

# **Carolinas GCSA By-Laws**

## **Last Amended November 2023**

### **ARTICLE I**

#### **Name - Location – Purpose**

**SECTION 1.** The name of this organization shall be Carolinas Golf Course Superintendents Association.

**SECTION 2.** The principal office(s) of this Association shall be maintained at such place or places as the Board of Directors may designate from time to time.

**SECTION 3.** The purposes of this Association are:

- First and foremost to provide educational opportunities for the continual advancement of the profession of the Golf Course Superintendent in the Carolinas.
- To promote and disseminate research and knowledge relating to golf course management and turfgrass operations.
- Promote the image of the Golf Course Superintendent.
- To encourage cooperation among allied associations and organizations whose interests parallel or complement those of this association.
- To promote benevolence for its members.

### **ARTICLE II**

#### **Membership**

**Definition of a Golf Course Superintendent:** A golf course superintendent is one who is entrusted with the management of the tract of land defined as a golf course, including involvement in construction and maintenance of golf courses and related equipment.

**SECTION 1.** The board of directors shall specify Standing Rules of Membership for the Association and shall have the authority to establish qualifications, privileges and dues for all classes of membership except Class AA, A, B and C.

Any person who desires to become a Member of the Association shall file an application in writing on an application form that will be furnished upon request. An application shall contain, among other things, a concise statement of the applicant's training, qualification, and experience. Each applicant for Class A and B membership must present proof of application for or evidence of membership with the Golf Course Superintendents Association of America and shall maintain such membership thereafter. The application must be signed by the applicant and must have the endorsement of one Carolinas GCSA Class A or B member in good standing upon the Application. Those applicants for membership living outside of the Carolinas shall have their application attested by a GCSAA Class A or B member in good standing.

Application for membership shall be approved or rejected as specified in the Standing Rules for Membership. In the event that an application for membership is rejected, the board, if requested, shall grant a hearing for reconsideration. Any applicant requesting a hearing for reconsideration shall be

notified in advance of the time and place set for such hearing. Statements in writing and testimony may be presented at such hearing.

### SECTION 3. Membership Classes:

**Class AA - Life Members:** To qualify for Life Membership, one must have retired as a golf course superintendent or assistant golf course superintendent and have been a golf course superintendent or assistant golf course superintendent member of the CGCSA for 25 years of which a minimum of 20 years has been as a golf course superintendent. A life Member shall have all the rights and privileges of the Association except that of holding office. Class AA-Life Members will pay no membership dues.

**Class A - Golf Course Superintendent:** To qualify for Class A Membership, an applicant shall have, at the time of application for membership, at least three (3) years' experience as a golf course superintendent and be employed in such capacity. Class A Members shall have all the privileges of the Association, subject to the provisions of Article VI, Section 1 hereof.

**Class B - Golf Course Superintendent:** To qualify for Class B Membership, an applicant shall be a golf course superintendent who has, at the time of application for membership, less than three (3) years' experience as a golf course superintendent, and shall be presently employed in such capacity. Class B Members shall have all the privileges of the Association, except that of holding office.

**Class C - Assistant Golf Course Superintendent:** To qualify for Class C Membership, an applicant shall be, at the time of application for membership, an assistant to a golf course superintendent, and shall be presently employed in such capacity. Class C Members shall have all the privileges of the Association, except those of voting and holding office.

**Class E - Educators:** To qualify for class E Membership, an applicant must be an educator or extension officer. Class E Members shall have such privileges of the Association as the Board of Directors may specify by Standing Rules, except those of voting and holding office.

**Associate Membership:** To qualify for Associate Membership, an applicant must be employed at a facility that employs a Class A or B member of the association. Associate Members shall have such privileges of the association as the board of directors may specify by Standing Rules, except those of voting and/or holding office and receiving the Carolinas Green magazine.

**Equipment Manager:** To qualify for EM membership, an individual must be employed as an equipment manager, assistant equipment manager or mechanic/technician in the golf industry.

**Affiliate:** To qualify for Affiliate Membership, an applicant must be an individual, business firm or governmental body interested in golf course management and/or in the growing or production of fine turfgrass, either individually or through employment by, or other affiliation with, a company, proprietorship or association, and who does not qualify for membership in another class. Affiliate Members shall have such privileges of the Association as the Board of Directors may specify by Standing Rules, except those of voting and holding office.

Facility Membership: A facility membership is available to those facilities that operate with limited resources. The membership is in the name of the facility. However, the recipient of the membership benefits and information can be the superintendent, owner, or other representative selected by the facility. The facility is entitled to all privileges of membership, except those of voting and holding office.

Honorary: To qualify for Honorary Membership, the individual must be recognized by the Board of Directors for contributing in an outstanding manner to this Association or profession or related field. This membership shall continue in effect unless otherwise revoked by the Board of Directors. Honorary Members shall not be required to pay dues or assessments of the Association and shall have such privileges of the Association as the Board of Directors may specify by Standing Rules, except those of voting and holding office.

Student: To qualify for Student Membership, an applicant must be a full-time turfgrass student enrolled in a formal course of education, or have completed his or her formal education less than one (1) year prior to the date of application for membership. Student Members shall have such privileges of the Association as the Board of Directors may specify by Standing Rules, except those of voting and holding office.

Retired: To qualify for Retired Membership, one must be retired and no longer seeking employment within the scope of activities of any membership class of the Association. An applicant may apply to the Board of Directors in writing for Retired Membership, the annual dues for which shall be set by the Board of Directors but shall not exceed half the amount paid for the classification in which the member retires. There are two options for retirement: (1) Any member reaching age fifty-five (55), may retire and shall have all the privileges of the Association afforded the member in his or her immediate previous classification, with the exception of holding office; or (2) Any member having completed a minimum of twenty (20) years of service in any membership classification may retire in that classification and shall have all of the privileges of the Association afforded that classification, with the exception of holding office.

Inactive: An Inactive Member is an individual who, by reason of unemployment, illness or other adverse circumstances, has been placed in this class upon his or her application. The Board of Directors shall have the authority to act on such application and to place a member on Inactive status subject to terms and conditions as the Board of Directors may specify by Standing Rules.

### ARTICLE III

#### Dues and Supplemental Assessments And Suspension for Non-Payment

SECTION 1. For Class AA, A, B or C members the annual dues shall be the sum fixed at any annual meeting of the Association as approved by a majority of the Regular Members present. For all other classes the annual dues shall be the sum designated by the board of directors. Dues shall be payable annually with the initial billing mailed 30 days prior to the member's expiration date. A second notice shall be mailed on the member's expiration date. All members' whose dues shall remain in arrears 60 days past their anniversary date shall be suspended from the association.

SECTION 2. A majority of the voting members of the association may vote to levy a special member assessment, in addition to annual dues, if required.

SECTION 3. The board may temporarily excuse or extend time of payments of annual dues or assessments for any Member who for reasons of ill health, advanced age, or any other good cause shall be unable to make payments within the fixed time.

SECTION 4. Any former Member suspended for non-payment of dues, desiring to be reinstated to membership will apply for reinstatement in the same manner as provided for an application for membership. Application for reinstatement must be accompanied by remittance of such dues as are payable at the time of such application.

#### ARTICLE IV

##### Conduct of Members

SECTION 1. Prohibited Conduct: The following conduct is prohibited for members of the Carolinas Golf Course Superintendents Association of America:

- (a) Violations of the GCSAA Code of Ethics.
- (b) Use of CGCSA affiliation for the purpose of promoting schemes, ideas or objectives that are detrimental to the Association.
- (c) Conduct unbecoming a member or inimical to the Association.
- (d) Submitting false information on an application for membership or on a dues statement.

Conduct that is prohibited shall be cause for disciplinary action or expulsion from the membership in accordance with the procedure set forth in Section 2 of this Article.

SECTION 2. If any Member is charged with prohibited conduct as defined in Section 1 of this Article notice of such conduct shall be filed with the Secretary. Notice of the filing shall be given to the person concerned, and the individual shall be offered an opportunity to be heard in reply. Whether or not a reply is filed to such charges, the board of directors shall hold a formal hearing on the charges. Such testimony shall be taken at the hearing, as the board shall deem pertinent and material. In the event that any information of supposed improper conduct shall come to the attention of the board or any member thereof, said board or member might, upon its own motion, prepare and file charges with the Secretary.

SECTION 3. If, after the hearing, in the judgment of the board, the conduct in question is cause for loss of membership, notice of the board's decision will be given to the Member concerned. Appeal may be taken from the decision of the board to the annual meeting of the Association where hearings shall be held upon a transcript of the oral testimony and the documents presented at the board's hearing. No evidence shall be heard at the annual meeting, except that incorporated in the records of the hearing before the board.

SECTION 4. Any expelled member, not earlier than one (1) year after the date of his loss of membership, may make application for reinstatement. Application shall be made in the manner and

form provided in Article II, Section 3.

## ARTICLE V

### Affiliation

SECTION 1. This Association shall be affiliated with the Golf Course Superintendents Association of America, hereinafter referred to as the National Association.

SECTION 2. In order to continue affiliation with said organization, no Article or Amendment can be adopted which contravenes the by-laws of the National Association.

SECTION 3. A delegate and one alternate shall be nominated by the President and approved by the board of directors prior to any meeting of the Golf Course Superintendents Association of America to represent this Association at that meeting.

## ARTICLE VI

### Officers and Board Members

SECTION 1. Qualifications and Terms of Office: Only Class A members who are actively employed as golf course superintendents within North or South Carolina are eligible for election as Officers or Directors of this Association. Officers and Directors ceasing active employment as golf course superintendents may serve for up to six months after cessation of employment. There shall be an annual election for the following named officers who shall serve on the Board of Directors: President, Vice President and Secretary/Treasurer:(all who must have at least one current year of service on the present board) who shall hold office for a period of one year or until their successors are elected and qualified and who shall perform the duties hereinafter prescribed for each of such officers.

There shall likewise be elected to the Board of Directors nine members of this Association who shall be elected to two-year terms by the membership. An election shall be held each year for those Director positions whose terms are to expire. The Immediate Past President of this Association shall serve as a Director member of the board for the term of one year.

The Officers of this Association as herein above provided for together with the Directors as constituted, shall constitute the Board of Directors of this Association. Each member of such Board of Directors shall be entitled to vote at the meeting thereof and a quorum necessary for the transaction of business shall not be less than a majority of the Board of Directors.

SECTION 2. Vacancies occurring in any office of the Association shall be filled by appointment by the President and approval of the Board of Directors. Appointments made under the provisions of this Section shall be for the unexpired term.

SECTION 3. The board of directors shall have general charge and management of the affairs of the association. The board shall, at each annual meeting, make a full report of its acts and doings during the preceding fiscal year. Each member of the board is charged with representing the Association in and near his place of residence, to work diligently to interest qualified persons in applying for admission to the Association, and to publicize the purposes of this Association as set forth in Article I, Section 3.

SECTION 4. Duties of the President: The President shall, during any period when the Board of Directors is not in session, have general charge and supervision of the affairs and property of the

Association, subject to such rules and regulations as may from time to time be made by the Board of Directors. This individual shall preside at all meetings of the Association and Board of Directors and shall be an ex-officio member of all committees. This officer shall, from time to time and as often as may be directed, submit reports to the Board of Directors and give such information touching affairs of the Association as may be required, and make such recommendations as he or she may think proper. The President shall appoint all committees. All appointments shall be subject to the approval of the Board of Directors.

SECTION 5. Duties of the Vice President: In case of the absence or inability of the President, the Vice President shall, during the period of such absence or inability, perform the duties required of the President. In the event the office of President shall become vacant, the Vice President shall perform all duties of the President until the annual election or until a successor shall be duly elected. In the event that both the offices of the President and Vice President shall become vacant and both officers are incapacitated, then the Board of Directors shall elect one of their members to fill the vacancy of the office of President.

SECTION 6. Duties of the Secretary/Treasurer: The Secretary/Treasurer shall be an officer of this Association and be present at all meetings of the members of the Association and the Board of Directors, and shall be responsible for, and keep a record of, all the transactions at the meetings in a book, belonging to the Association, kept for such purposes. In case of emergency, the President shall have the authority to appoint a temporary Secretary for said meeting. This officer shall ascertain proper notice, as stated in the Bylaws, has been given for all meetings of the members of the Association and of the Board of Directors and shall be the custodian of corporate records and of the corporate seal, and shall perform all other duties usually performed by the Secretary of a like corporation and such other additional duties as may be required by the Board of Directors. This officer shall be responsible for all monies, bills, notes, bonds and similar property belonging to the Association and the safekeeping of the same in the name of the Association, subject to such rules as may be prescribed by the Board of Directors and shall keep such financial accounts and records as may be required by the Board of Directors, as well as make an annual report and such other reports that may be required by the Board of Directors.

SECTION 7. Position of Executive Director: The President, with the approval of the Board of Directors, shall hire an Executive Director who shall be the chief executive officer and an employee of the Association. This person's function shall be to put into effect the decisions of the Board of Directors, and otherwise to advise, promote and carry out the objectives and purposes of the Association, as directed by the Board of Directors. His or her term of employment and compensation shall be decided by the Board of Directors, but in no event can the Board of Directors commit itself to a contract exceeding three years.

## ARTICLE VII

### Benevolence Fund

SECTION 1. There is hereby created and constituted a Benevolence Fund which shall be maintained by yearly membership dues. The purposes of this Fund will be to: (a) provide a death benefit for any

current association member who pays the amount of dues set by the membership for Class A members. Affiliate Corporate members are not eligible, and (b) aid a sick or distressed member or member of their immediate family. The board of directors shall administer the Benevolence Fund.

SECTION 2. Funding for Section 1(a) shall be by the following method. The Board of Directors shall budget \$10,000 in the association's annual operating budget.

SECTION 3. The Benevolence Fund will contribute to no more than 5 surviving spouses or estates at \$2,000 each in any one year. Any and all requests in excess of 5 per year will be carried forward to the following year in chronological order by date. Surviving spouses or estate executors must inform the Association of the death of an eligible member by signed letter and enclose a copy of the death certificate. Funding for Section 1(b) is to be determined by the Board of Directors on a case-by-case basis and can be paid from the operating budget of the Association.

## ARTICLE VIII

### Committees

SECTION 1. Nominating Committee: The President shall annually appoint, and the Board of Directors approves a Nominating Committee, which shall consist of five voting members of this Association. The names and addresses of the persons appointed shall be sent by the Secretary to each of the Local Associations at least six (6) months before the annual meeting in each year, so that the Local Associations may submit to the Nominating Committee the name of one or more of its members who shall also be a member of this Association or any member of this Association for consideration by the Nominating Committee. The Nominating Committee may also consider other Association members qualified to hold office.

The Nominating Committee shall, not less than sixty (60) days prior to the annual membership meeting, present a nominee for President, Vice President, Secretary/Treasurer, and at least one nominee for each expiring term of Director to be elected. The Nominating Committee shall not nominate any one member for more than one office or Director's position. A copy of such list, properly certified by the Secretary, shall be mailed to all voting members. Nothing in this section shall preclude a qualified member from being nominated from the floor prior to the annual election.

SECTION 2. Other Committees: Nothing herein contained shall be construed to prohibit the appointment of other committees by the President for the advancement of the Association.

SECTION 3. Limitation of Powers of Committee: No committee shall have authority to bind this Association for the payment of money or the performance of any contract, such authority hereby being reserved expressly for the Board of Directors, or the duly authorized and elected Officers of this Association, as may be delegated by the Board of Directors.

SECTION 4. The officers and Past President of this association shall constitute the Executive Committee of the association. Each member of the Executive Committee shall be entitled to vote at the meetings thereof. A quorum shall be a majority of the Executive Committee.

## ARTICLE IX

### Meetings

SECTION 1. The annual meeting of the association shall be held during the month of November the location, time, and place to be designated by the board.

SECTION 2. At any meeting of the Association each Member entitled to vote may cast his ballot upon any proposition moved for a vote. Such Member may vote in person or by proxy. Each proxy must be in writing and signed by the Member and must designate another voting Member to cast the vote. Each proxy shall be revocable at the pleasure of the Member executing it prior to the actual vote.

SECTION 4. At any meeting of the Association those voting members in attendance shall constitute a quorum.

SECTION 5. The order of business at all meetings of the Association shall be specified in the Meeting Agenda. The latest addition of Robert's Rules of Order shall control the meeting.

SECTION 6. Special Meetings of the board may be called at any time by the President or shall be called by him/her upon the request in writing of a majority of the members of the board, provided the request specifies the purpose for which it is desired to hold such a meeting. If the President refuses to call such meeting the meeting may be called by a majority of the board. Fifteen days advance written notice shall be provided stating the time, place and purpose of the meeting.

## ARTICLE X Amendments

SECTION 1. These By-laws may be amended at any annual meeting upon the Secretary of the association providing the members thirty-days written notice of the proposed amendment(s).

SECTION 2. An affirmative vote of two-thirds (2/3) of all voting members present shall be necessary for the adoption of any amendment.

## ARTICLE XI Indemnification

The Chapter shall indemnify any and all persons who may serve or have served at any time as officers or directors, and their respective heirs, paid administrators, successors and assigns, against any and all expensed, including amounts paid upon judgments, council fees and amounts paid in settlement (before or after suit is commenced), actually necessarily incurred by such person in connection with the defense or settlement or any claim, action, suit or proceeding in which they, or any of them are made parties, or party, or which may be asserted against them or any of them, by reason of being, or having been an officer or director, or former officer or director of the Association, except in regard to matters as to which any such officer or director, or former officer or director, shall be adjudged in any action, suit or proceeding to be liable for those acts and omissions arising out of his or her willful misfeasance. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled including such immunities under any law, bylaw agreement or otherwise.

## ARTICLE XII Electronic Communications

The association will communicate with its members via email and all notices required by these bylaws shall be deemed to have been delivered when such notice is emailed to the membership.

## ARTICLE XIII

### Dissolution

In the event of the dissolution of the Carolinas Golf Course Superintendents Association, after all liabilities and responsibilities have been met, its assets shall be distributed in accordance with the Internal Revenue Code concerning its exempt status or in accordance with State law. The Board of Directors shall make the decision of distribution.