

# BY-LAWS OF THE FRIENDS OF INDIANHEAD

## ARTICLE I

### NAME:

This organization shall be known as the Friends of Indianhead. (FOI)

## ARTICLE II

### MISSION:

The purpose of FOI is to support Indianhead Golf Course through financial donations and volunteer service. All donations and services will be independent of Indianhead Golf Course's operating budget.

## ARTICLE III

### MEMBERSHIP:

Anyone who desires to do so may become a member of FOI by paying the annual dues determined by the Board of Directors.

## ARTICLE IV

### VOTING AND OFFICE HOLDING PRIVILEGES:

Active members in good standing (i.e. whose dues are current) shall have the right to vote. Each member shall have one vote.

## ARTICLE V

### OFFICERS AND DIRECTORS:

- A. The Board of Directors shall consist of five (5) individuals elected by the membership.
- B. The Board of Directors shall decide which board member shall serve as president, vice-president, secretary, treasurer, and member-at-large.
- C. Directors shall not be compensated for their time and effort. The Board may authorize officers, directors, and committee members to be paid actual and necessary expenses incurred while on FOI business.

## ARTICLE VI

TERMS OF OFFICE:

Three of the initial Board of Directors shall serve a term of one year. The other two shall serve a term of two years. All subsequent elections shall be for a two year term. There shall be no term limits.

## ARTICLE VII

DUTIES OF OFFICERS:

- A. The duties of the officers are such as are implied in their respective titles and which usually pertain to their respective offices, and other duties that may from time to time be delegated to them by the membership or the Board of Directors.
- B. The President shall be the chief executive officer of FOI. When present, the President shall preside at all meetings of the FOI and the Board of Directors and shall be a member of all standing committees. Subject to the Board of Directors of FOI, the President shall have general charge and supervision over the business affairs of the FOI.
- C. The Vice President shall assume the duties of the President in the President's absence.
- D. The Secretary shall keep an accurate record of the proceedings at FOI meetings and at Board of Directors meetings, and shall conduct all correspondence.
- E. The Treasurer shall collect all dues, receive all monies due from other sources, keep a record of all receipts and disbursements, and keep an accurate record of current membership status.
- F. The Directors shall perform additional duties as assigned by the President.
- G. The Board of Directors shall conduct the business of the FOI and have the same rights privileges, and duties as are generally conferred upon Boards of Directors.

## ARTICLE VIII

NOMINATION AND ELECTIONS:

- A. A nomination committee, consisting of three members, shall be appointed by the Board. The Committee's duty shall be to present for the annual meeting at which elections are held a slate of Director candidates. They shall contact all proposed candidates and must obtain their consent.
- B. After the initial election of Directors, the election of Directors must take place at the annual meeting of each year at which time further nominations may be made from the floor.
- C. In the event that further nominations are made from the floor, election of Directors shall be by ballot.
- D. Directors shall be elected by votes cast by members present. Candidates receiving the highest number of votes shall be declared elected.

- E. In the event a vacancy should occur on the Board of Directors, the Board may exercise its discretion in filling the vacancy by interim appointment from among the FOI membership after obtaining the consent of the prospective appointee.

## ARTICLE IX

### STANDING COMMITTEES:

- A. Standing Committees shall include
  1. Membership/ Hall of Honor and Publicity Committee
  2. Fundraising Committee
  3. Volunteer Committee
  4. Tournament Committee
- B. In addition, the Board may at any time appoint special committees should the need arise.

## ARTICLE X

### DUTIES OF COMMITTEES:

- A. All committees shall report their activities to the Board of Directors.
- B. The Membership and Publicity Committee shall be responsible for recruiting members and publicizing the FOI and its activities.
- C. The Fundraising Committee shall plan and provide for fundraising and social affairs for the FOI. Should there be any expenses involved, the Board of Directors shall approve them.
- D. The Volunteer Committee shall recruit, organize, and supervise volunteers as needed by the FOI.

## ARTICLE XI

### AMENDMENTS:

This By-laws may be amended, modified, or changed by a two-thirds vote of all members present at any regular business meeting, provided that notice of the proposed change has been presented in a previous meeting and announced by mail and/or e-mail to all members at least one week previous to the meeting at which such change is to be voted on.

## ARTICLE XII

### DISSOLUTION:

The FOI shall not be dissolved as long as seven (7) members desire its continuance. In the event of dissolution, all properties and funds over and above that which is necessary

to meet any and all outstanding liabilities incurred by the FOI shall be turned over to Indianhead Golf Course.

ARTICLE XIII

RULES OF ORDER:

In all matters pertaining to the conduct of business, Robert's Rules of Order shall govern.

ARTICLE XIV

MEETINGS:

Except as may otherwise be designated, the annual membership meeting of the FOI shall be held on the fourth Monday of March.

ARTICLE XV

SPECIAL MEETINGS:

Special membership meetings may be called at the request of seven (7) members, or upon the request of the Board of Directors.

ARTICLE XVI

DUES:

The Board of Directors shall determine the annual membership dues of the FOI. New candidates for membership may be admitted to membership at any time during the fiscal year. No dues will be refundable except by unanimous action of the Board of Directors.

ARTICLE XVII

QUORUM:

Three (3) members of the Board of Directors shall constitute a quorum for the transaction of business at a meeting of the board.

ARTICLE XVIII

FISCAL YEAR:

The fiscal year shall be January 1<sup>st</sup> through December 31<sup>st</sup>.

ARTICLE XIX

RESIGNATIONS:

Any member may resign from the FOI upon presenting his or her resignation personally or in writing to the Board of Directors.

ARTICLE XX

TERMINATION OF MEMBERSHIP:

The membership of any member may be terminated at the discretion of the Board of Directors.

ARTICLE XXI

MISCELLANEOUS PROVISIONS:

This organization will not be organized or operated for the benefit of private interests such as shareholders of the organization, members, other designated individuals, or persons controlled directly or indirectly by such private interests.

This organization will not, as a substantial part of its activities, attempt to influence legislation. It may not engage in any political campaign on behalf of, or in opposition to any candidate for public office. Such participation or intervention includes the publishing or distribution of statements.

CERTIFICATION

These by-laws were adopted by a vote of 9 yeas and 0 nays at the FOI meeting on this day of April 13 2015.