

**CONSTITUTION OF THE  
KALAMAZOO MUNICIPAL GOLF ASSOCIATION**

**ARTICLE I. GENERAL**

Section 1. Name.

- A. The name of this organization shall be "The Kalamazoo Municipal Golf Association" and referred to in this Constitution as "Association".
- B. The governing body of this association shall be known as "the Board of Governors" and referred to in this Constitution as "the Board".
- C. The Association shall be responsible to the City Commission of the City of Kalamazoo, Michigan.

Section 2. Membership.

Membership in the Kalamazoo Municipal Golf Association shall be open to any person irrespective of age, race, sex, religion, or any further consideration other than his or her payment of the annual dues. In addition, the rules and regulations governing conduct of members shall be observed.

Section 3. Annual Meeting.

The Annual Meeting shall be held on the third Tuesday of November each year. The purpose of said meeting is to receive a financial report, a Greens Committee report, and a statement of activities from the Board President and to transact such other business as properly comes before the Association.

- A. Beginning in 2010, two members shall be elected to serve three-year terms on the Board of Governors at each Annual Meeting.
- B. The date, location, and time of the Annual Meeting shall be mailed to all members of the Association. Ballots containing the names of the candidates for election to the Board of Governors and a short paragraph about each candidate shall be mailed to all members of the Association one month in advance of the Annual Meeting.
- C. A public notice of the Annual Meeting shall be posted at the Milham Park and Eastern Hills clubhouses one month in advance of the Annual Meeting.

**ARTICLE II. BOARD OF GOVERNORS**

Section 1. Members of the Board of Governors.

- A. This Association shall be managed by a Board of Governors, consisting of (i) members of the Association elected at the Annual Meeting, the majority of whom shall be residents of the City of Kalamazoo; (ii) two City residents who have a

demonstrated interest or background in golf, turf management, finance or accounting and who shall be appointed by the City Commission, and (iii) the three following *ex officio* public officials who shall have voting privileges; the City Manager, or his or her designee, the Director of Parks and Recreation, or his or her designee, and the Director of Finance, or his or her designee.

- B. The elected and appointed members of the Board of Governors shall hold their offices for three years or until their successors are elected or appointed. An elected or appointed member may not serve more than two consecutive terms of the Board of Governors. Elected or appointed members who are serving on the Board as of June 1, 2010, are deemed as serving in his or her first term and are eligible for only one (1) additional consecutive term on the Board.

## Section 2. Candidates for the Board of Governors.

By September 15 of each year, the Secretary shall notify membership of the annual election of members to the Board of Governors through conspicuous posting of notices in each golf course clubhouse. Such notice shall provide information as to how members interested in seeking election to the Board of Governors should disclose their candidacy to the Secretary.

- A. The Secretary shall compile a list of all members who have declared they are a candidate for the Board of Governors.
- B. The list of candidates shall be presented by the Secretary to the Board of Governors at its regular October meeting and a ballot shall be created.
- C. Additional spaces shall be provided on the ballot for write-in candidates.

## Section 3. Election of Board of Governors.

The election of Association members to the Board of Governors shall be by ballot. Ballots containing the candidates' names shall be mailed to all members of the Association at least two weeks prior to the date of the Annual Meeting. Said ballot may be voted and mailed to the Secretary, dropped off at any clubhouse prior to the date of the Annual Meeting, or may be cast at the Annual Meeting.

Beginning with the November, 2010, election, no less than five (5) Association members, and with the November, 2011, election, no less than four (4) Association members, elected to the Board shall reside within the City of Kalamazoo.

The two candidates receiving the highest number of votes shall be declared elected to the Board of Governors; provided, however, in all elections where it is necessary to elect a member or members residing within the City limits of the City of Kalamazoo, the successful candidates shall be chosen from those City resident members receiving the highest number of votes, regardless of ballots cast.

Section 4. Election of officers of Board of Governors; Quorum; Neglect of Duties; Vacancies.

- A. An election of officers of Board of Governors shall take place at the January meeting. The following shall be elected:
  - (i) President
  - (ii) Vice President
  - (iii) Secretary
- B. In addition, the President shall appoint a Greens Committee Chairman and a Business Manager, subject to Board approval. Neither the Greens Committee Chairman nor the Business Manager shall be required to be elected or appointed members of the Board.
- C. A majority of the Board of Governors shall constitute a quorum.
- D. Any elected members of the Board or any officer of the Association who neglects his duties or violates the rules of the Association may be removed from office. A petition of 20 members of the Association and/or two-thirds' vote of the Board of Governors is necessary for such action. Appointed members of the Board may be removed from office for cause by the City Commission.
- E. Vacancies on the Board of Governors caused by change of residence, being absent from three consecutive meetings unless excused by the Board, or failing to attend at least eight (8) of the eleven (11) regularly-scheduled, monthly board meeting during the year, or for any other cause, shall be filled by the City Commission in the case of an appointed member and by Board of Governors in the case of elected members, provided, however, such person shall stand for election for the remainder of the term at the November Annual Meeting.

Section 5. Duties of Board of Governors.

The duties of the Board of Governors shall be:

- A. To select officers as provided in Section 4 of Article II.
- B. To be the final authority upon all matters affecting the Association and the golf courses.
- C. To enact and enforce such rules and regulations for the use of the golf courses and for the conduct of members as it may deem necessary.
- D. To have the authority to discipline or expel members for infraction of the rules; a two-thirds vote of the entire Board being necessary for such action and after giving the member involved reasonable notice of the reason for the action and an opportunity to address the Board regarding his or her position.

- E. To control and direct the expenses and have management of the practical working of the Association, providing that any proposal to expend money for any purpose shall receive the affirmative vote of at least one of the *ex officio* members.
- F. To appoint any special committee which it considers necessary, but such committee shall have only the power of recommendation to the Board on all matters pertaining to the expenditure of money.
- G. To adopt a budget for one year at the regular monthly meeting in February. Specific amounts shall be set up for expenditures during the fiscal year. Said budget shall be approved by the City Commission of the City of Kalamazoo.
- H. To recommend with the budget in November of each year for the approval of the City Commission such greens fees and membership fees as shall be charged for the following year.
- I. To conform in all respects, in the operation of the Association, to the provisions of this Constitution, and at no times to deviate from those provisions. If changes are necessary, it shall be by amendment as provided for in Article IV.
- J. To see that those who handle money for the Board shall be bonded in an amount sufficient to protect all interests of the Association. The cost of the premium of said bond is to be paid by the Association.
- K. To see that an annual audit is performed of the Association's financial affairs.

### ARTICLE III OFFICES AND DUTIES

#### Section 1. Duties of the President.

- A. It shall be the duty of the President to preside at all meetings of the Board of Governors, with full voting privileges, and to perform such other duties as provided by the Constitution and the Board of Governors.
- B. He or she shall be an *ex-officio* member of all committees.
- C. To preside over and present at the Annual Meeting a report covering the activities of the Association.

#### Section 2. Duties of the Vice President.

In case of the absence or disability of the President to act, the Vice President shall assume all the powers and perform all the duties of the President during such absence or disability.

#### Section 3. Duties of the Secretary.

- A. In case of the absence or disability of the President and the Vice President, then the

Secretary shall assume and perform all the powers and duties of the President during such absence or disability.

- B. To issue notice of association meetings and keep minutes of same.
- C. To conduct any general correspondence of the association.

Section 4. Duties of the Business Manager.

- A. To maintain appropriate documents as required recording the financial results of the Association.
- B. To receive and keep on deposit all monies of the Association.
- C. To present a financial report each month to the Board of Governors showing receipts, expenses, disbursements, and balance on hand.
- D. To disburse money upon direction of the Board of Governors.
- E. To render to the Board of Governors at the end of each calendar year a complete report of the financial transactions for the year.
- F. To make certain that accounts are audited annually by a recognized auditing firm.
- G. To prepare a tentative budget for the January meeting.

In the event a Board of Governors fails to perform the duties as set forth in this Constitution, the City Commission is empowered to appoint a Board of Governors for the management of the golf course.

#### ARTICLE IV AMENDMENT

This Constitution may be altered or amended by either of the two following manners:

- A. At any annual meeting of the Association, or at any meeting where notice of the purpose is given, by a majority vote of the Association members present and voting, provided that any alterations or amendments must be approved by the City Commission of the City of Kalamazoo before they go into effect.
- B. By a majority vote of the City Commission of the City of Kalamazoo.