (20) voting members shall constitute a quorum for any annual or special meeting. Each eligible member present shall have one vote. At regular board meetings, the presence of four (4) governors shall constitute a quorum.

**ARTICLE V – OFFICERS**

A. The officers (of the Board) shall consist of the President, Vice President, Secretary and Treasurer.

B. The President and Vice President shall be elected by the Board each year within two (2) weeks after the annual meeting. These officers are to be elected members of the Board as provided in Article II, Section A. The Board will appoint the Secretary/Treasurer on a year-to-year basis reviewing and making that appointment decision at the time of the annual meeting.

C. The duties shall be those which are usual for officers.

**ARTICLE VII – BY-LAWS**

A. The Board shall formulate, revise as necessary, post and distribute the by-laws and rules and regulations for the guidance of members. A written request by fifteen (15) voting members, presented at a meeting of the Board, shall cause the Board to consider changing, repealing or ratifying the by-laws or rules described in the request.

**ARTICLE VIII – CONSTITUTIONAL AMENDMENTS**

A. The Constitution or any parts of it may be changed by a two-thirds vote of the voting members at an annual or special meeting of the membership. Copies of proposed amendments will be mailed to members at least ten (10) days prior to such meetings.
ARTICLE IX – DISPOSAL OF ASSETS

A. In the event the St. Lawrence Golf and Country Club is dissolved, the assets of said club shall be given to a like kind of successor organization, or to an educational institution for a golf scholarship.

ST. LAWRENCE GOLF & COUNTRY CLUB, INC.

BY-LAWS

April 15, 1990

1. COMMITTEES

The chairperson and members of all standing committees shall be appointed by the club president with the approval of the Board. Standing committees will serve for one year at the pleasure of the Board.

Mandated committees include:

BUDGET COMMITTEE: At the first meeting of the Board prior to the playing season, it shall be the duty of the Secretary/Treasurer to present a budget of projected expenditures for the succeeding year. Acting as the Budget Committee, the Board will then review and adopt the budget in whole or in part.

Using the latest and/or best information available, the Secretary/Treasurer is charged with developing an income and expenditure budget for the season. To that end, the Secretary/Treasurer should use the expertise of, and seek input from, all Board members.

EVENTS COMMITTEE: The Events Committee is charged with the overall club activities which include, but are not limited to, interclub events, tournaments, dinners and leagues.

This committee should work in conjunction with the President of the Ladies Association and the club professional in developing an events calendar for the season. The individual events chairpersons will be appointed by the Events Committee Chairperson.

Event chairpersons have sole discretion in maintaining events that will provide fair and sportsmanlike opportunities for all participating members.

PUBLIC RELATIONS: The Public Relations committee is charged with maintaining communications between the St. Lawrence Golf & Country Club Board of Governors, the club members and the club management. To help accomplish this, newsletters, clubhouse bulletin boards and the golf club website may be used in communicating with the membership throughout the year.
2. EXPENDITURES
The Club Treasurer shall have the authority to incur club expenditures up to three thousand dollars ($3,000) without prior approval of the Board.

Any persons authorized to incur charges against the club must obtain an itemized bill which shall be forwarded immediately to the club treasurer.

All checks for expenditures over three thousand dollars ($3,000) will be signed by the club treasurer and co-signed by the vice president of the board.

3. DUES AND FEES
For golfing members, one-half of the total amount of annual dues and fees is payable as per terms of the application for membership. The balance is due not later than the date noted on the application.

4. NOMINATIONS
The names of those appointed to the Board of Governors Nominating Committee per Article II, Section A of the Constitution shall be posted on the club bulletin board by July 15. The committee shall post their nominations by August 15.