



**CONSTITUTION AND BYLAWS
WOMEN'S SOUTH CAROLINA GOLF ASSOCIATION
AMENDED AND RESTATED (Presented January 2025)**



CONSTITUTION

Article I – Name

The name of this organization shall be the Women's South Carolina Golf Association (hereinafter "Association").

Article II – Purpose

The Association is organized exclusively to foster and promote the best interests of women's golf in South Carolina under section 501(c)(3) of the Internal Revenue Code (or corresponding sections of any future code). It does so by hosting tournaments for all skill levels throughout the state and, in conjunction with the Carolinas Golf Association (CGA), provides free seminars for members that cover the Rules of Golf, Pace of Play, and Etiquette, rates South Carolina golf courses for women players, and provides handicap services to members. The Association will, from time to time, host membership drive events for prospective members.

The Association supervises the WSCGA Vicki Hillen Junior Golf Foundation, a non-profit 501(c)(3) organization with a mission of enhancing the lives of juniors through exposure to the game of golf by fostering competition, sportsmanship, and appreciation for the integrity of the game.

Article III – Fiscal Year

The fiscal year of the Association shall be from January 1 to December 31.

Article IV– Membership

The following classifications of membership shall comprise the members of the Association:

Section 1: **Regular Member Clubs:** Regular Member Clubs are golf clubs or country clubs in South Carolina composed of at least ten (10) individual dues-paying members. Such clubs shall operate regularly at one golf course of not less than nine (9) holes and utilize the computerized handicap service recognized by the Association. Regular Member Clubs are required to host an Association One Day or Championship once every 3 to 4 years.

Section 2: **Affiliate Member Clubs:** An Affiliate Member Club is an organized golf club that otherwise meets the qualifications for regular membership, that does not operate regularly at any golf course. All Affiliate Memberships shall terminate automatically at the end of each calendar year and shall be subject to

reinstatement annually by approval of GASC (Golf Association Services of Carolinas). Affiliate Member Clubs have full rights and privileges in the Association.

Section 3: **Virtual Member Clubs:** A Virtual Club Membership shall be a club which is not affiliated with another Membership whose members are recruited and/or solicited through the media and/or the internet and use the Association's recognized handicap system (aka e-Club members). Virtual Club Members have full rights and privileges in the Association.

Section 4: **Associate Member Clubs:** An Associate Member Club is a golf facility that does meet the general membership requirements, which does not have members, and does not provide or subscribe to any handicapping system. An Associate Member Club which establishes a membership program, permits "any organized golf club" to use its facility, or provides or subscribes to any handicapping system shall immediately terminate its Associate Member status. Associate Member Clubs do not have rights and privileges in the Association

Section 5: **Individual Members:** All women maintaining GHIN handicaps at a Regular, Affiliate or Virtual Member Club are automatically Individual Members of the Association and are eligible to participate in Association events.

Section 6: The acceptance of membership in this Association shall bind each member to abide by the Association's Constitution, Bylaws, Rules, Policies, and Procedures and to accept and enforce applicable decisions made by the Association's Board of Governors.

Section 7: Refusal or neglect on the part of any member to comply with the Association's Constitution, Bylaws, Rules, Policies and Procedures, or with a decision of the Association's Board of Governors, shall render such member subject to suspension or expulsion by a two-thirds vote of the Board of Governors. No member can be expelled or suspended without ten (10) days prior written notice of the formal charges and thereafter be afforded an opportunity to be heard before the Board of Governors to present their defense.

Article V – Dues

Section 1: Association dues are to be paid by the Member Clubs on behalf of their women members through remittance of dues to the Carolinas Golf Association (CGA).

Section 2: Any Member Club that does not pay the dues within ninety (90) days from the statement date, may be suspended as a member from the Association for nonpayment of dues. The Board of Governors may thereafter expel the member as provided herein.

Article VI – Officers and Board of Governors

Section 1: The Executive Board Officers of the Association shall consist of the following: President, Vice President, Parliamentarian, Secretary, Treasurer, and current Past-President, if the position is filled. The Chair of the Executive Board shall be the current President.

Any Executive Board Officer must maintain a GHIN handicap at either a Regular, Affiliate or Virtual Member Club in good standing with the Association.

Section 2: **The Slate.** The Nominating Committee, which has a term expiring at the next Annual meeting, shall nominate at least one candidate for each office. All candidates (for Officers and at-Large Members of the Board of Governors) shall be members in good standing of a Regular, Affiliate or Virtual Member Club of the Association.

Section 3: **Officers' and Executive Director Duties and Powers:**

- (a) **The President** shall preside at all Association meetings and all Board of Governors meetings and shall designate the time and place for meetings. The President shall, with the assistance from the other officers and the Executive Director, appoint all committees, and shall be ex-officio member of all committees except the Nominating Committee. The President shall, in the same manner, fill any vacancies which occur on the Board of Governors.
- (b) **The Vice President** shall, in the absence of the President, or at the President's request, perform the duties of the President.
- (c) **The Parliamentarian** shall advise, when requested, the President and the Board of Governors on parliamentary procedure.
- (d) **The Secretary**, with the assistance of the Association's Executive Director, shall keep a permanent record of all proceedings of the

meetings of the Board of Governors, the Executive Committee, meetings of State Representatives and all Association meetings. The Secretary shall email a copy of the records to the Board and to members, when requested.

- (e) **The Treasurer**, with the assistance of the Association's Executive Director, shall keep a record of all such financial accounts as well as oversee and manage the Association's funds. The Treasurer shall email a copy of the records to the Board of Governors if requested and keep accurate accounts of receipts and disbursements in books or electronic files belonging to the Association. The Treasurer shall render a financial report at each annual meeting of the Association and at each Board of Governors' meeting.
- (f) **The Current Past President** shall chair the Nominating Committee. If, for any reason, the Past President cannot chair the Nominating Committee, the Parliamentarian will serve as Chair.
- (g) **The Executive Director** shall serve as an ex-officio member of the Board of Governors. The Executive Director shall have powers and duties as may be provided by the Board of Governors. The Executive Director shall be accountable to the Board of Governors through the President. Nothing herein shall be construed as requiring that the Board of Governors employ an Executive Director.
- (h) **The powers of the Board of Governors are the following:**
 1. To conduct all business and financial affairs of the Association.
 2. To interpret and enforce the Constitution and Bylaws and in every way, safeguard the best interest of the game of golf.
 3. To define the qualifications and dues for all memberships in the Association.
 4. To define the qualifications, privilege, and entry fees of contestants in tournaments and to determine the system of handicapping.
 5. To create, combine or discontinue any committee as it deems necessary.
 6. To hear any protests by members of the Association. However, no Board Member directly involved, or who is a member of the same club as the protesting member, shall vote in the hearing of such dispute.
 7. To expel or suspend a member for refusal or neglect to comply strictly with the Constitution, Bylaws, Rules and Policies and Procedures of the Association or with decisions of the Board,

after notice and hearing and by two- thirds of the votes of the Board of Governors.

8. To hire, retain or remove such employees, agents, independent contractors and professionals as it deems necessary and to define their duties and compensations. An Executive Director may be employed by the Board to transact Association business in conjunction with the Board.
9. To hold regular meetings of the Board without further notice if the time and place of such meetings is fixed by the Board. The Board shall otherwise meet at the call of the President or on written request to the Secretary by three (3) Board members. A majority of the members of the Board shall constitute a quorum at any regular or special meetings of the Board except for discipline, including expulsion, of a member or member club.
10. At any meeting of the Board of Governors, whether held by telephone, or in some electronic media such as Zoom, electronic voting is permitted by a member attending the meeting. In addition, if action by the Board must be taken but a regular or special meeting cannot be timely held, electronic voting is also permitted so long as the business matter voted upon is specifically identified prior to requesting a vote.
11. To assign Association resources to WSCGA Rating Teams working in conjunction with the South Carolina Golf Association under the guidance of the Carolinas Golf Association Rating Teams for purposes of rating golf courses within the state.

Article VII – Nominations and Elections

Section 1: **The Nominating Committee** shall consist of the Current Past President, one other member of the Board of Governors, and three (3) non-Board members in good standing with a Regular, Affiliate, or Virtual Member Club of the Association. The three non-Board members shall be elected by a plurality vote of the Board of Governors. The Chair shall be the Current Past President. If, for any reason, the Current Past President cannot chair the Nominating Committee, the Parliamentarian will serve as Chair. The duty of the Nominating Committee shall be to present a slate of candidates for each office vacated at the end of the current year.

Section 2: **The Slate.** The Nominating Committee, which has a term expiring at the next Annual meeting, shall nominate at least one candidate for each office. All

candidates (for Officers and at-Large Members of the Board of Governors) shall be members in good standing of a Regular, Affiliate or Virtual Member Club of the Association.

Section 3: The Nominating Committee Chair shall present to the Association Member Clubs the proposed nominees at least 30 days in advance of the Association's Annual Meeting. At the Annual Meeting, nominations from the floor will be opened for any additional nominations. Once nominations are closed, votes for each available position will be taken by ballot. A majority vote by the Member Clubs in attendance at the Annual Meeting is required for a nominee to be elected.

Section 4: The Association's Officers and at-Large Members shall be elected at the Association's Annual Meeting. Nominees for Officers and at-Large Members will be presented as a slate by the Nominating Committee. Executive Board Officers (President, Vice President, Treasurer, Parliamentarian, and Secretary) are elected to serve two-year terms, or until their successors have been elected, after which they may seek re-election for the same or a different Board position. The President and Vice President shall be elected in odd-numbered years. The Parliamentarian, Secretary and Treasurer shall be elected in even-numbered years. The five (5) at-Large members shall be elected as follows: three (3) in odd-numbered years and two (2) in even-numbered years. Each Regular, Affiliate or Virtual Member Club of the Association may present one (1) nominee to the Nominating Committee by November 1 prior to the upcoming Annual Meeting. The at-large Members are elected to serve two-year terms, after which they may seek another two-year term as an at-Large Member, or as an Officer. However, no at-Large Member may serve more than two (2) consecutive terms as an at-Large Member. All newly elected Board Members' terms of office shall begin on the day following the close of the Annual Meeting at which they are elected.

Section 5: At any annual or special Association Meeting, each Regular, Affiliate or Virtual Member Club of the Association present shall have one (1) vote. The voting delegate must be a member in good standing with the Club she represents.

Article VIII – Association Meetings

Section 1: A business meeting of the Association shall be held at least once each year. Business shall be conducted in addition to the election of those officers with expiring terms. This annual business meeting shall be held at the beginning of

each calendar year and held in conjunction with the State Representative meeting.

Section 2: A quorum for each annual, or special, Association meeting shall consist of the attendance of at least ten (10) Regular or Affiliate Member Clubs.

Article IX – Amendments to the Constitution

Amendments to the Constitution may be made at any Annual Meeting of the Association by a two-thirds vote of all votes cast, provided that written notice of such amendment(s) has been mailed, or emailed, to each Member Club at least thirty (30) days prior to such meeting and no more than sixty (60) days in advance of such meeting.

Article X – Dissolution

Upon dissolution of the WSCGA, the Board of Governors shall, after paying or making provision for the payment of all liabilities of the Association, distribute all remaining assets for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code), or shall distribute the remaining assets to the federal government or to a state or local government for a public purpose.

APPROVED:

President

Secretary

WOMEN'S SOUTH CAROLINA GOLF ASSOCIATION BYLAWS

Article I – Standing Committees

Section 1: Executive Committee

- (a) The Executive Committee shall consist of the Association's Officers with the Executive Director serving as a non-voting member.
- (b) The Committee shall be called upon for consultation and emergency action. Any action by the Executive Committee must be ratified by the Board of Governors no later than thirty (30) days after the applicable Executive Committee meeting.

Section 2: Nominating Committee

The Nominating Committee shall consist of the Current Past President, one other member of the Board of Governors, and three (3) non-Board members in good standing with a Regular, Affiliate, or Virtual Member Club of the Association. The three non-Board members shall be elected by a plurality vote of the Board of Governors. The Chair shall be the Current Past President. If, for any reason, the Current Past President cannot chair the Nominating Committee, the Parliamentarian will serve as Chair. The duty of the Nominating Committee shall be to present a slate of candidates for each office vacated at the end of the current year. The slate of nominees shall be presented to Member Associations no later than 30 days prior to the Annual Meeting or no more than sixty (60) days in advance.

Article II – Obligation of Each Member Club

Section 1:

Every Regular Member Club shall be able to host an Association One Day event the month for which it is scheduled in conjunction with the Association. Any change in this day must be cleared through the Association's Executive Director. The Executive Director will then notify the State Representative for each Member Club.

Section 2:

It is the responsibility of each Member Club to ensure that no entry is submitted for an Association sponsored event without a current Association GHIN handicap.

Article III – WSCGA Vicki Hillen Junior Golf Foundation

- Section 1: Each March, the Board of Governors must review and approve a yearly budget for the WSCGA Vicki Hillen Junior Golf Foundation.
- Section 2: One Association Board Member must be designated by the Association President to serve on the Foundation Board of Directors. This Board Member shall report to the Board of Governors the activities of the Foundation.

Article IV – Amendments to the Bylaws

- Section 1: The Bylaws may be amended at any Annual Meeting of the Association by a two-thirds vote of all votes cast, provided that written notice of such amendments has been mailed or emailed to each Regular and Affiliate Member Club at least thirty (30) days prior to the Annual Meeting and no more than sixty (60) days in advance.
- Section 2: Without previous notice, amendments may be made at any Annual Meeting if at least fifteen (15) Association Member Clubs are present and such amendment(s) is approved by no less than ninety-five percent (95%) of the Association Member clubs present at the meeting.