



CONSTITUTION AND BY-LAWS
OF
PAN-AMERICAN GOLF ASSOCIATION
OF
VICTORIA, TEXAS, INC.

TEXAS NON-PROFIT CORPORATION CHAPTER NO. 759009
DATE OF INCORPORATION: JULY 2, 1985

PREVIOUS REVISION: SEPTEMBER 14, 1990
REVISION DATE: MAY 20, 2003
REVISION DATE: JULY 9, 2006
REVISION DATE: FEBRUARY 16, 2011

CONSTITUTION
OF
PAN-AMERICAN GOLF ASSOCIATION
OF
VICTORIA, TEXAS, INC.

ARTICLE I

NAME

- SECTION 1. The name of this organization shall be Pan American Golf Association of Victoria, Texas, Inc.
- SECTION 2. The corporation is a Non-Profit Corporation.
- SECTION 3. The period of its duration is perpetual.

ARTICLE II

PURPOSE

- SECTION 1. To promote within this group a higher interest in the betterment of golf in the city of Victoria and vicinity, to encourage and participate in all other activities of this association.
- SECTION 2. To instill fair play, the desire to spend time enjoyably, and to encourage amateur golf among the members.
- SECTION 3. To cooperate with and solicit good friendly relations with other civic organizations and to particularly cooperate with other member chapters.
- SECTION 4. To participate in charitable, patriotic and civic activities. Also, to perform any acts which the corporation is empowered to so perform by the Texas Non-Profit Act.

ARTICLE III

ADDRESS

- SECTION 1. The street address of the initial registered office of the corporation is 1205 E. North Street, P.O. Box 3872, Victoria, Texas 77903-3872.

ARTICLE IV

MEMBERSHIP

SECTION 1. Any person interested in the betterment and promotion of golf in the city and vicinity shall be eligible for membership upon approval by Membership Committee.

ARTICLE V

OFFICERS

SECTION 1. The officers of the association will be the President, Vice-President, Secretary, Treasurer, and Tournament Director.

SECTION 2. The Executive Board shall consist of the elected officers and the retiring President.

SECTION 3. The Board of Directors will consist of the President, Vice-President, and four members nominated from the floor and elected by membership.

ARTICLE VI

RULES FOR AMENDING

SECTION 1. An amendment may be submitted by a member in writing at any meeting of the association and to be acted on at a subsequent meeting.

SECTION 2. A copy of the proposed amendment with the recommendation of the board shall be submitted to the entire membership for a vote. A two-thirds majority vote of the members present is required to adopt the proposed amendment.

SECTION 3. If the association should cease to function, then it is the duty of officers to dispose of all properties, both tangible and intangible by gift to any charitable organization. The proof of said donation shall take place within 90 days of the organization's disbandment by publishing said action in a local newspaper.

BY-LAWS
OF
PAN-AMERICAN GOLF ASSOCIATION
OF
VICTORIA, TEXAS, INC.

ARTICLE I

ELECTION AND TERM OF OFFICERS

- SECTION 1. Election of officers will be held in July of every even numbered year and the date of office will be the first week in August of the election year.
- SECTION 2. The officers will hold office for two years until their successors take office. All vacancies shall be filled by an election called by the President for the unexpired term.
- SECTION 3. Election of two of the four board members will be held in July of every year. Two incoming board members will be elected on alternate years.
- SECTION 4. The four board members will serve alternating two year terms.
- SECTION 5. The President or an appointed delegate shall preside over the Annual Meeting in July for the purpose of electing officers and board members to the Executive Board and Board of Directors.

ARTICLE II

DUTIES OF OFFICERS

- SECTION 1. The President shall preside at all meetings of the association and of the Executive Board and Board of Directors, and in general shall perform duties incident to the President's Office. The President will appoint an auditor and sergeant-at-arms at each meeting when necessary.
- SECTION 2. The Vice-President, in the absence of the President, shall assume the duties of the President. In absence of both, the Secretary will assume the duties of the President and will appoint an active Secretary to take the minutes of the meeting. The Vice-President will reign over all appointed committees.

- SECTION 3. The Secretary shall keep all the minutes of the association's meetings and the minutes of the Executive Board. The Secretary shall keep a permanent record of all the minutes. The Secretary shall send newsletters to all members upon request. The Secretary shall roll call and keep attendance records.
- SECTION 4. The Treasurer shall keep all books and accounts of the association. The Treasurer shall collect, receive and receipt all monies payable to the association, and deposit in a local bank. The Treasurer shall prepare and present a monthly statement to the officers and membership at the association's monthly board meeting.
- SECTION 5. The Tournament Director shall serve as the chairman of the Tournament Committee and shall appoint committee members. The Tournament Director will be in charge of notifying the club of all tournaments in the chapter and member chapters. The Tournament Director and Committee will set dates for tournaments for the year.
- The Tournament Director will appoint the Handicap Chairman. The Handicap Chairman will be in charge of keeping records of scores, handicaps and tournaments played in by members.

ARTICLE III

EXECUTIVE BOARD DUTIES

- SECTION 1. The Executive Board shall have the power to expel any member for an act in violation of the Constitutional and By-Laws of the association. Action by the board will be taken only after (a) written charges (b) sufficient evidence, and (c) notice given to the accused and all such evidence presented to the board.
- SECTION 2. The Executive Board shall consider all matters of the association between meetings and shall make a report of recommendations at each meeting.
- SECTION 3. The Executive Board shall present a budget for the following year, including income, and expenditures, and may keep separate estimates for each committee.
- SECTION 4. The Executive Board will serve as the Membership Committee.

ARTICLE 1V

BOARD OF DIRECTORS DUTIES

- SECTION 1. The Board of Directors will look into any matter or discrepancy that a member feels should be looked into. The Board will meet, discuss and investigate. The Board will report to the accused and membership of its finding and recommendations
- SECTION 2. A primary duty of all elected officers is monthly board meeting attendance. An officer of the Executive Board and/or Board of Directors who shall be absent from any three (3) consecutive board meetings shall automatically be dropped from membership of the Executive Board and/or the Board of Directors. The member will be dropped at the next immediate board meeting following such a third absence, unless confined by illness or otherwise excused by a majority vote of the Executive Board and the Board of Directors.

ARTICLE V

STANDING COMMITTEES DUTIES

- SECTION 1. The Executive Board shall appoint the four members nominated from the floor and elected by the membership to the Board of Directors to serve as chairperson for at least one of the standing committees.
- SECTION 2. The President shall appoint committees, chairmen, and duties of committees, necessary to carry out the objectives of the association.

ARTICLE VI

MEETING PROCEDURES

- SECTION 1. Robert's Rules of Order Revised shall be the authority on questions of procedure, not specifically stated in this Constitution and By-Laws.

ARTICLE VII

MEETINGS

- SECTION 1. A regular Board Meeting will be held monthly.

SECTION 2. Special meetings will be held at the call of the President, or upon a request by five members for a specific purpose.

SECTION 3. The order of business shall be as follows, unless changed by those present:

Meeting called to Order - Opening Remarks by President
Introduction of Guests
Secretary's Report/Adoption of previous meeting minutes
Treasurer's Report/Adoption of report
Building Financial Report
Tournament Director's Report
Handicap Chairman's Report
Standing Committee Reports
Other Committee Reports
Old Business/Unfinished Business
New Business
Comments for the Good of the Chapter
Adjournment

ARTICLE VIII

CONTRACTING DEBTS

SECTION 1. No member of this organization shall contract a debt or cause to be made in the name of this organization any debt of any nature without first receiving authorization by majority vote from the membership.

ARTICLE IX

MEMBERSHIP DUES & REQUIREMENTS

- SECTION 1. Regular Membership Dues will be \$50.00. Renewal Membership Dues will be \$40.00 and account cleared with association, if any. A \$10.00 penalty will be assessed after August 31st to any renewal received late. Associate Membership Dues will be \$30.00. Charter Membership Dues are waived.
- SECTION 2. The elected Executive Board and Board of Directors are exempt from annual membership dues for the length of their active term.
- SECTION 3. A member may submit qualification criteria to the Hall of Honor chairman for committee review and verification of credentials. The committee chairman may recommend a qualified member to the Executive Board and Board of Directors for induction into the Hall of Honor. Any member inducted into the Hall of Honor will be exempt from annual membership dues for their lifetime.
- SECTION 4. All members must play at least ten (10) PAGA sponsored golf outings or golf tournaments per year to be eligible to participate in the annual National Tournament.
- SECTION 5. A member expelled by the Executive Board shall not be allowed to participate in any event sponsored by the association unless the member is eligible for membership upon approval by the Membership Committee.

ARTICLE X

QUORUM

- SECTION 1. A quorum for the purpose of transaction of business shall be: Majority of Board Members.