

## **ARTICLE I**

### **Name, Location, Objectives**

#### **Sec. 1. Name**

The name of this Association shall be: "THE ROCKY MOUNTAIN GOLF COURSE SUPERINTENDENTS ASSOCIATION" and shall hereinafter be designated for the purpose of brevity, "this Association".

#### **Sec. 2. Principal Office**

Principal office of this Association shall be located in Colorado, until changed by resolution of the Board of Directors.

#### **Sec. 3. Books and Records**

The office and books of this Association shall be kept and maintained at such places as the Board of Directors may from time to time designate.

#### **Sec. 4. Objective**

The objective of the Association shall be to advance the rights and science attendant upon, pertinent or related to the occupation of the golf course superintendent; to unite the golf course superintendents in the Rocky Mountain Area into a cooperate group for the collection, preservation and dissemination of scientific and practical knowledge and information, thus affecting more efficient and economical Golf Course Management, and thereby improving and enhancing the individual and collective prestige and efficiency of the members.

## **ARTICLE II**

### **Qualification, Application for, and Admission into Membership**

#### **Sec. 1. Definition of a Golf Course Superintendent**

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

#### **Sec. 2. Membership Classes**

The membership of this Association shall be divided into eleven classes: A, B, C, D, E, Af, As, H, I, R and S.

**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 shall be presently employed in such capacity. Class A members shall have all the rights and privileges of the Association.

**Class B -** 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 shall have all the rights and privileges of the Association.

**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 rights and privileges of the Association.

**Class D - Employees of Golf Course Superintendents.** To qualify for this class, an applicant shall be at the time of application for membership, employed in a category other than assistant superintendent by a Class A, Class B, or C member of the Association. Class D 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.

**Class E - Educators.** This Class may be granted to research, legislative, and/or extension personnel connected with non-profit agencies. Class E members are exempt from dues 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.

**Class Af - Affiliate.** To qualify for this Class, an applicant must be affiliated with a company or proprietorship that is interested in golf course management, and which provides goods or services to Golf Courses and who supports the Association's objectives and enhances the image of this Association. Class Af members shall have all the rights and

privileges of the Association as the Board of Directors may specify by Standing Rules, except those of voting and holding office.

**Class As - Associate.** To qualify for this class, an applicant must be interested in golf course management and/or in the growing or production of fine turfgrass, and does not qualify for other classes of membership, but supports the Association's objectives and enhances the image of this Association. Class As members shall have all rights and privileges of the Association as the Board of Directors may specify by Standing Rules, except those of voting and holding office.

**Class H - Honorary Lifetime Membership.** This Class consists of those members of this Association who have retired from their respective professions and whom the Board of Directors shall deem deserving of this classification. Members of this Class shall have all the privileges of this Association afforded the Members of such individuals immediate previous classification, with the exception of holding office.

**Class I - Inactive.** An Inactive Member is a Member who, by reason of unemployment, illness or other adverse circumstances, has been placed in this class upon written application. The Executive Committee shall have the authority to act on such application and to place a member on inactive status subject to such terms and conditions as the Executive Committee may specify from time to time by Standing Rules; provided, however, that an Inactive Member shall not vote or hold office. Annual dues for this class shall be one-half the amount paid by Class A Members.

**Class R - Retired.** Any member reaching age fifty-five (55) who is retired and no longer seeking employment within the scope of activities of any membership class of this Association, may apply to the Executive Committee in writing for Retired Membership. The annual dues for this Class shall be one-half the amount paid by Class A Members. A Retired Member shall have all the privileges of this Association afforded the Members in such members immediate previous classification, with the exception of holding office.

**Class S - Turfgrass Students.** This Class is available to persons currently enrolled in a Rocky Mountain area college or university where said student is studying Turfgrass science for the purposes of pursuing Turfgrass Management as a profession. These persons must be full time students as defined by the college or university which said student attends. This Class carries no voting nor holding office privileges.

### **Sec. 3. Application Procedure**

Any person desirous of obtaining membership shall make application therefore in writing to the Board of Directors upon forms to be provided by and made available by any Board member and such application shall, among other things, contain a concise statement of the candidate's qualifications; shall be signed and acknowledged by said applicant and by two members hereof in good standing. Provided however, that if any applicant shall desire waiver of such endorsement upon due proof of isolation and remoteness from members of this Association, the President and Secretary may waive the requirements of endorsement for membership as hereinabove provided. Such application shall further be accompanied by a tender of one year's dues. In case of refusal to extend membership to any such applicant, as hereinafter provided, the amount of dues so tendered shall be returned forthwith.

### **Sec. 4. Reclassification Review**

All members may be subject to classification review at the end of each fiscal year as it correlates to each individual's job classification at that time. It shall be the responsibility of each member to notify the Board of Directors of any such changes.

### **Sec. 5. Approval or Rejection of Applicant**

All applications for membership in this Association shall be approved or rejected by the Board of Directors, and applicants shall be notified by the Secretary of their election or rejection.

### **Sec. 6. Dual Membership**

All Class A and Class B membership applicants must submit an application for membership or evidence of membership with the Golf Course Superintendents Association of America and must maintain that membership thereafter.

## **ARTICLE III**

### **Dues, Special Assessments**

#### **Sec. 1. Annual Dues**

The annual dues shall be the sum fixed at any meeting of the Board of Directors. The sum fixed as aforesaid shall continue in force until altered by like authority. Such dues shall be payable annually in advance.

#### **Sec. 2. Supplemental Assessments**

Where necessary, in the opinion of the Board of Directors, there may be levied a special and additional assessment to be paid by each member hereof in excess of such annual dues, where in the opinion of said Board of Directors such special assessment shall be necessary for the payment of any existing deficit or such deficit as may appear thereafter to be certain.

Provided, however, that such special assessment may not be levied more than once in every fiscal year and shall not then exceed the amount of the annual dues fixed for such year. In the event of grave emergency, upon unanimous vote of the Board of Directors, at any regular or specially convened session thereof, said Board of Directors may levy and assess a supplemental assessment upon each and every member hereof for the payment and discharge of any bonafide indebtedness, loss incurred, or for the payment of any judgment or decree rendered against this Association.

#### **Sec. 3. Default**

Members who fail to pay their dues within (30) days from the time the same become due shall be notified by the Secretary or individual designated for such purpose by the Board of Directors and, if payment is not made within the next succeeding (30) days shall, without further notice and without hearing be dropped from the rolls and thereupon forfeit all rights and privileges of membership; provided that the Board of Directors may by rule prescribe procedures for extending the time of payment of dues and continuation of membership privileges upon request of a member and for good cause shown.

## **ARTICLE IV**

### **Expulsion and Restoration to Membership**

#### **Sec. 1. Notice of Expulsion**

If any member shall hereafter be charged with conduct unbecoming a member of this Association or conduct in the opinion of the Board of Directors likely or calculated to injure or discredit the character or interests of this Association, and information thereof be filed with the Secretary of this Association, notice of the filing thereof shall be given to the person so charged and he shall be given opportunity to be heard in his defense. In the event of default by the person, it shall then be the duty of the Board of Directors, so charged in the filing of such answer or reply, to hold formal hearing upon such charge and reply thereto, if any, and such testimony shall be heard and taken at any such hearing as then Board of Directors shall deem pertinent and material. In the event that any such conduct shall come to the attention of the Board of Directors or any member thereof, said Board of Directors may, upon its own information, prepare and file such charge.

#### **Sec. 2. Appeal**

If in the judgment of the Board of Directors upon hearing of said cause, it shall deem such conduct just cause for expulsion, such Board of Directors, shall render its judgment to the person so accused or charged. Appeal from any such decision of the Board of Directors may be had and taken to any meeting of this Association where hearings shall be had upon a transcript of the testimony, both oral and documentary adduced upon the hearing of said Board of Directors. No evidence shall be heard or ordered upon such appeal before such meeting except that incorporated in said transcript or record.

#### **Sec. 3 Restoration of Expelled Member**

Any expelled member may, after the expiration of one year from the date of his expulsion, make application for restoration to membership herein. Such application shall be made in the manner and for as provided hereinbefore for such application and shall be heard, approved or rejected as provided for original applications.

#### **Sec. 4 Restoration of Persons Suspended for Non-Payment of Dues**

Any person under suspension for non-payment of dues may, upon application made in regular form, be restored to good standing upon showing of qualifications for continuation of membership herein as in case of original applications for members and upon payment of one year's dues.

## **ARTICLE V**

### **Officers, Board of Directors and Executive Committee**

#### **Sec. 1. Officers**

There shall be elected at each annual meeting of this Association the following named officers, viz: President; Vice-President; Secretary; Treasurer who shall hold office for a period of one year and until their successors are elected and qualified and who shall perform the duties hereinafter prescribed for each of such offices.

The office of President and Vice-President shall be elected by a majority vote at such annual meetings and no person shall be elected to any such office unless a Class A member of this Association in good standing.

The office of Secretary and Treasurer may be held and filled by one person, who, if elected to both such offices, may be thereafter designated during his incumbency as Secretary-Treasurer. This office shall be held by a Class A member of this Association in good standing.

There shall likewise be elected four Directors, one of which can be a Class B Member. The remaining Directors shall be Class A members of this Association and who shall be elected by a majority of the membership in attendance at the annual meeting of this Association. In the event the office of Secretary and Treasurer shall be filled by one person, this number shall become five.

Before January first of each year, the Board of Directors by majority vote will appoint a Class AF member to serve for a term of two years in a non-voting advisory capacity to the Board of Directors.

Two Directors shall be elected to hold office for a period of two years, or until their successors are elected and qualified, and two Directors shall be elected to hold office for a period of one year, or until their successors are elected and qualified. Two members of the Board of Directors shall thereafter at the annual meeting be elected for a term of two years, and shall hold their offices until their successors shall be duly elected and qualified. In the event the office of Secretary and Treasurer shall be filled by one person, this number shall become three. The Officers of this Association, as hereinabove provided for, together with the aforesaid number of Directors as above constituted, and the immediate Past President, shall constitute the Board of Directors of Association, which at all times shall consist of nine persons. Each member of such Board of Directors, constituted as above described, shall be entitled to a vote at the meetings thereof, and a quorum necessary for the transaction of business shall not be less than a majority of same Board of Directors.

#### **Sec. 2. Vacancies**

If vacancies shall occur in any office except that of President, or if vacancies shall occur in the Board of Directors, such vacancies shall be filled by appointment by the President, subject to the approval of the Board of Directors, and such appointee shall serve the unexpired portion of the term for which the predecessor shall have been elected, and until his successor shall be duly elected and qualified.

#### **Sec. 3. Duties and Powers of the Board of Directors**

(a) The Board of Directors shall have general charge and management of the affairs of this Association.

All Officers of this Association shall be bound to report their actions to the Board of Directors and shall be subject to its direction and control.

(b) Said Board of Directors shall at each annual meeting make full report of its acts and doings, during the preceding fiscal year, including the Treasurer's report and present reconciliation thereof to the membership at such annual meeting. Copies of such reports shall be available to all members at said annual meeting.

#### **Sec. 4. Office of President and Duties Prescribed**

The President shall, during the recess of the Board of Directors and Executive Committee have general charge and supervision of the affairs and property of this Association, subject however, to such rules and regulations as may from time to time be made by the Board of Directors.

He shall preside at all meetings of this Association and the Board of Directors and shall be ex-officio member of all committees. He 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 this Association as may be required, and make such recommendations as he may think proper. He shall appoint all committees, said appointment to be subject to the approval of the Board of Directors.

#### **Sec. 5. Office of Vice-President and Duties Prescribed**

In case of the absence or inability to act of the President, the Vice-President shall, during the period of such absence or disability, perform the duties hereinbefore prescribed for the President.

In the event the office of President shall become vacant because of his death, resignation or removal, the Vice-President shall perform all the duties of the President until the annual election or until his successor shall be duly elected and qualified. In the event that both the office of the President and Vice-President shall become vacant or those officers are absent or incapacitated to act, then the Directors shall elect one of their members to fill the vacancy in the office of President.

#### **Sec. 6. Office of Secretary**

The Secretary shall attend all meetings of members of the Board of Directors and the Executive Committee, and shall keep a record of all transactions at the meetings in a book belonging to this Association and to be kept for that purpose.

He shall give due and proper notice as provided by by-laws, of all meetings of the members of this Association and of the Board of Directors, and shall be the custodian of this Association's records and shall perform all the other duties usually performed by the Secretary of a like Association and such other additional duties as may be required of him by the Board of Directors.

#### **Sec. 7. Office of Treasurer**

The Treasurer shall receive all monies, bills, notes, bonds and similar property belonging to this Association and safely keep the same in the name of this Association, and shall deposit all monies to the credit of this Association in such depositories as may be designated by the Board of Directors and make current disbursements as shall be ordered by the Board of Directors, shall pay all bills subject to such rules as may be required of him by the Board of Directors as well as make an annual report and such other reports as may be prescribed by the Board of Directors. The books of the Treasurer shall at all times be open to inspection by the members of the Board of Directors.

#### **Sec. 8. Office of Secretary/Treasurer**

When the office of Secretary and Treasurer shall be consolidated in, and occupied by the same person, such incumbent shall perform all the duties imposed respectively for both such offices.

#### **Sec. 9. Executive Director/Administrator**

The Board may hire an Executive Director/Administrator whose title and duties will be defined. Such duties may include those described for the offices of Secretary/Treasurer. Those officers will retain oversight, provide direction and remain responsible to the Board.

The Executive Director shall be responsible for the day to day management of the Association, provide direction/advise, and implement the policies of the Association as directed by the Board of Directors. This position shall have such privileges of the Association as the Board of Directors may specify by the Standing Rules, except those of voting and holding office.

## **ARTICLE VI Committees**

#### **Sec. 1. Nominating Committee**

The President shall annually appoint a Nominating Committee which shall consist of three members of this Association. The identity of the persons so nominated by the President shall be revealed and notice of such identity shall be sent by the Secretary of this Association to each member at least 30 days before the annual meeting in each year. Whereupon any member hereof shall have leave to suggest and submit to said Nominating Committee, members he shall deem to be desirable candidates for the respective offices and such suggestions and submission of names shall be advisory to said Nominating Committee in the making of its list of nominees.

At the time of election of officers, the Secretary shall, in addition to the nominees recommended, advanced and submitted by said Nominating Committee, ask for further nominations from the floor, and when said nominations shall be closed said election shall proceed by secret ballot upon all of the nominations submitted and made.

## **Sec. 2. Standing Committees**

The President, in addition to the Nominating Committee hereinabove provided for, and subject to the approval of the Board of Directors, shall annually appoint such standing committees as provided below. Special committees and /or subcommittees may also be provided for as may be required by these by-laws or as necessity dictates.

**(a) Executive Committee**--The Executive Committee shall consist of the officers of this Association, to include the immediate Past President. The President shall serve as chairman of this Committee.

**(b) Scholarship Committee**--Shall be composed of the entire Board of Directors, acting on behalf of this Association in disbursement and collection of funds for the exclusive use of benefiting the Turfgrass students in the Rocky Mountain area. Such funds shall be kept in a separate account from the general funds, and the treasurer of this Association and like officers shall serve and function in like manner for the Scholarship Fund. An annual report to the membership shall be made at the annual meeting of this Association.

**(c) Membership Committee**--Shall solicit and procure members, and give advice and counsel as to the qualifications of applicants for membership. The chairman of this committee shall be a member of the Board of Directors.

**(d) Educational Committee**--The Educational Committee shall be responsible for making all arrangements and preparations for all regular meetings. Provision must be made for an organized educational program at all regular meetings unless otherwise specified by the Board of Directors. The President shall be a member of this committee.

## **Sec. 3. Other Committees**

Nothing herein contained shall be construed to inhibit the appointment of other and additional committees for the advancement and interests of this Association.

No committee so appointed and confirmed shall have power or authority except the Educational Committee, to bind or obligate this Association for the payment of money or the performance of any contract, such authority being hereby expressly reserved unto the Board of Directors duly authorized and elected officers of this Association.

# **ARTICLE VII Meetings**

## **Sec. 1. Annual**

There shall be an annual meeting of this Association each year, at which transaction of business of this Association and election of officers will occur.

## **Sec. 2. Regular**

Regular meetings of the membership shall be held each month, unless specified otherwise by the Board of Directors.

## **Sec. 3. Special**

Special meetings of the membership may be called by the President upon the request of a majority of the Board of Directors, and may also be called by request of twenty-five percent of the members of good standing, ten days' notice to be given. At the annual meeting any business may be transacted not inconsistent with the By-Laws, but at special meetings business shall be confined to the purpose for which the meeting was called.

## **Sec. 4. Board of Directors**

Board of Directors shall meet at such times as deemed necessary in order to effectively manage the affairs of this Association; four times per year being the minimum.

## **Sec. 5. Guests**

Any members in good standing may bring one or more guests to any regular meeting, provided such guest possesses sufficient credentials so as to qualify him as having an occupational or professional interest in this Association as pursuant to the objectives set forth in Article I of these By-Laws. No guest will be eligible for rights or privileges extended to this Association by commercial and/or private firms intended exclusively for use of its members, with the exception of those guests qualified under rules established for special events by the Board of Directors. Guest will not be allowed at Annual or Special meetings of this Association except by special invitation of the Board of Directors.

## **Sec. 6. Proxies**

Voting members (Class A, Class B, C, H and R) may exercise their vote through the use of a proxy at any meeting of the Association. A proxy may be exercised only by the person named in such proxy, who must be a voting member in good

standing of the Association. Proxies may be utilized only to vote on amendments to RMGCSA by-laws, election of officers and directors, and member qualifications.

## **ARTICLE VIII Fiscal Year**

### **Sec. 1. Fiscal Year**

The fiscal year of this Association shall commence on the 1st day of November and shall end on the 31st day of October.

## **ARTICLE IX Seal**

### **Sec. 1. Seal**

This Association shall have a seal of such design as the Board of Directors may adopt and shall be kept at the principle office of the Association.

## **ARTICLE X Order of Business**

### **Sec. 1. Order of Business**

The order of business at all meetings of the Board of Directors and this Association shall be as follows:

1. Roll Call
2. Minutes of Previous Meeting
3. Communications
4. Report of Officers
5. Report of Committees
6. Unfinished Business
7. New Business
8. Election of Board

All matters coming before the Board of Directors of the members, not coming within the order of business prescribed, and all disputed questions of parliamentary practice, shall be controlled by: "Roberts' Rules of Order, Rev."

## **ARTICLE XI Limitation on Liabilities**

### **Sec. 1. Limitation**

Nothing herein shall constitute members of this association as partners for any purpose. No member, officer, agent or employee of this Association shall be liable for the acts or failures to act on the part of any other member, officer, agent or employee of this Association. Nor shall any member, officer, agent or employee be liable for his acts or failure to act under these by-laws, excepting only acts or omissions to act arising out of his willful misfeasance.

## **ARTICLE XII Dissolution**

### **Sec.1. Dissolution**

This Association shall use its funds only to accomplish the objectives and purposes specified in these by-laws, and no part of said funds shall inure, or be distributed, to the members of this Association. On dissolution of this Association any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the then current Board of Directors.

## **ARTICLE XIII National Emergency**

### **Sec. 1. Emergency Clause**

In furtherance of its responsibility for the supervision, control and direction of the affairs of this Association, the Board of Directors may provide special rules, regulations and procedures as it shall deem necessary to the continued effective maintenance and conduct of this Association during a period of national emergency.

Such rules may specify provisions of these by-laws to be suspended during such a period. Suspension of such provisions shall be effective when and for such period of time as compliance therewith is impossible because of a national emergency whereupon the applicable rules, regulations and procedures shall be accorded the full force and effect of by-law provisions.

## **ARTICLE XIV Amendments**

### **Sec.1. Procedure**

These by-laws may be amended at any annual meeting of the members without previous notice having been sent to the members of the amendments to be made. These by-laws may also be amended at a special meeting of the members, provided the proposed amendments be reduced to writing and signed by not less than twenty-five percent of the members and that thirty days' notice of the amendment proposed be mailed, emailed or faxed to each member prior to such special meeting.

### **Sec. 2. Adoption**

An affirmative vote of a majority of all members present shall be necessary for the adoption of any amendment.

Bylaws Adopted November 24, 1941

Revised October 19, 1992

Revised October 16, 1995

Revised October 7, 1996

Revised October 18, 2004

Revised October 16, 2006

Revised October 14, 2013

Revised October 3, 2016