

*Constitution of
The Tallwood Men's Club of
Hebron, Connecticut*



ARTICLE I - NAME, PURPOSE, AND LOCATION

Section 1

This organization shall be known as the "Tallwood Men's Club" and shall be hereinafter referred to as the "Club."

Section 2

The purpose of the Club shall be to promote and encourage the game of golf and organize and conduct related social functions for the benefit of the membership.

Section 3

The home course of this Club shall be the Tallwood Country Club Golf course location in Hebron, Conn.

ARTICLE II - MEMBERSHIP

Section 1

The membership of the Club shall not exceed three hundred (300) persons, excluding any Past Presidents in any given season unless an unusual or unique temporary situation occurs, and the Board of Directors approves additional members. All Past Presidents are excluded from the maximum general membership count of 300. This approval will not extend past the end of the given season. First preference for membership will be extended to members in good standing of the previous year. A member in good standing is one who has paid his dues and who is not under suspension or censure.

Section 2

Vacancies in the membership rolls will be filled from a list of new applicants in the order in which the Membership Director of the Club receives such applications. Exception See Article IIA, Section 2.0, (a) "Management Memberships."

Section 3

Persons applying for membership in the Club must be males sixteen (16) years of age or older and must make application on the form prescribed and furnished by the Board of

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Directors. Minors must be sponsored by a member in good standing with the consent of their parent or guardian. The Membership Director will act upon each application for membership. If the membership rolls are filled, applications will be placed on a waiting list in the order they are received.

Section 4

A member in good standing shall have the right to vote at all Club meetings, to participate in all social activities, to hold elected office, to serve on Committees, and to participate in all tournaments for which he is eligible.

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Section 5

A member shall be subject to censure, suspension, or termination of his membership for conduct injurious to the best interest, good order or peace of the Club, or for violation of its rules or regulations. Any grievance against a member must be in writing, signed and addressed to the President of the Board of Directors of the Club. The Board shall notify the member in writing of the charge against him and afford him at least five (5) days notice of the date to appear at a hearing before the Board to answer the charge. If the member fails to appear on the date specified, or if after the hearing, the Board is satisfied with the validity of the charge, it may censure or suspend the member, it may, in its judgment, ask the member to resign, or it may terminate his membership. An affirmative vote of two-thirds (2/3) of the members of the Board present at the hearing shall be necessary for the censure, suspension or termination of the membership. If the charge is not proven to the satisfaction of the Board, the charge shall be voided and all references thereto shall be expunged from the record. The Secretary of the Club shall immediately notify the member, in writing, of the action taken by the Board.

Section 6

Any member who has had his membership terminated by the Board of Directors must wait until June of the following calendar year before he is eligible to reapply for membership in the Club. The former member will be treated as all other applicants for membership.

Section 7

Termination of membership for any reason shall operate as a release of any right, title, and interest in or to the assets of the Club. Any member who has resigned or who has had his membership terminated for any reason and who wishes to reenter the Club must comply with Sections 1 through 3 of this Article, as would any other applicant.

Exception Present members, in good standing who need a leave of absence for an exceptional reason must write a letter of explanation to the Board of Directors. The Board will review each request and make a decision. The member will be advised of the decision in writing.

Section 8

Any person adjudged worthy of the honor may be elected an Honorary Member of the Club by a two-thirds (2/3) majority vote of the Board of Directors. He shall be entitled to all the privileges of the Club except participation in the Club championship and President's Cup Tournament. Such membership may be terminated by a simple majority vote of said Board.

The Board shall use the following guidelines to judge whether a candidate is suitable for honorary membership.

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- 1)The candidate shall
- 2)Be nominated by a current member in good standing or a member of the Tallwood Management Staff, and
- 3)Have been a member in good standing for 10 years minimum, and
- 4)Have actively sought the advancement of the Club through participation on committees or as a BOD member, and
- 5)Is unlikely to be able to play more than a few tournaments each year due to either reasons of health or residence location.
- 6)Alternatively, for candidates who have not been active members of the club, they shall have made a valuable contribution to the wellbeing of the Tallwood men's Club, as judged by 2/3 of the BOD.

Section 9

Upon completion of a full term as President of the Tallwood Men's Club, the member shall be designated as a Past President. Members of the Past Presidents' Club of Tallwood Men's Club shall be exempt from tournament participation requirements established by the Board of Directors for renewal of membership. Members of the Past Presidents' Club shall continue to pay all annual dues as prescribed by Article III, Section 1 and Section 2, for renewal.

Section 10

Current or former members who have been members in good standing for at least 10 years and who are no longer able to participate in a fulltime (10 tournament) membership because of either health or geographic remoteness may apply to the Board for a Social Membership.

Acceptance as a Social Member will entitle these individuals to participate in the Kickoff Dinner, Scotch Balls, Member-Guest, Parent-Child, Spring and Turkey Classics, and the Awards Banquet. They may also play in other tournaments for a combined maximum of five (5) tournaments each year, but excluding any major tournaments (i.e., any tournaments for which GOTY points are awarded). Additionally, the Club will maintain a GHIN handicap for them based on any properly attested scores submitted to the Pro Shop. They will be required to obtain tee times in accordance with current practice for full-time members. Any tournament fees will be on a "pay as you go" basis.

Section 11

Any full-time member between 16 and 23 years of age may apply for a junior membership. Acceptance as a junior member will entitle the member to participate in all tournaments for which he is eligible, with the exception of the Spring and Turkey Classics, Scotch Ball I and II, the Member-Guest and the Two-Ball Open. Junior members will not have the right to vote at Club meetings, hold elected office or serve on committees. Additionally, junior members may

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not participate in social events, with the following two exceptions: a junior member may participate in the Parent-Child, and may attend the Awards Banquet if he or a family member has won an award. Tournament fees for junior members will be on a “pay as you go” basis.

ARTICLE IIA - MANAGEMENT MEMBERSHIPS

DESCRIPTION

Section 1

- a) A management membership is a membership granted at the request of the management of Tallwood Country Club, by the Board of Directors of the Tallwood Men's Club.
- b) Selection for membership must be made from the current waiting list.

CONDITIONS FOR MEMBERSHIP

Section 2

- a) Management will be given three (3) memberships by November 15th each year, if the openings exist. The first will be the number one (1) opening. The second will be the number twenty (20) opening and the third will be the number thirty (30) opening.
- b) The Tallwood Golf Professional will be given one (1) membership selection by November 15th each year, if openings exist. The selection will be for the number ten (10) opening.
- c) These memberships shall be governed by the general rules of Article II Membership, Sections 1 through 10.

ARTICLE III - DUES

Section 1

The Board of Directors shall establish the annual dues of the Club.

Section 2

Annual dues for active members shall be payable on or before February 1st each year. Failure to have such dues paid in full by such date will cause such membership to be terminated.

Section 3

The fiscal year of the Club shall be from December 1st to November 30th.

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ARTICLE IV - OFFICERS

Section 1

The officers of the Club shall consist of the President, Vice President, Secretary, and Treasurer. These officers shall be elected annually by the general membership from the roster of members in good standing and they shall hold office during the fiscal year of the Club. A member nominated for Club President must have served or be serving presently for at least one full term on the Board of Directors.

Section 2

The **President** shall call regular and special meetings of the members of the Club and the Board of Directors in accordance with this constitution. Notification of Board Meetings shall be made to Board members at least seven days in advance of the meeting. He shall, when present, preside at all meetings of the Club and of the Board of Directors, and he shall have a deciding vote at any meeting in the event of a tie. The President shall appoint such special committees and auditors as necessary for the proper conduct of the Club and shall serve as an advisory member of all Club committees. The President, with the approval of the Board of Directors, shall have authority to sign and execute in the name of the Club, any agreements or other instruments. The President shall exercise general supervision over all Club activities. He shall enforce the provisions of this constitution. He shall perform such other duties as are incident to the position and office as he may be directed to perform by the membership or Board of Directors.

Section 3

The **Vice President** shall exercise the presidential powers in the absence of the President and shall serve as chairman of the Rules Committee and Constitution Committee. If both the President and Vice President are absent from any meeting, the Board of Directors shall select a presiding officer from among its members who are present at such meeting.

Section 4

The **Secretary** shall record and post a summary of the minutes of the meetings of the Club and of the Board of Directors. The Secretary shall serve as chairman of and be responsible for all functions of the Communications Committee. He shall when necessary, mail notices to all Club members of meetings to be held.

Section 5

The **Treasurer** shall collect all money due the Club and disburse it as may be directed by the Board of Directors. He shall keep the accounts of the Club in books belonging to the Club which shall at all times be open for inspection by members of the Club. He shall make a report

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of the financial condition of the Club at all meetings of the Board or at such other times as may be requested by the President. He shall manage all financial affairs of the Club keeping a complete record thereof. At each Board of Directors meeting, the Treasurer shall provide the President or his designee with monthly-reconciled statements and copies of the cashed checks of the Club for his review.

ARTICLE V - BOARD OF DIRECTORS

Section 1

The Board of Directors shall consist of elected Club members including the President, Vice President, Secretary, Treasurer, Tournament Director, Membership Director, Social Director, and Handicap Director. The members of the Board of Directors shall be elected annually by the general membership from the roster of members in good standing and they shall hold office during the fiscal year of the Club. A member must be eighteen (18) years of age or older on Election Day, to be eligible for election. The immediate past President of the Club shall serve as a Board member if he is not a member of the elected Board of Directors. The Membership Director shall also act as Club Historian.

Section 2

In the event it becomes necessary to replace one of the officers of the Club or one of the elected committee chairmen, the President shall select such replacement from the Club membership. The appointment is subject to the approval of the remaining Board members by a simple majority vote.

Section 3

A quorum at any meeting of the Board of Directors shall consist of a minimum of five (5) Board members.

Section 4

The Board of Directors shall have general charge and control of the affairs, funds, and property of the Club. It shall have power to:

- a) Act upon any application for membership that it may receive. The Board shall study each application presented and then decide whether to accept or reject each application.
- b) Make, alter, or amend rules for its operation.
- c) Make such other implementing rules and regulations that are consistent with this Constitution. These supplementary rules may be challenged as contradictory to the

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Constitution by an instrument in writing, signed by at least ten (10) members in good standing. When and if a rule is challenged, the matter will be presented to the general membership under new business at the next regular or special meeting of the members.

- d) Review any amendment to this Constitution as formulated, proposed, and recommended by the Constitution Committee and, if approved, forward the amendment to the full membership for action.
- e) Suspend, censure, or expel a member as provided herein.
 - a. Serve, as a Grievance Committee receiving and hearing all written complaints from any member and make a full investigation thereof. The Board shall rule on all grievances within seven (7) days of receiving the written complaint. The Secretary will immediately notify the complaining member or members, in writing, of the action taken by the Board.

Section 5

A special meeting of the Board may be called by order of the President or at the request of any three (3) members of the Board. The Secretary shall give notice of each meeting of the Board directly by telephone or by mailing such notice to each member of the Board at least five (5) days prior to the date of the meeting.

Section 6

The Board shall not authorize any indebtedness be incurred on behalf of the Club in excess of any monies in the Club's treasury, taking into account the amount of the present indebtedness of the Club, plus any money due, such as uncollected dues or any other receipts due and unpaid.

Section 7

Any member of the Board who is absent from any two consecutive meetings of the Board without being excused by the President may be requested to forfeit his position on the Board as well as his elected position, subject to approval of the Board. If such occasion occurs, such Board member shall be replaced, as provided in Section 2 of this Article.

Section 8

The order of business of the regular meetings of the Board of Directors shall be as follows:

- a) Roll call of the Board of Directors
- b) Reading of the minutes and action thereon
- c) Reading of the Treasurer's report and action thereon
- d) Report of the President and/or Vice President
- e) Reports from all Committee Directors

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- f) Old Business
- g) New Business
- h) Adjournment

Section 9

The President of the Board of Directors shall appoint at least one member of the Club to examine the accounting and financial records of the Club as prepared and maintained by the Treasurer. The member conducting the examination shall not be a member of the Board of Directors for the period under review and should have some current or former accounting or financial work experience. The examination will be a review of the accounting and financial records and shall be completed no later than 90 days after the end of the Club's fiscal year. The member should prepare a memorandum to the President and Treasurer documenting the completion, findings and any recommendations of the review. The President of the Board of Directors may direct special reviews whenever in his judgment this action is warranted.

Section 10

If approved by the serving Board of Directors, CoDirectors may be nominated for and, if elected, serve as Tournament Committee Directors and Social Committee Directors.

ARTICLE VI - MEETINGS AND ELECTIONS

Section 1

Regular meetings of the general membership shall be held at least two times each year preferably the fourth Monday in March and the fourth Monday in September. All proper matters of unfinished and new business may be brought up at these meetings.

Section 2

Special meetings of the general membership may be called by the Club President, by a majority of the Board of Directors, or upon a written petition signed by twentyfive (25) Club members in good standing. The business of the special meeting shall be confined to the matters set out in the notice of the meeting.

Section 3

Written notice of the place, day, and hour of the meeting, and, in the case of a special meeting, the purpose or purposes for which it is called shall be mailed to each member of the Club not less than two (2) weeks before the date of the meeting. A notice of the meeting will also be posted on the bulletin board in the Clubhouse.

Section 4

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No specific number or a percentage of the members of the Club are necessary to constitute a quorum for the transaction of business at any meeting of the general membership. A majority of the Board of Directors must be in attendance. At all meetings of the general membership, all questions shall be determined by a majority of the members present and entitled to vote. Each member may cast only one vote on each matter properly brought before the meeting.

Section 5

At all general membership meetings of the Club the order of business shall be as follows:

- (a) Call to order
- (b) Proof of notice of the meeting
- (c) Submission of roster of members entitled to vote
- (d) Roll call of the Board of Directors
- (e) Reading of the minutes of previous general membership meeting
- (f) Directors' reports
- (g) Election of officers and Committee Directors (September meeting)
- (h) Old business
- (i) New business
- (j) Adjournment

Section 6

The annual election of Officers and Committee Directors shall be held during the September general membership meeting. The Tallwood Clubhouse is the preferable location for this meeting.

Section 7

By the time of the normally scheduled July meeting, the Board of Directors shall appoint a **Nominating Committee** consisting of at least three (3) members of the Club in good standing. At least one member shall not be a member of the Board of Directors. The Past President shall act as the Chairman of this Committee. The Nominating Committee shall post a notice soliciting nominations from the general membership at least four (4) weeks prior to the September general meeting. Written notice of the posting shall also be mailed to the Club members along with notification of the time, day, and place of the general meeting. The Nominating Committee shall notify each candidate of his nomination and determine if he is willing to accept the appointment if elected.

Section 8

Nominations for office may also be made from the floor during the general meeting and will be accepted by the Board of Directors only if the nominees are present and indicate their willingness to serve in the position to which they have been nominated.

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Section 9

Candidates for the Board of Directors shall be members in good standing and shall have competed in a minimum of twelve (12) tournaments prior to the Fall General meeting.

Section 10

At the annual election meeting, the Board of Directors shall appoint three (3) tellers whose responsibility will be to count the votes during the election and report the results to the membership through the President. Any member listed as a candidate shall not be appointed to the position of teller.

Section 11

If there are two (2) or more candidates for a position, voting will be by secret written ballot. It shall be the responsibility of the Secretary of the Club to have official ballots prepared for the meeting.

Section 12

The candidate receiving a majority of the votes for each office shall be declared elected and shall assume his office on December 1st of that year. All new Officers and Committee Directors shall be available for the last meeting of the outgoing Board. The purpose of this joint meeting is to introduce new members to the process and format of the board meetings.

ARTICLE VII - COMMITTEES

Section 1

The **Tournament Committee** shall have charge of all tournaments and shall establish such regulations as may be necessary.

Section 2

The **Rules Committee** shall as necessary establish and revise the local playing rules. A copy of the current local rules will be available in the Clubhouse to all members at all times. Periodically, the Rules Committee shall publish the local rules and distribute a copy of the rules to each Club member. The Rules Committee shall be the governing body of all rules protests and shall take action thereon as soon as practicable in accordance with Rules of Golf of the United States Golf Association and such local rules as are applicable to the case. A member

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may appeal the findings of the Rules Committee in accordance with Article V, Section 4, Part (I).

Section 3

The **Handicap Committee** shall be responsible for the handicaps of the Club Members and shall make such rules and regulations with respect to members' duties in correcting and posting scores as necessary for the proper credibility of handicaps. The Committee may assign temporary handicaps to any new member until the computerized handicaps are available, and also may assign a new handicap to any member when computerized data does not reflect a current true handicap for various reasons. Each member is entitled to a Connecticut State Golf Association Handicap Card, which is computer prepared from scores submitted during the current and previous golfing seasons. The members' handicaps will be revised and posted periodically throughout the season. The Handicap Committee in accordance with the rules of the Connecticut State Golf Association must make any temporary adjustments in handicaps. The Director of the Committee shall make available to any member, upon request, the specific rules regarding handicaps. He shall be the Club correspondent with the Secretary/Treasurer of the Connecticut Golfing Association in regard to State Handicap cards.

Section 4

The **Constitution Committee** shall frequently review the Constitution of the Club and recommend any amendments, additions, or revisions that it deems necessary or appropriate, and shall prepare and forward their written recommendations to the Board of Directors for further action. The Constitution Committee shall be responsible for posting a correct and complete copy of the Constitution in the Clubhouse available to all members and shall provide each member a copy of the Constitution from time to time as deemed necessary or to any member upon his written request.

Section 5

The **Social Committee** shall organize and arrange all social events sponsored by the Club. The Committee shall operate within the budget authorized by the Board of Directors and may not incur any indebtedness without prior approval of the Board of Directors. The Social Committee will prepare notices of upcoming Social events for distribution to the general membership, and will see that a copy of any notice is prominently displayed on the Club bulletin board.

Section 6

The **Membership Committee** shall be responsible for the control of the Club membership within the provisions of this Constitution. At the end of the tournament season, the Membership Director will be responsible for compiling a list of all ineligible Club members for the following golf season. The Membership Director will notify these members in writing, reminding them of the appeal process. The Membership Director shall receive and file all applications for

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membership and utilize this file to fill any vacancies in the membership. He shall also be responsible for maintaining the overall Club membership list.

Section 7

The Communications Committee shall orchestrate/oversee and in many cases, produce communications for the TMC. This committee is responsible for providing consistency and coordination for all communications from the BOD. Included in the Committee's responsibilities are the monthly TMC Newsletter, the general maintenance of the web site and the posting of tournament scores on the web site.

Section 8

From time to time, the Board of Directors may appoint any other committee for any purpose, and will give such committee the required powers and duties to carry out the functions for which appointed. However, no powers and duties so assigned will be in conflict with this Constitution.

Section 9

No committee shall expend any money or make any contracts for the expenditure of any monies in excess of the sum appropriated for the use of such committee without the approval of the Board of Directors.

Section 10

The Director of any Committee shall have the authority to appoint additional Club members to serve on his particular Committee.

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ARTICLE VIII - TEAM CAPTAIN AND TOURNAMENT RESTRICTIONS

Section 1

The current Club Champion shall be the team Captain and have charge of any team representing the Club in competition with other clubs. He shall play in the number one spot in any interclub competition.

Section 2

No member shall have the right to participate in the President's Cup or Club Championship Tournament without having participated in the minimum number of tournaments, specified by the Tournament Director, for these particular events.

ARTICLE IX - SCORE CARDS

Section 1

Properly attested scorecards must be turned into a location designated by the Board of Directors. Each player is responsible for the recording of his own score in the CSGA Scoring System, upon immediate completion of their golf round in a Men's Club tournament, regardless of his score or he will be penalized at the discretion of the Handicap Director. All cards must be legible, dated, signed, and attested, or they will be disqualified. If playing in a nontournament match in a group where other members of the match are nonmembers, a Club member must enter his adjusted score into the CSGA Scoring System.

ARTICLE X - GENERAL

Section 1

This Constitution may be modified, altered, or amended by the membership of the Club at its annual meeting or at any special meeting, which may be called to consider such change. The Board of Directors shall prepare a statement of the proposed change and a copy of such change posted on the bulletin board by the Secretary at least two (2) weeks before the meeting or with a copy of such proposal mailed by the Secretary to each member.

Section 2

The Club may adopt distinctive stationery and other colorful insignia and crests bearing the name of the Club on such conditions and under such circumstances as the Board of Directors

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deems appropriate.

Section 3

This Constitution will be interpreted in a manner as will most nearly effectuate the purpose of the Club.

Section 4

Roberts Rules of Order shall be the recognized authority on all points of procedure not covered by the Constitution or other rules and regulations of the Club.

Document Revision History

Revision #	Date	Name	Description
1	02/10/07	Steve Lynch	Reformatted document
2	03/27/07	Dave Rutz	Article IV, Section 3, and Article VI, Section 7 revised to transfer the Nominating Committee responsibility from the Vice President the Past President.
3	10/29/08	Dave Rutz	Article II, Sections 1 and 6 revised to reduce the minimum tournament participation required to retain membership in good standing from 15 to 10 tournaments each year.
4	7/30/10	Dave Rutz	Article V, Section 1 revised to add position of Communications Director Article VII, Section 7 added to describe Communication Committee duties Article VII, Section 8-10 numbers revised because of new Section 7
5	3/22/11	Dave Rutz	Article II, Section 11 revised tournaments from 15 to 10, and added Member-Guest. Changed Easter to Spring Classic Article IV, Section 2 added notification of Board of meetings to President's responsibilities Article IV, Section 4 removed responsibility for membership list and Board meeting notification from Secretary Article VII, Section 1 Tournament Director no longer responsible for publicizing tournament scores Article VII, Section 6 Membership committee now responsible for maintaining overall Membership list. Article VII, Section 7 Communications Committee has added responsibility for posting tournament scores on the web site.
6	9/24/12	Dave Rutz	Article II, Section 1, deleted reference to requiring 10 tournaments minimum for continued membership. Article II, Section 6, deleted entirely, eliminating the requirement for 10 tournaments as a precondition for membership the following year. Article III, Section 2 changed date on which annual dues are required from January 1 to February 1 each year.

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7	3/18/13	Dave O'Brien	<p>Article V, Section 1a, removed communications director.</p> <p>Article IV, Section 4, insert language regarding communications committee</p> <p>Article II, Section 3, change age of membership to 16 and add information on sponsorship.</p> <p>Article V, Section 1, include age requirement for BOD.</p> <p>Article VII, Section 7, remove requirements to post score to website.</p>
8	9/23/13	Dave O'Brien	<p>Article II, section 10, removed reference to annual dues as percentage of regular dues.</p> <p>Article II, section 11, added.</p>