



BY-LAWS

ARTICLE I - Name and Purpose

Section 1: Name

This Association is a not-for-profit Missouri corporation. The name of the corporation shall be the "Heart of America Golf Course Superintendents Association, Inc."

Section 2: Purpose

The Association shall exist for the purpose of promoting: The welfare of the game of golf; the science and art of golf course management; the organizational and business effectiveness of the profession; the professional image and well-being of its individual members - through the timely and efficient use of present-day educational, communications and management means, and to unite golf course superintendents of this area.

Section 3: 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.

ARTICLE II - Board of Directors

Section 1: Composition

The control and management of the Association and its affairs and its property shall be entrusted to a Board of Directors, consisting of: a President; a Vice-President; a Secretary/Treasurer; and six (6) at-large Directors; five directors shall be GCSAA Class A or Class B and one director shall be a GCSAA Class C Member. All directors must be actively employed as golf course superintendents. The most immediate past President of this Association shall serve as member ex-officio. In addition, there shall be three (3) Special Directors: a Class C member, and two Class AF members who shall be appointed by the President with Board approval and who shall not have a right to vote.

Section 2: Nominations

(a) The Nominating Committee shall consist of three (3) past Presidents of the Association with the immediate past president being the chairman as appointed by the President with Board approval.

(b) The Nominating Committee shall present a prospective slate of officers and Directors, in accordance with Article II, Section 3 of these By-laws, to the membership for election at the Annual Meeting. Said slate shall be published by the Association and mailed to all voting members at least ten (10) days before the Annual Meeting.

(c) Nominations may also be made from the floor by any voting member, at the Annual Meeting.

(d) The Nominating Committee shall count votes and be responsible for the election portion of the meeting.

Section 3: Election and Terms of Office

(a) The President, Vice-President, Secretary/Treasurer shall be elected by the members of the Association at the Annual Meeting and "shall hold their respective offices for a period of one (1) year or until their successors are elected." No person shall hold the office of President for more than three (3) successive terms.

(b) At each election, two Class A or Class B directors shall be elected for a term of two (2) years and one Class C Member shall be elected for a term of one (1) year. The appointed Class C and two Class AF members of the Board shall serve one (1) year terms; the most recent and available past president of the Association shall automatically qualify as a member ex-officio.

Section 4: Vacancies

(a) Should the President not be able to continue in office, the Vice-President shall assume the duties of President.

(b) Vacancies occurring throughout the balance of the Board shall be filled by the appointment of the President, with the consent of the Board, for the un-expired portion of the term for which the predecessor was duly elected and qualified within 30 days of vacancies.

(c) A vacancy may occur when a Board member fails to attend three (3) consecutive Board meetings without notification.

Section 5: Meetings of the Board

(a) The Board of Directors shall meet at least six (6) times within the calendar year.

(b) Special meetings of the Board of Directors may be called at the request of the President or, in writing, by any three (3) of the Directors. Notice of special meetings shall be submitted to each member of the Board not less than five (5) days before the day of the meeting.

Section 6: Quorum and Telephone Balloting

(a) Five (5) voting members of the Board of Directors present in person shall constitute a quorum at any meeting of the Board. Proxy voting shall not be allowed at Board of Director Meetings.

(b) Majority vote shall rule at Board of Directors meetings, with a minimum of five (5) votes allowed to carry a motion.

ARTICLE III - Officers and Staff: Titles and Duties

Section 1: Officers

The officers of the Association shall be the President, Vice-President, Secretary/Treasurer.

Section 2: Duties of Officers

(a) President - The President shall preside at all meetings of the Association and the Board of Directors; be an ex-officio member of all committees; cast the deciding vote at all meetings when tie balloting occurs; appoint all committee chairmen; and be responsible for regularly advising the membership of Board and Association activities.

(b) Vice-President - In the absence of the President, the Vice-President shall perform his duties. Should neither be present at any meeting, a Chairman shall be chosen by vote.

(c) Secretary/Treasurer - The Secretary/Treasurer shall collect and discharge the funds of the Association as directed by the Board; shall be responsible for keeping an accurate account of all financial transactions, which shall at all times be open to the inspection of any voting member. Quarterly reports shall be made in writing of the moneys received and paid out, and the amount of funds on hand; and reported to the Board of Directors. Keep the records of all meetings of the Association and the Board of Directors; mailing notices of meetings as required within the By-Laws; answering correspondence for the Association; and for maintaining accurate membership records.

Section 3: Professional Services

The Board of Directors may, at its discretion, from time to time, engage the professional services of an outside agency to assist in conducting Association business.

ARTICLE IV - Financial Provisions

Section 1: Fiscal Year

The Fiscal Year and dues of the Association shall be from January 1st through December 31st.

Section 2: Annual Budget

The Budget and Finance Committee with the Secretary/Treasurer shall be responsible for the presentation during the first quarter of each dues year, of an annual budget to the Board of Directors. The Board shall approve the budget so presented, or revised within the same time frame for use within the applicable fiscal year.

Section 3: Annual Audit

(a) The financial records of the Association shall be audited annually. The President shall appoint one (1) member from the Board of Directors and one (1) Class A member at-large. A written report shall be submitted to the Board of Directors for approval. The audit shall be provided to the membership of the Association during the Annual Meeting of the Association.

Section 4: Required Signatures

All checks, drafts and orders for the payment of money shall be signed, and checks, notes and orders for the receipt of money shall be endorsed for collection or deposit in such a manner and by the number of persons as shall be determined by the Board of Directors.

Section 5: Assessment and Suspension for Non-Payment

(a) In order to change the annual dues, it must be approved by the majority of voting members present at the Annual Meeting.

(b) The membership shall be invoiced for annual dues no later than December 1st for the following dues year. A second dues notice shall be sent to all members in arrears on January 15th each year. Any member in arrears as of April 1st shall be charged a \$10 penalty or shall be dropped from membership.

(c) Members joining during the fiscal year shall have their dues pro-rated for the succeeding fiscal year.

ARTICLE V – Committees

Section 1: Standing Committees

The Board of Directors shall appoint such committees as occasion may require and as it may deem necessary, and they shall define the duties thereof, provided that the following standing committees shall be among those designated and appointed:

- (a) Meetings and Programs Committee
- (b) Education Committee
- (c) Public Relations/Communications Committee
- (d) Tournament Committee
- (e) Scholarship and Research Committee
- (g) Membership Committee (including Historical, Awards and Necrology)

Section 2: Rules

(a) All committee chairmen shall be appointed by the President with the approval of the Board of Directors.

(b) All chairmen of standing committees shall be members of the Board of Directors.

(c) The elected Class C Director shall be appointed the chairman of the Membership Committee (including Historical, Awards and Necrology).

Section 3: Duties of Committees

(a) Meetings and Programs - The purpose of this committee is to complete the current year's meeting schedule, coordinate monthly program meetings, coordinate the Annual Meeting and Holiday Party, deal with the host, provide the editor with meeting information on a timely schedule, to find ways of making this process run smoothly and to set up the following year's meeting schedule. Meeting schedules shall be submitted to the Board of Directors for approval.

(b) The Education Committee - The purpose of this committee is to set up educational sessions for the annual education conference. The speakers should be chosen for their ability to provide appropriate and meaningful information to the membership of the association. Introductory information shall be forwarded to the "Meeting and Program" Committee and the President on a timely basis.

(c) Public Relations / Communications Committee - The purpose of this committee is to promote the Golf Course Superintendent and this Association, and to assist with the editorial responsibilities of the Heart Beat. Press releases shall be prepared and distributed to the news media. Assistance shall be given to the editor of the Heart Beat in the form of critiquing the newsletter, collecting information for printing, writing editorials, selling advertising and preparing the Chapter Ad for printing in Golf Course Management magazine.

(d) The Tournament Committee - The purpose of this committee is to prepare the format for all monthly tournaments, contact the host at each club, and supply the above information to the "Meeting and Program" Committee in a timely fashion.

(e) The Scholarship & Research Committee - The purpose of this committee is to generate and solicit funds solely for use in Local and National, Scholarship and Research. To actively locate and investigate prospective recipients. The primary source of revenue shall come from an Annual Scholarship and Research Tournament-

(g) Membership Committee (including Historical, Awards and Necrology) - The purpose of this committee is to recruit new members, collect and disseminate historical information pertaining to the HAGCSA, to solicit nominations for the "Superintendent of the Year Award" and the "Mendenhall Award, "to submit nominees' names to the Board for approval, and to make award presentations.

ARTICLE VI –Meetings

Section 1: Membership Business Meetings

(a) There shall be one (1) membership business meeting scheduled each year: an Annual Meeting to be held in the month of November, at a time and place of the Board of Directors choosing.

(b) Notice of all membership business meetings, stating the time and place thereof, shall be mailed to all members at least ten (10) days prior to said meeting.

(c) At any meeting of the membership, attendance by twenty (20) voting members shall constitute a quorum.

(d) The following shall be the Order of Business at all membership meetings:

1. Call to Order
2. Reading of the Minutes of the Previous Meeting
3. Communications
4. Reports of Officers
5. Reports of Committees
6. Unfinished Business
7. New Business
8. Elections
9. Adjournment

Section 2: Special Meetings

(a) Special meetings of the membership shall be called by the President upon written request of the majority of the Board of Directors, and must be called by the Secretary upon written request signed by twenty (20) Class A or AA members, stating the purpose of the meeting. No business may be transacted at any special meeting, except that specified in the notice.

(b) Notice of a special meeting shall be submitted to the membership at least ten (10) days prior to said meeting. The notice shall specify the time, place and purpose of the special meeting.

Section 3: Guest Privileges

(a) A member shall be entitled to no more than two (2) guest-privilege days a year at scheduled golf meetings of the Association. The Board of Directors will publish approved guest days. Club, Association, media industry and academic representatives shall not be categorized as guests within this provision.

(b) Golf Professionals shall not compete for prizes except during specified events.

Section 4: Rules of Order

All meetings of the Association shall be conducted in accordance with the current edition of "Robert's Rules of Order." When in conflict, the By-Laws of this Association shall take precedence over "Robert's Rules."

ARTICLE VII – Membership

Section 1: Classes of Members

The membership of the Association shall consist of the following eleven (12) classes:

(1) Class AA (2) Class A (3) Class B (4) Class C (5) Associate
(6) Affiliate (7) Retired (8) Honorary (9) Class P (10) Student (11) Inactive (12) Class EM

(Note: Class D members are reclassified as Associates; Class E and EE members are reclassified as Affiliate; Class H members are reclassified as Honorary; Inactive is created and Class S members are reclassified as Student.)

Class AA - A member must have retired as a Golf Course Superintendent and have reached the age of fifty-five (55) and (1) been a voting member for twenty-five (25) years or (2) a former Board member or (3) a charter member.

Class A - Golf Course Superintendent - To qualify for this class, an individual must have, at the time of application for membership, at least three (3) years experience as a Superintendent and be employed in such a capacity. Class A members shall have all privileges of the Association.

Class B - To qualify for a Class B membership an individual must have less than three years' experience as a golf course superintendent, and be presently employed in such capacity. Class B members shall have all the privileges of the Association, other than appointment as Special Director.

Class C - Assistant Golf Course Superintendent - To qualify for the Class C membership, an individual must 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 privileges of the Association, except that of holding office, other than election as Class C director or appointment as Special Director.

Class EM – Equipment Managers - To qualify for Equipment Manager membership; an applicant shall be employed as an equipment manager, assistant equipment manager or mechanic/technician within the golf industry and shall have such rights of the association as the board of directors may specify by Standing Rules, except those of voting and holding office.

Associate - To qualify for Associate membership, an applicant must be an individual interested in golf course management and/or in the growing or production of fine turfgrass. Associate members shall have such privileges of the Association as the Board of Directors may specify, except those of voting or holding office.

Affiliate - To qualify for Affiliate membership, an applicant must be a business firm or governmental body interested in golf course management and/or in the growing or production of fine turfgrass, either individually or through employment by, or other affiliation with, a company, proprietorship. Affiliate members shall have all the privileges of the Association, except those of voting and holding office. Affiliate members who have at least five (5) years continual classification as Affiliate may not vote, but may be appointed as Special Director.

Retired - Any Class A, Class B, Class C, Affiliate member or Associate reaching age fifty-five (55), who is retired and no longer seeking within the scope of activities of any membership class of this Association may apply to the Board of Directors in writing for Retired membership, the annual dues for which shall be one-half the amount paid by Class A members. A Retired member shall have all of the privileges of this Association afforded the member in his or her immediate previous classification, with the exception of holding office.

Honorary - Any person who has rendered special or valuable service to the Association or the golf industry may be elected by a three-fourths vote of the Board of Directors to Honorary membership. Only one person may be elected to Honorary membership each year. This classification does not pay dues. Honorary members, as of November 12, 1985, shall be exempt from reclassification. Class H members may not vote or hold office.

Class P - Any person who is a qualified representative of the golf, turf management or academic communities may be invited on a year-to-year basis to be a privileged member of this Association. Class P members pay no dues and may not vote or hold office.

Student -To qualify for Student membership, an applicant must be a full-time turfgrass student enrolled in a formal course of education, or have completed his or her formal education less than one (1) year prior to the date of application for membership. Student members shall have such privileges of the Association, except those of voting and holding office.

Inactive - An Inactive member is a member who, by reason of unemployment, illness or other adverse circumstances, has been placed in this class upon his or her application. The Board of Directors shall have the authority to act on such application and to place a member on Inactive status, subject to terms and conditions as the Board of Directors may specify.

Section 2: Reclassification

(a) A Class A member may retain this classification of membership for a period of one (1) year from the time employment is discontinued as a Golf Course Superintendent, or for as long as GCSAA Certification is retained.

(b) Should a Class A member regain employment as a Golf Course Superintendent during this one-year period of grace, this status of membership shall be automatically retained once the Association is notified in writing of this fact.

Section 3: Rules

(a) Only Class AA, A, B, and C members may vote at meetings of the Association.

(b) Class A, Class B and one Class C member may serve as an Officer of the Association.

(c) Except as stated in Article II, Section 1 of these By-Laws, Class A, Class B, and one Class C member may serve on the Board of Directors of the Association.

(d) AA, Honorary and Privileged members shall not be required to pay dues or assessments. All other classes of membership shall pay annual membership dues, and assessments when necessary.

(e) Any question of classification due to an unclassified job title will be resolved by the GCSAA definitions of job titles and responsibilities.

Section 4: Application and Admission

(a) Every applicant for membership must present to the Board of Directors an application in writing on forms provided by the Association for this purpose. The application shall be signed by the applicant and endorsed by two voting members.

(b) All applications for membership must be accompanied by a check for the appropriate dues.

(c) The Board of Directors shall elect new members to membership by a two-thirds vote of those in attendance at the Board Meeting.

(d) Applicants will be notified in writing by the Secretary of their election, or not, to membership.

Sections 5: Expulsion and Restoration

(a) Any member may be suspended or expelled from membership by a three-fourths vote of the Board of Directors for any willful infraction of these By-Laws or for any willful misconduct that would not be in the best interest of this Association, after having been given fifteen (15) days notice of charges by registered mail and an opportunity to be heard by the Board of Directors.

(b) Any member who has been expelled may, after the passage of one (1) year, apply for restoration to membership through the regular membership process.

Sections 6: Dual Membership Requirement

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.

Section 7: Facility Membership

A facility membership is available to those facilities that operate with limited resources. The membership is in the name of the facility. However, the recipient of the membership benefits and information can be the superintendent, owner, or other representative selected by a golf facility. The facility is entitled to all privileges of membership, except those of voting and holding office.

ARTICLE VIII – Amendments

Section 1:

These By-Laws may be amended, by a majority vote of voting members at any duly organized meeting of the Association, provided the proposed changes(s) are submitted to the membership with at least fifteen (15) days notice.

ARTICLE VIX – Proxies

Section 1:

Proxy votes may only be used in election of officers and Board of Directors.