

# Board of Governor

## Bylaws

(Throughout this document, the masculine gender shall be deemed to include the feminine and neuter, and the singular the plural, and vice versa.)

### Article I Club Governance

- Section I** The affairs of the club shall be entrusted to and managed under the direction of “The GV Corporation”, hereinafter referred to as “the Club”.
- Section II** A Board of Governors, consisting of nine regular members, who each serve three (3) year terms, shall be entrusted as follows:
- To disburse funds allocated by the Club. The amount of these funds, although not guaranteed, will equate to five percent (5%) of the monthly dues. All allocated funds are required to be utilized towards member events, club and event promotions, and beautification and facility improvement projects as deemed appropriate by the Board. Any allocation of said funds to any person or company other than the Club must receive prior approval from the Club.
  - To recommend to the Club rules and regulations for the conduct of club members, and guests as deemed proper for Clubhouse, Swimming Pool, Tennis, Golf and Fitness utilization.
  - To investigate rules and regulation violations by members and recommend to the Club penalties to members for infractions of rules and regulations.
  - To review all membership applications of prospective new members and recommend to the Club approval or denial of membership application.
- The Board of Governors does not have the authority to enter into a written contract or obligation of any type on behalf of the Club.
- Section III** Roberts Rules of Order shall govern the conduct of all meetings held by the Board of Governors and the meetings of the membership.

### Article II Board Elections, Officer Elections, and Meetings

- Section I** The election of three new board members shall take place at the Annual Meeting of the Club, which shall be held at the clubhouse, in November of each year or at such time as may be set by the Board of Governors. At least thirty (30) days notice of the time set shall be given the membership by posting on the bulletin board. Members with a valid reason may obtain an absentee ballot by written request, subject to approval of the President. Such request is to be received by the Secretary-Treasurer prior to 5:00 p.m. on the Tuesday preceding the Annual Meeting. Ballots must be returned, sealed in an envelope, at least thirty minutes prior to the time of the Annual Meeting. The three (3) candidates receiving the most votes from the ballots cast will be considered elected for a three (3) year term.
- Board members elected shall enter upon their duties immediately upon the conclusion of the meeting in which they were elected.
- If a vacancy occurs in the Board of Governors for any cause, except the expiration of a term of office, the remaining governors shall elect a governor to fill such vacancy who shall hold office for the remainder of the unexpired term.
- Section II** The officers of the Board shall be a President, a Vice-President, a Secretary and a Treasurer and are elected by the new Board of Governors by ballot after the annual meeting and shall enter upon their duties immediately upon their election. They shall hold office for one year or until their successors be appointed or elected or qualified.

**Section III** Regular meetings of the Board shall be held monthly on a date set by the Board, and each Board member will be properly advised. A majority of the governors shall constitute a quorum for the transaction of business.

Any member of the Board of Governors who shall be absent from three (3) consecutive regular meetings of the Board shall present at the next regular meeting of the Board following such absence, an explanation for his absence satisfactory to a majority of the Board members, or such member of the Board shall be deemed to have resigned his office, and the Board shall proceed to elect a Governor to fill the vacancy and to serve for the balance of the resigned members term.

Any member of the Board of Governors, who shall be absent for four (4) consecutive regular meetings of the Board will automatically be deemed to have resigned from office. The Board shall proceed to elect a governor to fill the vacancy and to serve for the balance of the resigned member's current term.

**Section IV** Special meetings of the Board may be called at any time by the President or by the proper officer in his absence. Each Governor shall be given at least twenty-four hours notice of special meetings, which notice shall give the date, time, place, and purpose of such meeting. A majority of the governors shall constitute a quorum for the transaction of business.

### **Article III Defining Duties**

**Section I** The President:

The President shall preside at all meetings of the members of the club and the Board of Governors, preserve order, regulate debate according to parliamentary rules and appoint all committees, both standing and otherwise, with approval of the Board. The President shall prescribe the duties of officers when not otherwise provided for. He shall be an ex-officio member of all committees and shall have authority to assume duties of other officers of the Board.

The President shall not be eligible to serve more than two terms in succession.

**Section II** The Vice-President:

In the absence of the President, the Vice-President shall perform the duties pertaining to the office of President, and shall perform such duties as shall be assigned to him from time to time by the Board of Governors.

The Vice-President shall not be eligible to serve more than two terms in succession.

**Section III** The Secretary:

The Secretary, under the direction of the President, shall keep a record of all the meetings of the Board of Governors.

In the absence of the President and Vice-President the Secretary shall perform the duties pertaining to the office of President. In the absence of the Secretary, the Board shall appoint from among its members a Secretary to perform his duties.

The Secretary shall have supervision of such things as private papers and records of the Board and shall perform such other duties as shall be assigned to him from time to time by the President or by the Board of Governors.

**Section IV** The Treasurer:

The Treasurer shall keep or cause to be kept the accounts of disbursed funds allocated by the Club to the Board. All such actions shall be performed under the direction of the Board.

The Treasurer shall render a statement of his accounts in the form of a financial report at the annual meeting of the membership, and shall render a statement of his accounts to the Board of Governors at their monthly meeting. The accounts of the Treasurer shall be audited annually by an Auditing Committee appointed by the Board.

**Article IV**  
**Removal of Officers and Members of The Board**

**Section I** Any officer or member of the Board of Governors may be removed for cause at any time at any meeting of the Board of Governors by a two-thirds (2/3) vote of the full Board.

**Section II** Should the membership status of an officer revert to resignation during his term of office, the Board shall proceed to elect or appoint an officer to serve in the resigned officer's place until the next Annual Meeting.

**Article V**  
**Membership**

**Section I** Membership in the Club shall be of the following classes:

**Regular Golf:** A Regular Golf member is one who, having paid the initiation fees, shall have all rights and privileges of the Club. These rights and privileges are the use of all club facilities including, but not limited to: Clubhouse, Swimming Pool, Tennis, Golf and Fitness. Regular memberships are not transferable.

**Junior Golf:** A Junior Golf member is one who has reached the age of eighteen (18) but who has not reached the age of thirty (30), having paid the initiation fee, shall have all rights and privileges of the Club. These rights and privileges are the use of all club facilities including, but not limited to: Clubhouse, Swimming Pool, Tennis, Golf and Fitness. Junior memberships are not transferable. Upon reaching their 30<sup>th</sup> birthday their membership shall become a Regular member.

**Senior Golf:** A Senior Golf member is one who has reached the age of sixty-five (65), having paid the initiation fee, shall have all rights and privileges of the Club. These rights and privileges are the use of all club facilities including, but not limited to: Clubhouse, Swimming Pool, Tennis, Golf and Fitness. Senior memberships are not transferable.

**Non-Golf (Social, Swim, Tennis & Fitness):** A Non-Golf member is one who, having paid the initiation fees, shall have the use of and all rights and privileges to: Clubhouse, Swimming Pool, Tennis and Fitness. Members in this classification may play golf subject to the terms and conditions as they apply to non-members. Non-Golf memberships are not transferable.

**Corporate:** A Corporate membership is one which is purchased by a company for the use of one (1) of their employees. The use of this membership is only permitted by the named applicant and their family as outlined in Article V, Section II. This membership shall be transferable from one employee to another upon approval of the Board of Governors and payment of a one hundred dollar (\$100.00) transfer fee.

**Non-Resident:** A Non-Resident member shall be one who has paid in full their initiation fee and who has established a residence (as their primary residence) in a non-contiguous county of Jefferson County, Alabama. The member will have the same privileges as a Regular Golf Member for use of the clubhouse and Guest privileges for use of golf, tennis, swimming and fitness facilities. For the purposes of this policy, proof of primary residence must be supported by at least two (2) of the following items: a state issued drivers license showing the address of the primary residence, voters registration card showing the address of the primary residence and/or homestead exemption paperwork showing the address of the primary residence. No other forms of proof will be considered. Proof of continued primary residence is required upon request from the Club. Non-Resident memberships are not transferable.

**Honorary:** An Honorary member shall be one who, on account of particular or special circumstances of his occupation or service, is in the opinion of the Club, entitled to such membership and shall have all the privileges of a regular member of the club, except the right to vote or hold office. Honorary memberships are not transferable.

A certificate of membership shall be issued to each member of the club, signed by the President and Secretary of the Board of Governors, and such certificate shall entitle the holder to all privileges of the Club as outlined within these Bylaws. The issuance of any such certificate to, and the acceptance thereof, by any member shall be deemed to subject such member to any liability or obligation to which such member would incur on their account.

- Section II** The privileges and facilities of the Club shall be limited to:
- Member - defined as the person named as the “primary applicant” as outlined on the membership application. For applications not discerning “primary applicant”, the person’s name which appears on the application first will be considered the member.
- Legal dependents of a member including their spouse and unmarried children through age twenty-one (21), or if a student, through age twenty-four (24).
- Exceptional children of a member upon his application to the Board of Governors on behalf of said child.
- Section III.** No one shall be eligible for membership unless they are at least eighteen (18) years of age.
- Section IV** Membership applications to the Club, in all classifications, must be reviewed by the Board of Governors with their recommendation for acceptance or denial of membership privileges being presented to the Club.
- The Board shall consider all information concerning the proposed member and shall pass upon each application separately. Two negative votes by members of the Board shall be sufficient to recommend to the Club rejection of application. No balloting on applications for membership shall be valid unless at least a quorum shall be present and voting. Candidates for membership may be considered at any regular or special meeting of the Board of Governors.
- Section V** In the event of a divorce the primary applicant is recognized by the Club as the owner of the membership as outlined in Article V, Section II. The ex-spouse may gain membership by paying a fee of three hundred and fifty dollars (\$350.00) provided the application for membership and payment thereof is made within 60 days from the date of entry of the final judgment of divorce.
- Section VI** Any person joining membership under provisions outlined in Article V, Section V, who subsequently remarries, forfeits the three hundred and fifty dollar (\$350.00) fee paid and may retain membership by submitting a new application in addition to paying the initiation fee in effect at that time, less fifty percent (50%), provided the application for membership and payment thereof is made within 60 days from the date of marriage.
- Section VII** Members who are in good standing with the Club may request a Leave of Absence. Request must be in writing and substantiated with proper documentation as deemed appropriate by the Board of Governors. Approved Leave of Absence requests will take effect the first (1<sup>st</sup>) of the month following request. Members will be granted a maximum of one (1) Leave of Absence during their tenure of club membership, not to exceed a period of three (3) months.
- Members (or their dependants as outlined in Article V, Section II) who utilize any of the Club facilities (in any capacity) during an approved Leave of Absence will, by doing so, be automatically reinstated and will be retro-actively billed monthly dues for the month in which they utilized the facilities.
- Section VIII** Members may resign by giving notice to the Club, in writing. Once written notice is received by the Club, the resignation will take effect the first (1<sup>st</sup>) day of the following month. No member shall have the right to resign who is in arrears or otherwise indebted to the Club.
- Section IX** A prior member who previously resigned in good standing in accordance with Article V, Section VIII, may rejoin the Club by paying either the difference in the initiation fees previously paid and the current applicable initiation fee OR the aggregate of all dues from the effective date of resignation to the current date of reinstatement, whichever is less, but in either event not less than three hundred and fifty dollars (\$350.00).
- Section X** In the event of a member’s death, the surviving spouse will be granted membership without any initiation fee requirement. The membership will be transferred into their name upon written request.

## **Article VI**

### **Initiation Fees, Dues, and Payments**

- Section I** Initiation Fees and Dues for members in all classes of membership shall be set by the Club. Monthly Dues are billed in advance whereas charges for services and products will be billed in arrears.

**Section II** All Dues of the Club and other charges to members, shall be payable by the tenth (10<sup>th</sup>) day of each month. Any member with an outstanding balance not received by the Club on or before the last day of the month will be considered PAST DUE.

Members who become PAST DUE will be assessed a “Late Charge” per month, based on the total PAST DUE balance.

Members who carry a PAST DUE balance more than thirty (30) days will be temporarily suspended if indebtedness is not paid in full by the tenth (10<sup>th</sup>) day of that month.

Members who carry a PAST DUE balance more than sixty (60) days will be dropped from membership if indebtedness is not paid in full by the tenth (10<sup>th</sup>) day of that month. Once dropped, the Club will pursue legal actions necessary for collection of the full balance due.

## **Article VII Fines, Suspension, and Expulsion**

**Section I** Fines levied on members for rule violations will be recommended to the Club by the Board of Governors. All such recommendations will require a vote in favor of, from no less than 2/3 vote of the full Board of Governors.

**Section II** For any action by a member which is an infraction of any By-Law or rule of the Club or of any conduct on the part of any member which tends to endanger the good order, welfare, or character of the Club, the Board of Governors may recommend to the Club suspension from all privileges of membership upon giving said member ten (10) days notice in writing of the fact that suspension of membership will be considered by the Board of Governors, affording him an opportunity to appear and state his case to the Board of Governors, and upon the affirmative vote of not fewer than six (6) members of the Board of Governors. If any member thus suspended as provided herein shall enter the clubhouse or grounds during the period of his suspension, he shall, by doing of such act, forthwith cease to be a member of the Club and be considered as having been expelled there from.

**Section III** For any cause for which a member may be suspended, a member may be expelled, provided that ten (10) days notice shall have been given to the member and to each member of the Board of Governors of the meeting at which the member's expulsion will be considered. He shall have been afforded the right to appear and to state his case at such meeting, and upon the affirmative vote of not fewer than six (6) members of the Board of Governors, the Board of Governors will recommend to the Club expulsion.

## **Article VIII Guests and Visitors**

**Section I** Guests will be any person other than:

Member - defined as the person named as the “primary applicant” as outlined on the membership application. For applications not discerning “primary applicant”, the person’s name which appears on the application first will be considered the member.

Dependents of a member including their spouse and unmarried children through age twenty-one (21), or if a student, through age twenty-four (24).

Exceptional children of a member upon his application to the Board of Governors on behalf of said child.

**Section II** All guests must abide by the rules of the Club as established and recommended by the Board of Governors. It will be each member’s responsibility to inform their guests of the Club rules and regulations.

**Section III** All guests shall be registered with the Club personnel and all fees that apply to guests of the Club shall be paid by or charged to the account of the host member, if not paid by the guest.

**Section IV** Members shall be responsible to the Club for damages done by them or their guests to the property of the Club.

**Article IX**  
**Amendments**

**Section I**

Recommendations from the Board of Governors concerning a repeal or amendment to these Bylaws will only be considered by the Club if the amendment has received a majority vote in favor of the action from the full Board of Governors.