

LMGA BYLAWS

LANDINGS MEN'S GOLF ASSOCIATION, INC. A NON-PROFIT CORPORATION CHARTERED IN THE STATE OF GEORGIA

ARTICLE I NAME

Section 1.1 General Provisions

- a) Name. The name of the organization shall be "Landings Men's Golf Association, Inc." (LMGA). The pertinent governing body is the LMGA Board, hereinafter referred to as the "Board."
- b) Location. The principal office of the LMGA shall be at the home of the Secretary of the LMGA Board of Directors, whoever that may be. The location of said office may be changed at the discretion of the Association's Board upon filing notice of such pursuant to applicable provisions of law. Meetings of the Board for the transaction of business and meetings of the members, except such as may be required by law or these bylaws to be held at the principal office, shall be held at any place in Chatham County, Georgia, as the Board may from time to time determine, or the business of the Association requires.
- c) Authorities. The Association's activities are subject to its Articles of Incorporation, these bylaws, the Nonprofit Corporation Act, and other laws of the State of Georgia and the United States.
- d) Fiscal Year. The Association's fiscal year shall be the calendar year.
- e) The financial affairs of the LMGA shall be conducted in a manner that is consistent with the requirements of the Internal Revenue Service for non-profit organizations under the provisions of section 501 (c)(7) including the filing of an annual financial statement.

ARTICLE II PURPOSES

Section 2.1 Purposes

The Landings Men's Golf Association exists to expand and enhance the already excellent men's golfing experiences at the Landings Golf & Athletic Club, hereinafter referred to as "LGAC";

- a) Establish and maintain an administrative framework to improve communications, promote member participation in planning, executing and playing in both LMGA sponsored men's golf events and the golf events of the LGAC;
- b) Encourage member input into event planning;
- c) Improve member awareness of various playing groups within the LGAC to encourage greater member participation;
- d) Promote ethics, good sportsmanship, proper etiquette, and stewardship of our golf course and facilities;
- e) Encourage member compliance with the policies and rules established by the Board of Governors of the LGAC;
- f) Support the objectives and standard procedures of the United States Golf Association (USGA) and the Georgia State Golf Association (GSGA);
- g) Provide opportunities for members to meet and play with a wider set of LGAC members.

- h) Promote Junior Golf and support golf-related charities as may be appropriate; and,
- i) Work cooperatively with the Board of Governors, the Golf Professionals, other golfing members and their constituent organizations, and the staff of the LGAC to achieve the goals of the LMGA

ARTICLE III MEMBERSHIP

Section 3.1 Individual Membership Requirements

- a) Membership in the LMGA is open to all male golf members in good standing of the LGAC, who are 18 years of age or older, regardless of the LGAC membership option in which the golfer is currently enrolled. All rules of LGAC membership options apply to LMGA play.

Section 3.2 Membership Information

- a) Applicants shall submit the completed information form on the LMGA web site.
- b) Charter members are defined as those who joined the LMGA prior to May 31, 2013.
- c) LMGA membership fees are determined annually by the Board.

ARTICLE IV BOARD OF DIRECTORS

Section 4.1 Board of Directors

- a) The Board of Directors of the Landings Men's Golf Association (the Board) shall be composed of four (4) officers, seven (7) committee chairs, and four (4) golf captains.
- b) The four (4) officers shall be: President, Vice-President, Secretary, and Treasurer. This also shall be the order of precedence for chairing meetings when absences occur.
- c) The following committee chairmen shall be appointed by, and serve at the pleasure of, the President of the governing board: (1) Golf, (2) Activities, (3) Membership, (4) Communications, (5) New Neighbors, (6) Technology, (7) Inter-club.
- d) The immediate past President shall serve as Advisor. He shall attend Board meetings in a non-voting capacity. He shall also serve as the Chairman of the Nominating Committee in the year following his term as President.
- e) The officers of the Board shall act as the LMGA rules infractions committee.

Section 4.2 Board Meetings

- a) Meetings of the Board shall be held on a monthly schedule, but will be held more frequently if needed.
- b) The President, or at least five members of the Board including at least one officer, may call a special meeting of the Board.
- c) All motions for Board approval require a quorum to vote.

Section 4.3 Quorum and Voting

- a) Eight (8) members of the Board, at least two of which are officers, shall constitute a quorum.
- b) The Board may discuss matters and vote electronically, via e-mail, conference call, or by password-protected forms at the LMGA web site. If a vote is taken by remote means, all such actions shall be documented with an itemized vote count and incorporated into the minutes.

Section 4.4 Terms of Office

- a) Election of officers will be held at the annual meeting. All Boards shall assume office immediately upon their election.
- b) The President and Vice President have terms of one year, and cannot repeat in their office for five years. The Secretary and Treasurer have terms of one year, but can repeat in their office if elected.

Section 4.5 Board Vacancies

- a) The office of President, if vacated, shall be filled by the Vice-President.
- b) Other vacancies for officers shall be filled by a majority vote of the Board.

Section 4.6 Absence

- a) A Board member's absence from two (2) consecutive meetings of the Board without adequate excuse may be cause for removal when confirmed by two-thirds (2/3) vote of the Board.

ARTICLE V OFFICERS, COMMITTEES AND CAPTAINS

Section 5.1 President

- a) The President shall preside at meetings of the Board and general membership meetings.
- b) He shall be an ex-officio member of all committees.
- c) He shall appoint committee chairmen as required.
- d) He supervises activities of the LMGA.
- e) He shall have the power to execute all documents, including checks, on behalf of the LMGA and shall have such other authority as may be delegated to him by the Board.
- f) He shall be authorized to sign checks to disburse monies as approved in the annual budget or at the direction of the Board. All expenditures above \$500 shall be reported to the Board at the next meeting.
- g) He shall be a member of such LGAC committees as appropriate.

Section 5.2 Vice-President

- a) The Vice-President shall perform duties of the President in his absence and shall, in the case the office is vacated, assume the office of President and serve until the next regular election.
- b) In the absence of the President, he shall have the power to execute all documents, including checks, on behalf of the LMGA and shall have such other authority as may be delegated to him by the Board. He shall be authorized to sign checks to disburse monies as approved in the annual budget or at the direction of the Board. All expenditures above \$500 shall be reported to the Board at the next meeting.
- c) He shall be ex-officio, a member of all committees except the Nominating Committee.
- d) He shall be a member of such LGAC committees as appropriate.

Section 5.3 Secretary

- a) The Secretary shall be responsible for the minutes of the Board and general membership meetings. Immediately after their approval, he shall post the minutes on the LMGA web site.
- b) He shall perform such other duties as assigned by the President.
- c) He shall give and serve notices of all meetings of the Board.
- d) He shall be responsible for updating the major policy decisions and other records as required.

Section 5.4 Treasurer

- a) The Treasurer shall keep full and accurate accounts of all monies received and shall deposit the same in the name and to the credit of the LMGA in such depositories as may be designated by the Board.
- b) He shall be authorized to sign checks to disburse monies as approved in the annual budget or at the direction of the Board.
- c) All expenditures above \$500 shall be reported to the Board at the next meeting.
- d) He shall have authority to receive monies due and payable to the LMGA from any source.
- e) He shall present to the Board a written report of the fiscal affairs of the LMGA. A written report shall be prepared at least annually and periodically at the request of any officer. Each Board member shall be given a copy of the Treasurer's report.
- f) The annual Treasurer's Report may be audited as directed by the Board.
- g) In consultation with the President, he shall prepare a proposed annual budget for presentation to the Board for approval.
- h) He shall maintain a minimum cash balance as established by the Board.
- i) He shall save financial documentation for at least five years and tax documents permanently.
- j) Where required, he shall file an IRS tax return annually with a copy to the State of Georgia and file the annual tax return with the State of Georgia, including the payment of such fees as may be required to maintain the organization in good standing.
- k) He shall, with the consent of the Board President, appoint an assistant treasurer to ensure continuity of treasurer functions.

Section 5.5 LMGA Standing Committees

The following shall be standing committees of LMGA:

- a) Golf Committee with the principal responsibility to organize and execute LMGA games and tournaments;
- b) Activities Committee with the principal responsibility to organize Wednesday Evening Scrambles and other special events;
- c) Membership Committee with principal responsibility to recruit and initiate new members;
- d) Communications Committee with the principal responsibility to publicize the activities of the LMGA,
- e) New Neighbors committee with the principal responsibility to New Neighbors Golf;
- f) Technology Committee with principal responsibility to maintain the LMGA website and electronic assets; and,
- g) Inter-Club Committee with the principal responsibility to organize and manage the interclub league competition.

Section 5.6 Team Captains

- a) Four Team Captains representing the four clubhouses - Deer Creek, Marshwood, Oakridge, and Palmetto - shall have the principal responsibility to organize the BA Cup Teams and serve as a direct line of communications from the LMGA Board to team members.

Section 5.7 Committee Chairmen and Team Captains

- a) All committee Chairmen and Team Captains are appointed annually by, and serve at the pleasure of, the President.
- b) Each standing Committee's Chairman and each Team Captain shall be a voting member of the Board of Directors
- c) Committee Chairman and Captains and/or any officer may recommend Assistant Chairmen and Assistant Captains to be appointed by the President.
- d) Committee Chairmen and Captains shall serve for up to two (2) consecutive years of an individual committee or team.
- e) In the event it is deemed in the best interest of LMGA, the President may waive the two-year limit for Committee Chairmen and Captains.

ARTICLE VI
NOMINATIONS AND ELECTIONS

Section 6.1 Nominating Committee

- a) A Nominating Committee of three (3) people shall be selected by the Board at least two months prior to the November general meeting.
- b) The immediate past President of the LMGA shall serve as the Chairman of the Nominating Committee, and members will be one current officer of the Board and one representative of the general membership.
- c) The Nominating Committee shall carefully consider and identify qualified individuals to fill all open officer positions.
- d) The slate of officer nominees to be provided by the Nominating Committee shall include the President, the Vice President, the Secretary and the Treasurer.

Section 6.2 Qualification for Nomination

- a) Any member of the LMGA in good standing shall be eligible to be elected as an officer subject only to the limitations stipulated below.
- b) No person shall be eligible for the same elected office on the Board for more than one (1) year with the exception of the Secretary and the Treasurer.
- c) A member of the Board of Governors of the LGAC may not serve concurrently as the President or Vice-President of the LMGA.

Section 6.3 Election Procedure

- a) The Nominating Committee Chairman shall present the names of the nominees to the Board and, upon acceptance by the Board, send an email to all members with the names of the nominees and post the slate of nominees on the LMGA web site. This shall be done at least two (2) weeks prior to the annual meeting. Nominees shall have consented to serve.
- b) An election shall be held at the annual November meeting. The Nominating Committee Chairman shall present the proposed slate of nominees.
- c) Nominations from the floor shall be accepted provided such nominations are accompanied by the written consent of the nominee and a petition signed by ten (10) members.
- d) Election shall be by voice vote, except when nominations are made from the floor. The vote for the contested office(s) shall be by secret ballot. In such case, the Chairman of the Nominating Committee shall be responsible for distributing and counting the ballots and may appoint assistants as necessary.

**ARTICLE VII
FINANCE**

Section 7.1 Fiscal Year

- a) The fiscal year of this organization shall be the calendar year.

Section 7.2 Sources of Funds

- a) Funds for the operation of the LMGA may be collected through member dues, event and activity entry fees, or other methods as determined by the Board.
- b) The annual member dues shall be determined by the Board. Dues are billed by LGAC each December. Members joining after October 1 of each year will not be billed in the current December, but will be billed in the subsequent December.

Section 7.3 Cash Reserves

- a) A working amount of money sufficient to cover all outstanding obligations, plus a reserve shall be maintained in the treasury. The amount of the reserve shall be set at \$2,500. Deviation of the reserve amount requires board approval.

Section 7.4 Usage of Treasury Funds

- a) The use of Treasury funds shall be approved by the Board through the annual budget. Items not specifically budgeted above \$500 shall be approved in advance by the Board.

**ARTICLE VIII
MEETINGS**

Section 8.1 Annual Meeting

- a) The annual meeting of the LMGA shall be held at the LGAC in November. Notice shall be posted on the LMGA web site at least two (2) weeks prior to the meeting with a broadcast email sent to all members.
- b) This meeting date and place may be rescheduled by the Board, if necessary.

Section 8.2 Special Meetings

- a) Special meetings of the general membership may be called by:
 - a. the President;
 - b. at least fifty percent (50%) of the Board; or
 - c. upon written request of 10% of the membership of the LMGA.

- b) Notice of special meetings shall be given by e-mail to all members and by posting a notice on the LMGA web site two (2) weeks prior to such meetings. This notice shall state the date, time, place and purpose of meeting.

Section 8.3 Voting procedures

- a) Any action at an annual or special meeting shall require a vote of more than 50% of those LMGA members in attendance, provided a quorum of ten percent (10%) of the LMGA membership is present.
- b) Proxy voting is prohibited at LMGA meetings.

ARTICLE IX AMENDMENTS

Section 9.1 Amendments

- a) As needed, the President shall appoint a committee of at least two Board members to review these bylaws, to determine whether amendments are necessary and to report their findings to the Board at least one (1) month prior to the annual meeting of the LMGA.
- b) The Board will review and approve any proposed changes prior to presenting them to the general membership.
- c) These bylaws may be amended by a two-thirds (2/3) vote of those attending any general or special membership meeting of the LMGA, provided that a quorum of ten percent (10%) of the membership is present.
- d) A copy of any proposed amendment(s) shall be posted on the LMGA website by the Secretary at least two (2) weeks prior to the meeting date.

Record of Transactions

ADOPTED March 28, 2013

Amended 12/08/2016

Amended 11/14/2019

Amended 11/9/2023