BYLAWS OF THE MWPGA

ARTICLE I
Name

This organization shall be named the MINNESOTA WOMEN'S PUBLIC GOLF ASSOCIATION (hereafter called "Association").

ARTICLE II
Purpose

This Association has been formed and exists for the purpose of promoting and conserving the true spirit of the game of golf. To this end, the objectives of this Association are to:

1) Serve Minnesota women public course golfers. "Public course" designation hereafter to include all daily-fee courses.
(2) Promote and foster among the members a closer bond for their joint and mutual benefit.
(3) Conform to the USGA Rules of Golf.
(4) Provide an authoritative body to govern and conduct Association competitions.

ARTICLE III
Membership

Section 1 -- Type of Membership

The membership of this Association shall be limited to regularly organized women's public golf leagues or to the regularly organized public golf leagues which offer equal membership privileges regardless of sex. Each member league shall have one vote. (Exception: Resort courses, not having an organized women's league, may make application for membership to the Association with the intent of hosting an Association tournament/event.)

Section 2 -- Application for Membership

An authorized representative of an eligible league may make application for membership. Leagues applying for membership must complete a written application or supply such documents and information as the Board of Directors may deem necessary. All applications are subject to final approval by the Board of Directors.

Section 3 -- Responsibilities of Membership

Membership in the Association shall bind each league to abide by all the conditions of the Bylaws of the Association, and to accept and enforce the decisions of the Board of Directors within its jurisdiction. Each member league shall select one individual from its league to act as League Representative. Such selections shall be designated on the annual membership application or by notification (written or otherwise) to the Association Corresponding Secretary.

Section 4 -- Termination of Membership

The Board of Directors, by a two-thirds vote, may suspend or expel any member league or their members refusing or neglecting to comply with the Bylaws and Rules of this Association or failing to act in the best interests of this Association or the game of golf. An appeal of such a vote may be taken to the delegates at the annual business meeting or a special meeting called for that purpose.

ARTICLE IV
Association Dues

Section 1 -- Annual Dues for Current Member Leagues

Application for membership renewal and payment of annual dues should be made by December 31 of the prior year to the coming season. A late fee will be assessed thereafter with membership dues payable no later than April 15 of the new season. Should a current member league not renew prior to December 31, and later request entry into an Association tournament, annual dues and late fees must be received by the Association by that tournament close date.

Section 2 -- New Member Leagues

Application for new membership and payment of annual dues may be made at any time. In order to be eligible for competition, the application dues and any other fees must be received by the Association by the tournament close date.

ARTICLE V
Association Meetings

Section 1 –Annual Meetings

The annual spring meeting of the general membership of this Association will be held in April at a site and time designated by the Board of Directors. The annual business meeting of the general membership of this Association will be held in October at a site and time designated by the Board of Directors.

Section 2 -- Special Meetings

The Board of Directors may call special meetings of the Association.

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Section 3 -- Notice of Meetings

Notice of the time and place of Association meetings shall be mailed thirty (30) days in advance to the duly recorded League Representative. The notice of a special meeting shall state the subject thereof and no other business shall be transacted there at.

Section 4 -- Agenda

The agenda for Association meetings will be included with the notice of time and place and mailed to the duly recognized League Representative.

Section 5 -- Voting Privileges

The Association representative of a member league or their designee is the voting member (one (1) per league) of the Association.

Section 6 -- Quorum

The lesser of fifteen (15) member leagues or a majority of the member leagues shall constitute a quorum at any meeting.

Section 7 -- Proxies

Proxy voting is not permitted.

Section 8 -- Non-voting Members and Guests

Individual members in good standing of a member league are considered to be active in this Association and are encouraged to attend general membership meetings. Guests are also welcome with prior knowledge and approval of the Board of Directors.

Section 9 -- Minutes

The minutes of the annual business meeting shall be forwarded to all member leagues at least thirty (30) days prior to the next annual business meeting.

ARTICLE VI
Board of Directors

Section 1 -- Membership

The Board of Directors shall consist of ten (10) Directors, including the Officers and members at large and shall come from the membership of the member leagues. Each Director shall hold office for a term of two (2) years. Directors may be nominated and re-elected for additional terms. Elections will be held at the annual business meeting.

A board member and/or director may be excused from her duties, for just cause, by a quorum vote of the Board of Directors. A majority of the Board shall constitute a quorum. At all times, the Board of Directors shall make every effort to ensure no more than three vacancies occur during any given year. Board members must submit, in writing by May 31 to the Vice President, their intentions regarding additional terms.

Any USGA committee member who is a member of an association member league may be asked to serve as an Ex Officio member of the Board of Directors.

Section 2 -- Vacancies

In the case of any vacancy, other than expiration of term, a majority of the remaining directors may elect a successor to hold office for the unexpired term of the Director whose place shall be vacant, and until the election of her successor.

Section 3 -- Eligibility

Candidates for the Board of Directors must be members in good standing of an Association member league and have demonstrated their ability and interest in significant ways at the league level prior to nomination.

Section 4 -- Duties and Responsibilities

The responsibility of the Board of Directors is to administer the affairs of the Association as outlined by these Bylaws. The Board's authority shall be to the extent necessary to accomplish this task.

Section 5 -- Meetings

The Board of Directors shall meet no less than two (2) times a year to set the agenda of the Association for the current year. These meetings shall be set at times and places as the Board of Directors may select. A majority of the Board shall constitute a quorum. The majority of those present must carry resolutions.

Section 6 -- Action without Meeting

The Board of Directors shall have power to act in the following manner without meeting: Any resolution in writing, signed by members of the Board of Directors, shall constitute action by the Board of Directors with the same force and validity as if adopted by vote of members at a duly convened meeting. The Association Recording Secretary will place a copy of the signed resolutions in the records of the Association.

ARTICLE VII
Officers

Section 1 -- Election

The Executive Board of the Association shall be the President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer. They will be elected by the Board of Directors and hold office as provided in Article VII, Section 2 of these Bylaws. Vacancies shall be filled by the Board of Directors as provided for in Article VI, Section 2 of these Bylaws. Officers shall be elected for a term of one (1) year but may be nominated and re-elected for additional terms. Candidates for office must have a working knowledge of the Association and/or have served on a tournament committee.

Officers whose one-year term is due to expire, shall notify the Vice President by May 31 of their intentions to continue to serve as an officer. Board members considering serving as an officer shall notify the Vice President in writing by May 31, if they would consider a position on the Executive Board.

Section 2 -- Powers and Duties

(a) President

The President is the Chief Executive Officer, as well as Chairman of the Board of Directors. She will preside over all meetings and serve as the Association's official spokesperson when appropriate.

(b) Vice President

The Vice President will perform duties of the President during her absence and other duties as delegated to her by the Board of the Directors and/or the President. The Vice President shall chair the Nominating Committee.

(c) Recording Secretary
The Recording Secretary will keep, record and distribute minutes of the general membership meetings and the monthly meetings of the Board of Directors. She will maintain, update and distribute Executive Board Lists and Emergency Contact Lists and assist the Corresponding Secretary as needed. She will also perform other duties as delegated by the Board of Directors and/or President.

(d) Corresponding Secretary
The Corresponding Secretary will notify member leagues of date, time, and place of all general membership meetings of the Association. She will keep a roll of the league membership, prepare League Representative packets and manage all correspondence and papers belonging to the Association in cooperation with the Recording Secretary. She will process all applications for membership in the Association, forward copies of membership applications to the Board of Directors and perform other duties as delegated by the Board of Directors and/or the President.

(e) Treasurer
The Treasurer will supervise the financial records of the Association and perform other duties as delegated by the Board of Directors and/or the President. The Treasurer will present a report at the annual business meeting of the Association, including balance of the treasury and a summary of all income and expenses. This report will be reviewed and approved by an individual from a member league who is approved by the Board of Directors and is not a member of the Board of Directors.

ARTICLE VIII
Standing Committees of the Association

Section 1 -- Nominating Committee
The Nominating Committee shall consist of the Vice President and two additional members selected from Past Presidents, the Board of Directors, and/or League Representatives. This committee will prepare a slate of candidates for the Board of Directors to be filled by election at the annual business meeting. Any member league may suggest a nominee from a member league to the Nominating Committee by submitting the name of the nominee in writing to the President of the Association at its registered address not less than twenty (20) days prior to the annual business meeting. This nomination must be signed by the nominee showing her consent and commitment to serve and must be co-signed by ten (10) individual members of the Association.

Section 2 -- Association Historian
A Board member at large shall serve as Historian. She will keep a current copy of Bylaws at all times, report to the Board on all matters pertaining to Association history, keep a permanent file of all such reports (tournament records, etc.) and perform other duties as delegated by the Board of Directors and/or the President.

ARTICLE IX
Tournaments

Section 1 -- Tournaments and Events
Association tournaments and events will be governed by and conducted under the direction of the Association. Entry fees shall be set and collected by the Board of Directors and all tournaments will be played in conformance with the USGA Rules of Golf.

Section 2 – Eligibility
A player is eligible for Association tournaments if she is a member in good standing of an Association member league prior to the close of the entry date for that event. She must also have a current USGA handicap computed under the GHIN system.

ARTICLE X
Amendments

These Bylaws may be amended by a majority vote of the members present and eligible to vote, if a quorum, at the annual business meeting of the Association or by a majority vote of the members present and eligible to vote, if a quorum, at a duly called special meeting of the Association or by two-thirds vote of the Board of Directors at a meeting called with notification of such action at least fifteen (15) days prior to the meeting.