

HUDSON VALLEY GOLF COURSE SUPERINTENDENTS ASSOCIATION, INC.

BY-LAWS

(Amended January, 2018)

Article I

NAME AND PURPOSE

Section 1. The name of this organization shall be the **HUDSON VALLEY GOLF COURSE SUPERINTENDENTS ASSOCIATION** and shall hereinafter be designated for the purpose of brevity "this Association".

Section 2. The object of this Association shall be to promote the science and art of golf course maintenance and to provide a direct knowledge of economic and efficient turf culture by concentration of thought and action in this interest.

Article II

MEMBERSHIP CLASSES AND QUALIFICATIONS

Section 1. It shall be a condition precedent to admission to membership in this Association that each applicant shall furnish satisfactory evidence of his qualifications for membership and the Executive Committee shall be sole judge of his qualifications.

Section 2. **CLASS AA MEMBER** - A life member shall be a Charter Member (AA member of this Association prior to September 18, 1963) or a member of this Association for twenty-five years. He will have all privileges of his prior classification of this Association except that of holding office unless He or She is an active Superintendent.

Section 3. **CLASS A MEMBER** - Any person of good character who has served as a golf course superintendent for three full years and is actively engaged as such at the time of application will be eligible for regular Class A Membership in the Association. Class A Members shall have all the privileges of this Association.

Section 4. **CLASS B MEMBER** - Any golf course superintendent who has been actively engaged as a superintendent for less than three years and is actively engaged as such at the time of application will be eligible to become a Superintendent Member. Superintendent Members shall have all the privileges of this Association.

Section 5. **CLASS C MEMBER** - Any assistant to a golf course superintendent who is actively engaged as such at the time of application will be eligible for regular Class C Membership in this Association. Class C Members shall have all the privileges of this Association except that of serving on the governing body.

Section 6. **Class AF (AFFILIATE) MEMBER** - Commercial Member - Any person who is supplying or servicing the turf industry. They shall not vote or hold office.

Section 7. **HONORARY MEMBER** - Those who have rendered special or valuable service to this Association. They shall be selected by a two-thirds vote of the membership present at each annual meeting. They shall have all the privileges of this Association except the right to vote or hold office. There may be but one person elected to Honorary Membership each year.

Section 8. **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 the privileges of the Association afforded that classification, with the exception of holding office.

Section 9. **STUDENT MEMBER** - Any person of good character who at the time of application for membership is employed at a golf course represented by a Class A or B member of the Association and is enrolled in a formal course of education in the study of Turfgrass Management, or related field, shall be eligible for Class D membership.

ARTICLE III

APPLICATION AND ADMISSION TO MEMBERSHIP

Section 1. Every applicant for Regular or Affiliate membership shall present an application in writing on forms provided by this Association and shall be vouched for in writing by at least two Regular Members in good standing. Each applicant for Class A or B Membership must also present an application for membership or evidence of membership with the Golf Course Superintendents Association of America. Each application shall further be accompanied by a tender of one year's dues.

Section 2. This application for membership in this Association must be investigated and favorably passed upon by the Executive Committee.

Section 3. In the case of rejection, the application shall be tabled for further consideration for a period of one year, after which time the person may re-apply for membership.

Section 4. A Regular Member, who at any time should change his status as a golf course superintendent to some other occupation, should have his membership status reviewed by the Executive Committee for possible change.

Section 5. Honorary Members may be proposed each year by the membership. They shall be elected to membership by two-thirds vote of the Executive Committee present at its regular meeting.

ARTICLE IV

DUES, ASSESSMENTS AND SUSPENSION FOR NON-PAYMENT

Section 1. The annual membership dues shall be fixed by the Executive Committee of this Association and shall be payable annually in advance on the first regular meeting date following the election of officers.

Section 2. Assessments shall be made only for actual needs and then only upon affirmative vote of at least three-quarters of those members present at any regular meeting. Fifteen days notice must be given to each member of such meeting. Such assessment may not be levied more than once in every fiscal

year and shall not exceed the amount of the annual dues fixed for such year.

Section 3. Any member of this Association in arrears over six (6) months without due cause will, thirty (30) days after written notification, be deemed automatically suspended from this Association.

Section 4. The Executive Committee may, at its discretion, when requested in writing, temporarily excuse or extend time of payments of annual dues or assessments for any member.

Section 5. AA (Life) shall be excluded from yearly membership dues. If a AA (Life) member is employed in the Golf Industry, he or she will then be required to pay annual dues to the Association (This commencing for new lifetime members after October 8, 2003).

Section 6. Honorary Members shall be excluded from yearly membership dues.

ARTICLE V

BENEVOLENT FUND

Section 1. There is hereby created and constituted a Benevolent Fund which shall be created and maintained by allocating there to a percentage of the annual dues of members of this Association. The amount taken from each member's annual dues to be applied to this Fund shall be fixed annually by the Executive Committee.

Section 2. Once money has been turned over to this Fund, it cannot be touched for any other purpose than benevolence, unless so voted otherwise by an affirmative vote of at least three-fourths of the regular membership.

Section 3. The purpose of this Fund will be to aid a sick or distressed member or his immediate family. The Executive Committee of this Association shall be the sole judge as to the disbursement of this Fund.

ARTICLE VI

VOTING

Section 1. At any meeting of the membership of this Association each Class AA, Class A, Class B and Class C member may cast his ballot upon any proposition to such membership. Such person may vote in person or by proxy, when said proxy shall designate the identity of the person entitled to cast such ballot or when said proxy shall designate the Secretary of the Association as his representative in the ballot, with or without direction as to the manner of exercising same.

ARTICLE VII

EXPULSION AND RESTORATION TO MEMBERSHIP

Section 1. No member, Honorary, Affiliate or Regular, shall at any time use their affiliation with the Hudson Valley Golf Course Superintendents Association for the purpose of promoting schemes, ideas or objects for the purpose of private or collective gain.

Section 2. Any member may be suspended or expelled by a two-thirds vote of all of the Executive Committee for any willful infraction of the Constitution and By-Laws of this Association or of any conduct inconsistent to the welfare of this Association, after having been given notice of charges and an opportunity to be heard.

Section 3. Any member who has resigned or been expelled, may make, after the expiration of one year from the date of this resignation or expulsion, application for restoration to membership herein.

Section 4. Any person under suspension for non-payment of dues may upon application made in regular form, be restored to good standing upon showing qualification for continuation of membership and upon payment of dues accrued from and computed for such suspension period.

ARTICLE VIII

GOVERNMENT

Section 1. There shall be elected at each annual meeting of this Association the following officers:

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. Such officers shall be elected by a majority vote at such annual meeting and no person shall be elected to any such office unless a member in good standing in this Association and a Class A or B member of the Golf Course Superintendents Association of America.

There shall likewise be elected a Board of Directors, which shall be composed of three (3) persons, members of this Association, who shall be elected by a majority vote of the membership present. At the first election one (1) Director shall be elected for one (1) year, one (1) Director shall be elected for two (2) years, and one (1) Director shall be elected for three (3) year term. In all future elections, their terms of office shall be for a Two (2) year period.

The officers of this Association, as hereinabove provided for, together with the Board of Directors as above constituted, shall constitute the Executive Committee, constituted as above described, shall be entitled to vote at the meetings thereof and a quorum necessary for the transaction of business shall not be less than a majority of said Executive Committee.

Section 2. AFFILIATE AF MEMBER - COMMERCIAL ADVISOR shall be a representative to the Executive Committee. Will be appointed by the President and approved by the Executive Committee to serve a two (2) year non-voting term and will be permitted to attend all Executive Meetings.

Section 3. If vacancies shall occur in any office, except that of President, or if vacancies shall occur in the Board of Directors, such shall be filled by appointment by the President and such appointee shall serve the unexpired term for which the

predecessor shall have been elected and until his successor shall be duly elected and qualified.

Section 4. Duties and Powers of Executive Committee:

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

(b) Said Executive Committee shall at each annual meeting make full report of its acts and doings during the preceding fiscal year and shall further cause to be made, audit of the Treasurer's books and present a reconciliation thereof to the membership at such annual meeting.

ARTICLE IX

GOVERNMENTAL

Section 1. Nominating Committee: The Executive Committee shall annually appoint a Nominating Committee, which shall consist of three (3) members of this Association and will be appointed one month before the annual meeting. Said Nominating Committee shall prepare a nominating list for President, and list of nominees for each other office to be filled at the annual meeting.

Section 2. Election Committee: The President shall annually appoint an Election Committee, which shall consist of three (3) members of this Association. At the time of election of officers the Chairman of the Election Committee shall, in addition to the nominees recommended by said Nominating Committee, ask for further nominations from the floor and when said nominations shall be closed, said election shall proceed in orderly fashion by secret ballot upon all of the nominations so submitted and made.

Section 3. Nothing herein contained shall be construed to inhibit the appointment of other and additional committees for the advancement and interest of this Association, which in the discretion of the President he shall deem fit.

ARTICLE X

DUTIES OF OFFICERS AND TRUSTEES

Section 1. President: It shall be the duty of the President to preside at all regular meetings. He shall have the deciding vote in case of a tie. He shall appoint all committees and shall act as member ex-officio of the same. He shall have the power to appoint any or such temporary committees as is necessary to act on special affairs or difficulties of this Association.

Section 2. Vice-President: The Vice-President shall preside at all meetings of this Association, in case of the absence or the inability of the President to attend.

Section 3. Secretary: The Secretary shall attend all meetings of this Association, and of the Executive Committee, keeping correct record of the doings of such meetings, which are to be read at the next succeeding meeting. He shall see that due and proper notice is given of all meetings of this Association to the members. It shall be his duty to answer all correspondence. He shall be custodian of the records and shall perform all other duties usually performed by Secretary of like organizations.

Section 4. Treasurer: The Treasurer shall receive all monies turned over to him by the Secretary or received from any other source; keep an accurate account of all monies so received; giving and taking sufficient receipts and vouchers; rendering an account thereof at each regular meeting of this Association and to the Executive Committee whenever so requested. He shall pay all bills of this Association and be accountable for all monies spent.

Section 5. Past President shall act as an advisor to the Executive Committee.

Section 6. Directors: It shall be the duty of the Directors to act on the Executive Committee with the elective officers. They shall act as auditors of the doings and accounts of this Association and shall render a report at each annual meeting of this Association or upon request of three-fourths of those members present at any regular meeting within thirty (30) days.

Section 7. It shall be the duty of the Executive Committee to have general control and management of all funds and property of this Association.

ARTICLE XI

OPERATIONAL

Section 1. It shall be the duty of the Program Committee to arrange all of the programs for the regular monthly meetings of this Association. This committee shall have the power to appoint any temporary assistants necessary for its functioning.

Section 2. It shall be the duty of the Golf Committee to arrange the handicaps, purchase and award the prizes, and in general take care of all matters pertaining to the members playing golf.

ARTICLE XII

MEETINGS

Section 1. Regular monthly meetings of this Association shall be held at such time and place as the Executive Committee may decide.

Section 2. Annual meeting shall be called by the Executive Committee. Each member shall be notified of these meetings ten (10) days in advance.

Section 3. Special meetings may be called by the President upon request of a majority of the Executive Committee or upon written request of five members of this Association in good standing. Written notice of any special meeting shall be given to all members in good standing at least five (5) days in advance of the day set for such meetings and such notice shall state the time, place and purpose of meeting.

ARTICLE XIII

QUORUM

Section 1. Ten voting members in good standing shall constitute a quorum at regular or annual meetings.

ARTICLE XIV

AMENDMENT OF BY-LAWS

Section 1. Any amendment of By-Laws must be read at a regular meeting, and all regular members notified by mail of the amendment before the following regular meeting. An affirmative vote of three-quarters of those members present at the second regular meeting will pass the amendment.

ARTICLE XV

ORDER OF BUSINESS

Section 1. The rules contained in Roberts Rules of Order shall govern this Association in all cases to which they are applicable, and in which they are not inconsistent with the By-Laws or the special rules of order of this Association.

Section 2. The order of business at meetings of the members shall be:

1. Call to order.
2. Registration of attendance.
3. Reading of minutes of the preceding meeting.
4. Reading of communications.
5. Reports of officers and committees.
6. Candidates proposed.
7. Report of receipts and expenses.
8. New business.
9. Place of next meeting.
10. Professional and fraternal discussion.
11. Closing.

ARTICLE XVI

INDEMNIFICATION

The Association 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 expenses, including amounts paid upon judgments, counsel 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 a party, or which may be asserted against them, or any of them, by reason of being, or having been, an officer or director of this Association, except in relation to matters as to which any such officer or directors, 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 XVII

DISSOLUTION

In the event of the dissolution of the 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 decision or distribution shall be made by the Executive Committee.

CODE OF ETHICS

To the end that confidence and respect may be enjoyed by the Members of our Association, this Code of Ethics is promulgated and observance of its provisions required.

Every Member shall take pride in his work and regard it as a profession in which all Members strive to maintain its good name.

Realizing that the best asset a Member can have is thorough knowledge of his business, he shall constantly try to improve his knowledge and effectiveness by freely exchanging experiences and ideas with fellow Members and take advantage of all opportunities for improvement.

He shall endeavor to maintain courteous relations with his employer and his associates and endeavor to have his employees take pride in doing their work well. In accomplishing his own and this Association's best interests, observance of the following suggestions is recommended.

SEEKING EMPLOYMENT:

1. Seek counsel of this Association when applying for a position.
2. Recommend only qualified HVGCSA members.
3. If possible, talk with the person who last held or now holds the position of Golf Course Superintendent.

VISITING:

1. Present your HVGCSA membership when visiting.
2. Always contact the Superintendent of the course you are visiting.
3. Honor request for technical help from golf courses, only when channeled through the Superintendent of the courses making request.

PRODUCT ENDORSEMENT:

1. It shall be unethical for a HVGCSA official to use his office in product endorsement.
2. All pictures used should uphold the dignity of HVGCSA.