

# **CHARBONNEAU WOMEN'S GOLF ASSOCIATION BY-LAWS**

## **ARTICLE I – NAME AND PURPOSE**

The name of this non-profit organization shall be the “Charbonneau Women’s Golf Association”, referred to as CWGA.

### **The objectives of this organization shall be:**

- Section 1      To govern the amateur golf activities in CWGA in accordance with the rules of golf adopted by the United States Golf Association.
- Section 2      To comply with the rules and regulations of the Charbonneau Golf Club, Inc.
- Section 3      To maintain the integrity of the USGA Handicap System so that each member may have a fair and equal chance to compete in golfing activities.
- Section 4      To promote the game of golf through competition, sportsmanship, and golf fellowship among its members.

## **ARTICLE II – MEMBERSHIP AND DUES**

### **Membership requirements shall be:**

- Section 1      Any woman may apply for membership. There shall be two categories of membership, Regular, to include those women with voting privileges who pay dues and participate in golf activities and Social, a non-voting status available for former members who pay reduced dues and may attend meetings, luncheons, and special events, and may play golf in monthly meeting day scrambles.
- Section 2      Each new member applying for the first time shall have an established USGA handicap index, or handicap indexes may be acquired by presenting three (3) most recent 18-hole scorecards or six (6) 9-hole scorecards prior to membership.
- Section 3      The payment of annual dues, as determined by the CWGA Board of Directors, shall constitute assent to the terms and provisions of the Associations’ By-laws.
- Section 4      Monies collected from the payment of annual dues must be used within the fiscal year for golf-related expenses as set up in the budget; the only exception being an appropriated amount set in the budget to adequately start the next fiscal year.
  - a. Budget items shall be expenses related to CWGA Day’s Play, Competitions, and Handicapping approved annually by the Board of Directors.
  - b. Non-budget income from events such as the Men’s Invitational or fundraising CWGA events may be relegated to either golf or non-golf expenses as approved by the Board of Directors.
  - c. Budgeted income may be designated for a specific purpose and held beyond the fiscal year.
- Section 5      Member Misconduct – Misconduct defined as conduct injurious to the good order, standard, welfare, or interest of the Association. The Executive Committee may thereupon notify the member in writing of the allegations(s). Notice shall be satisfied by sending the written notice to the member by certified mail to the address of the member as recorded in the books and records of the Association. The member shall be given not less than thirty (30) days’ notice, with the member’s written response due at the end of that thirty (30) day period. The member may request a hearing of the Executive

Committee. The Executive Committee, if satisfied with the truth of the allegation(s), may issue sanctions including, but not limited to, written warning, suspension, or expulsion. Expulsion or suspension shall not entitle the expelled or suspended member to a refund of any portion of dues paid or payable.

Upon written request filed by an expelled or suspended member and submitted to the Executive Committee of the association, the Executive Committee may reinstate such expelled or suspended member to the membership upon such terms as the Executive Committee may deem appropriate.

### **ARTICLE III – GOVERNMENT**

- Section 1      The Executive Committee of the Association Shall be the elected officers: President, Vice-President, Secretary, Treasurer and Past President. The Executive Committee is authorized to take urgent action on behalf of the Board of Directors and to approve expenditures. The Executive Committee shall be responsible for handling legal matters on behalf of the Board and implementation of Article II, Section 5.
- Section 2      The Board of Directors shall consist of the elected officers, the Immediate Past President, and Standing Committee Chairs.
- a. Two-thirds of the members of the Board of Directors shall constitute a quorum.
  - b. Expenditures of more than \$500.00 over the approved budget must be approved by a Board quorum.
- Section 3      The President shall approve Chairs for Standing Committees: (1) CWGA Club Director for the Charbonneau Golf Club (CGC) Board of Directors, (2) Membership, (3) Handicap, (4) Day's Play/Scoring, (5) Rules, (6) Oregon Golf Association (OGA) Director, (7) Communications, (8) Publicity, (9) Competitions, and (10) CGC Greens and Golf Liaison.
- a. Standing Committees may be added or deleted by a quorum vote of the Board.
  - b. Special Committees, such as Guest Day and the Men's Invitational, may be appointed as deemed necessary by the President.
  - c. Each appointed Committee Chair shall appoint her own assistant(s).
- Section 3      The CWGA Club Director for the Charbonneau Golf Club (CGC) Board of Directors will be one of the seven Directors of the CGC Board. The CWGA Executive Committee will select a nominee for Club Director and submit the nominee to the CGC Board for their approval. Qualifications for CWGA Club Director shall be a Charbonneau resident, have demonstrated leadership within CWGA, and have a minimum of one (1) year membership in good standing.

### **ARTICLE IV – DUTIES OF OFFICERS**

- Section 1      The PRESIDENT shall preside at all General Meetings and meetings of the Board of Directors of this organization, appoint annually all Standing Committee-Chairs and all special committee chairs not otherwise provided for in these By-laws; be an ex-officio member of all committees; and be one of three empowered to sign checks drawn upon the funds of this organization. She shall coordinate any activities with the Charbonneau Golf Club, Inc., the Men's Golf Committee, and the Country Club Manager that may involve their respective schedules. The President shall prepare and help develop the skills of the Vice-President and other elected and appointed leaders to assume their positions for CWGA.
- Section 2      The VICE-PRESIDENT shall accept this position knowing that she will automatically be the first considered for the position of President for the following year. She shall assist the President in the performance of all her duties. In the absence of the President, she shall exercise all the powers and discharge the duties of the President. She shall be one of three empowered to sign all checks drawn upon the funds of this organization. She shall be responsible for reviewing the By-laws and Standing Rules. She shall take count of

members to determine the presence of a quorum at the Board of Director and General Membership meetings. She shall be responsible for recognition of the outgoing President at the end-of-the-season event.

- Section 3      The SECRETARY shall keep the records of all meetings of the general membership and the Board of Directors, conduct correspondence, and issue notices as designated by the Board. She shall post the minutes of each general meeting within the following ten days. In the absence of the President and Vice-President, she shall preside at all CWGA meetings.
- Section 4      The TREASURER shall keep full and accurate accounts of the receipts and disbursements in books to be kept for that purpose. She shall, in general, perform all duties accorded to the Office of the Treasurer, subject to control by the Board of Directors. She shall be one of three empowered to sign all checks drawn upon the funds of the organization. She shall prepare a proposed budget to submit to the Board for approval at its first meeting of the year. The Board shall review the budget monthly. She shall prepare a year-end financial statement to present to the Membership by the end of December. This can be done at a meeting or via email. In the absence of the Secretary, she shall record minutes of the meetings.
- Section 5      The PAST-PRESIDENT shall chair the Nominating Committee, attend and participate in Budget meetings, attend all Board of Directors meetings, and be responsible for onboarding and developing new Board of Directors and Committee Chairs. The PAST-PRESIDENT shall induct the new Board of Directors at the beginning of the fiscal year to ensure an understanding of the Legal Foundation of Governance Accountability and the CWGA Board of Directors' Fiduciary Responsibility.

## **ARTICLE V – MEETINGS**

- Section 1      Regular meetings of the Board of Directors shall be held once a month prior to the General Meetings or upon call of the President. If a Board Member is unable to attend a meeting, she must appoint a proxy.
- Section 2      General Meetings of the membership shall be held as close as possible to the first Thursday of each month during the golf season or as announced in each year's schedule.
- Section 3      The Annual Meeting shall be held on the first Thursday of October, unless otherwise ordered by the Board of Directors. The purpose of this meeting is to conduct the election of new officers for the ensuing year.
- Section 4      An installation of Officers shall be held in conjunction with the Annual Meeting at a time set in the year's schedule. At this meeting, the Treasurer's current Financial Statement and a brief report from the Officers and any relevant reports from the Committee Chair(s) shall be read. A written report shall be presented to their successors by year end.
- Section 5      The President may call special meetings. A notice shall be posted at least ten days ahead of the meeting date. If it should be declared an emergency action, the members of the Association shall be so notified by e-mail/telephone of the meeting, subject, and date.
- Section 6      At any meeting of the membership, a quorum shall consist of thirty percent of the membership, including at two elected officers.
- Section 7      The Fiscal Year of the Association shall start January first.
- Section 8      *Robert's Rules of Order Revised* shall be the authority on all questions not covered by these By-laws.

## **ARTICLE VI – ELECTIONS**

- Section 1 The Nominating Committee shall be composed of five members, one shall be the immediate past President, one shall be appointed from the current Board by the President, and three shall be selected at large at the July General Meeting. Each of the three members-at-large shall have been a member for at least one year and shall not be a current member of the Board of Directors.
- Section 2 The Nominating Committee shall submit a slate of officers to be nominated, consisting of President, Vice President, Secretary, and Treasurer for the ensuing year.
- Section 3 The slate of officers shall be presented at the September General Meeting. Only at this time shall nominations be accepted from the floor, prior approval from the nominee is a requisite. The nominees resulting from action taken at the September meeting will comprise the ballot for the Annual Meeting. The Nominating Committee shall provide the slate of officers for the Secretary to post for at least two weeks prior to the Annual Meeting. She shall prepare a ballot for a written vote if more than one candidate is nominated for any one office.

## **ARTICLE VII – TERM OF OFFICE**

- Section 1 Term of office of the elected officers shall be for one year with the right to be reelected. Responsibilities shall extend through the fiscal year.

## **ARTICLE VIII – VACANCIES**

- Section 1 If the office of the President shall become vacant, the Vice President shall succeed her and shall appoint a new Vice President. Any vacancy occurring in any other elective office, or in the leadership of any appointed committee, shall be filled by appointment of the President.

## **ARTICLE IX – AMENDMENTS AND RULES**

- Section 1 Amendments of these By-laws may be made at any General or special meeting of the Association at which a quorum (thirty percent of the members in person or by proxy) is represented.
- a. Any proposed amendment of these By-laws must be submitted to the President, in writing, for approval by the Board of Directors. If approved, a copy of the proposed revision must be posted for at least two weeks prior to a General or Special Meeting.
  - b. Passage of any proposed revision requires an affirmative vote of a quorum which consists of two-thirds of the membership.
- Section 2 The Board of Directors may adopt Standing Rules for the conduct of the affairs of CWGA consistent with these By-laws. Standing Rules may be adopted, amended, or revoked by a majority of the Board of Directors.

Adopted 1984  
Revised 1991  
Revised 1995  
Revised 1996  
Revised 2000  
Revised 2003 Name change from Charbonneau Ladies Golf Association to Charbonneau Women's Golf Association  
Effective 2005  
Effective 1985  
Effective 1992  
Effective 1996  
Effective 2000  
Effective 2003  
Revised 2005  
Revised 2006  
Revised 2008  
Revised 2014  
Revised 2018  
Revised 2022  
Revised 2024  
Revised 2025 Article VII, Section I - **From:** Term of office of the elected officers shall be for one year with the right to be reelected for no more than one additional te term. **To:** Term of office of the elected officers shall be for one year with the right to be reelected.