

College Heights Country Club
By-Laws
May 10, 2014

Table of Contents

Article I	General	
	Section 1	Name
	Section 2	Principal Place of Business
	Section 3	Purposes
	Section 4	Fiscal Year
	Section 5	Definition of Membership
Article II	Board of Directors	
	Section 1	Organization
	Section 2	Powers
	Section 3	Number of Directors
	Section 4	Vacancies
Article III	Officers	
	Section 1	Officers
	Section 2	Selection
	Section 3	Vacancy
	Section 4	Powers and Duties
Article IV	Committees	
	Section 1	Special Committees; Delegated Powers
	Section 2	Standing Committees; Other Committees
	Section 3	Standing Committees
	Section 4	Clubhouse/Membership Committee
	Section 5	Grounds Committee
	Section 6	Golf Committee
	Section 7	Powers of Committees
Article V	Certificates of Membership	
	Section 1	Certificates of Membership
	Section 2	Transfer of Certificates of Membership

Table of Contents, cont.

Article VI	Members, Membership, Fees and Dues	
	Section 1	Application
	Section 2	Board of Directors Procedure
	Section 3	Procedure if Application Denied
	Section 4	Dues
	Section 5	Classes of Membership and Privileges
	Section 6	Definitions, Privileges and Limitations
	Section 7	Reprimand, Suspension and Expulsion
	Section 8	Discrimination
Article VII	Club Rules	
	Section 1	Formulation
	Section 2	Enforcement and Penalties
	Section 3	Appeal
Article VIII	Regular Meetings	
	Section 1	Regular Meetings/Annual Meeting
	Section 2	Special Meetings
	Section 3	Quorum
Article IX	Directors & Officers: Elections: Meetings	
	Section 1	When Directors Elected; Balloting
	Section 2	Terms of Office
	Section 3	Nomination of Directors
	Section 4	Officers
	Section 5	Time of Taking Office
	Section 6	Board of Directors Meetings
	Section 7	Quorum
Article X	Amendment of By-Laws; Publications	
	Section 1	Amendment Procedures of By-Laws by Directors
	Section 2	Amendment Procedures of By-Laws by Members
	Section 3	Publication of Amendment Adopted by Directors
Article XI	Waivers	
	Section 1	Waivers
Article XII	Liability	
	Section 1	Club Not Liable

CHCC By-Laws

Article I—General

Section 1—Name

The name of the corporation shall be College Heights Country Club.

Section 2—Principal Place of Business

The principal office and place of business of the corporation shall be at its clubhouse, 1225 East 4th St. Crete, Saline County, Nebraska.

Section 3—Purposes

The purposes of which this non-profit, non-stock corporation is formed shall be to promote and conduct, through membership in such corporation, golf, recreational, and social activities, and therefore to acquire, hold, and provide, in any manner, suitable grounds, quarters, and facilities, and to improve, equip, operate, maintain, and dispose of, the same or any part thereof.

Section 4—Fiscal Year

The fiscal year of the corporation shall be identical with the calendar year.

Section 5—Definition of Membership

The term member, when used in these By-Laws with reference to the internal government of the corporation, shall be defined in **Article VI, Section 6** and shall be understood and interpreted to mean a member in good standing and not in arrears of any fees, dues or other charges due from such member to said corporation.

Article II—Board of Directors

Section 1—Organization

The entire management of the corporation, its affairs, properties, and assets, are vested in a Board of Directors, subject to the mandates of the voting members at their annual meeting, or at any special meeting called for the purpose of acting upon the affairs of the corporation.

Section 2—Powers

The powers of the Board of Directors are those conferred upon it by the laws of the State of Nebraska, the Articles of Incorporation of this corporation, and these By-Laws.

Section 3—Number of Directors

The Board of Directors shall consist of eight members, elected as provided in these By-Laws.

Article II—Board of Directors, cont.

Section 4—Vacancies

Any vacancies on the Board of Directors shall be filled by appointment by a majority of remaining Directors from the members of said corporation.

Article III-Officers

Section 1—Officers

The officers of this corporation shall be a President, a Vice-President, a Secretary and a Treasurer. The Secretary and Treasurer may be the same person and the Vice-President may hold at the same time the office of Secretary or Treasurer. One person may not hold the office of President and Vice-President.

Section 2—Selection

The officers of the corporation shall be chosen by the Board of Directors from the members thereof.

Section 3—Vacancy

Any vacancy in the office of officers shall be filled by appointment by the Board of Directors from the members thereof, for the unexpired term.

Section 4—Powers & Duties

Officers shall have the usual powers and duties of their respective offices.

Article IV—Committees

Section 1—Special Committees; Delegated Powers

The Board of Directors may, by resolution or resolutions, passed by a majority of the whole board, designate one or more special committees, each committee to consist of two or more of the Directors of the corporation, which, when so authorized by such resolution or resolutions and to the extent provided therein, shall have and may exercise the powers so delegated to such committee by the Board of Directors with regard to the activity or function so authorized. Such committee or committees shall have such name or names as may be stated in the By-Laws of the corporation or as may be determined from time to time by resolution or resolutions adopted by said Board of Directors.

Section 2—Standing Committees: Other Committees

Except as otherwise provided, standing committees and other committees of the corporation shall be composed of as many members or directors, or both, as the Board of Directors may determine. Committee appointments may be for one year, or less at the discretion of the Board of Directors

Article IV—Committees, con't

Section 3—Standing Committees

The following committees and such other standing committees as the Board of Directors may from time to time so designate, shall be the standing committees of said corporation:

Clubhouse/Membership Committee

Grounds Committee

Golf Committee

Section 4—Clubhouse/Membership Committee

The Board of Directors shall, ex-officio, constitute the Clubhouse/Membership Committee. The Clubhouse/Membership committee shall have charge of the clubhouse and serve as the liaison between the manager and members. This committee will monitor all clubhouse improvements, repairs, insurance coverage and other expenses and all other fiscal aspects of the clubhouse operation. This committee is also in charge of overseeing the operation of the pro shop. This committee will have the general supervision of the financial affairs and formulate the financial policies of the corporation. Before the end of each calendar year, it shall prepare and present to the members of the corporation a proposed budget of expenditures for the ensuing year. It will also present to the board the recommendation for fees and dues for each class of membership for such year. The Clubhouse/Membership committee shall endeavor to obtain prospective new members through incentive programs they create, implement and support.

Section 5— Grounds Committee

The Board of Directors shall, ex-officio, constitute the Grounds Committee. The Grounds Committee shall have charge of the golf course, trees, shrubbery, vines, flower beds, roads, walks, paths and automobile parking spaces on the grounds of the corporation. It shall have authority to purchase all tools, machines, articles and supplies and to employ, supervise, or discharge a Grounds Superintendent and other personnel and determine the compensation to be paid to each. It shall formulate ground rules for members and guests.

Section 6— Golf Committee

The Golf Committee shall organize and conduct all league and tournaments, exhibition matches and other special golf events and formulate local rules of play. It shall assist the golf professional in determining the dates of any such events and notify members as to such dates and the conditions pertaining to such events.

Section 7— Powers of Committees

No committee shall obligate the corporation in any way or in any sum in excess of the amount or amounts authorized by the Board of Directors to be expended thereby, except upon prior approval of the Board of Directors.

Article V—Certificates of Membership

Section 1—Certificates of Membership

The Club will be limited to 200 Certificates outstanding at any one time. The price of Certificates that the Club has in their possession, will be determined by the Board of Directors. Certificate holders will have priority in obtaining golfing memberships should such privileges be restricted by the Board of Directors. In case of dissolution of the Club, Certificate holders own a proportionate share of the assets. Certificate holders need not be golfing members.

Section 2—Transfer of Certificates of Membership

Transfer of Certificates, with the approval of the Board of Directors, will be recorded on the books of the organization at the annual meeting. Certificates transferred may not be redeemed, or any discounts taken, toward membership until the transfers have been recorded and approved at the next annual meeting. No transfer or sale of Certificates will be valid or final until the same has been recorded on the books of the Club. The price of a Certificate to another party will be determined by the mutual agreement of both parties. At any meeting of the Board of Directors, the Board may review the ownership status of any Certificate who's ownership has not been verified. After due diligence and/or reasonable inquiry has been conducted and the Board of Directors is unable to contact the true owner, the Certificate shall revert back to the club in one year.

Article VI—Members, Membership, Fees, and Dues

Section 1—Application

Any person of good moral character who may desire to become a member of the Club, shall present a written application along with appropriate payment to the Club Manager. In the event there is no Club Manager employed by the club, such application along with appropriate payment shall be submitted to the Board of Directors at the next monthly Board of Directors meeting. The application must be completed in full providing all information as requested and be presented to the Board for approval.

Section 2—Board of Directors Procedure

If four members of the Board of Directors shall approve such application and the class of membership, the Secretary shall so notify such applicant and, upon applicant paying dues for membership as may be prescribed, by the Board of Directors for the class of membership approved, the Secretary shall certify such applicant as such a member of the class for which applications has thus been approved and paid.

Section 3—Procedure if Application Denied

If the Board of Directors shall deny the application of any person for membership in the Club, the procedure with reference thereto shall be only in accordance with **Article II, Section I**, of these By-Laws.

Section 4—Dues

No applicant shall be considered a member, for any class, until such application shall have been completed and paid in the manner provided by these by-laws. The annual dues for all classes of membership shall be prescribed by the Board of Directors, who shall also determine the basis upon which such dues and fees shall be paid and the time of the payment thereof. Annual dues and fees are due January 1 and are delinquent March 31. Golfing privileges are not granted until the current year's dues are paid.

Section 5—Classes of Membership and Privilege

There shall be various classes of membership and privileges, as follows:

- Certificate Holders
- Certificate Golfing Members
- Golfing Members
- Student Privilege
- Junior Members

Section 6—Definitions, Privileges and Limitations

- A. **Certificate Holders** are entitled to one vote at all annual and special meetings in person or by proxy of the Club, are eligible to serve on the Board of Directors, and all other committees and have access to the clubhouse and may be granted other privileges as from time to time as voted by the Board of Directors.
- B. **Certificate Golfing Members** are granted use of the clubhouse and grounds. The wife or husband of any Certificate Golfing Member, and any of her or his children who is a full-time student under the age

of 23, shall be entitled to enjoy all of these privileges. Certificate Golfing Members have the right to one vote per membership at meetings of the corporation, are entitled to one vote at all annual and special meetings in person or by proxy of the Club, are eligible to serve on the Board of Directors, on the Grounds and Golf Committees and upon payment of annual golfing dues are granted complete use of the clubhouse and grounds as a regular golfing member. Children of Certificate Golfing Members are not entitled to voting privileges at the annual meeting. The Certificate Golfing Member shall be responsible for the conduct of all indebtedness and liability incurred or caused by any such member of his or her family.

- C. **Golfing Members** are granted use of the clubhouse and grounds. The wife or husband of any Golfing Member, and any of her or his children who is a full-time student under the age of 23, shall be entitled to enjoy all of these privileges. Golfing Members have the right to one vote or membership at meetings of the corporation, are entitled to one vote at all annual and special meetings in person or by proxy of the Club, are eligible to serve on the Board of Directors, on the Grounds and Golf Committees and upon payment of annual golfing dues are granted complete use of the clubhouse and grounds as a regular golfing members. Children of Golfing Members are not entitled to voting privileges at the annual meeting. The Golfing Member shall be responsible for the conduct of all indebtedness and liability incurred or caused by any such member of his or her family.
- D. **Student Privileges:** A registered full-time student under the age of 23 at any accredited college, university or trade school, carrying at least 12 hours, or any full-time student under the age of 19 at any high school, junior high school or elementary school, may enjoy an individual, restricted golf membership upon paying such fees therefore as such privileges and fees may from time to time be prescribed and established by the Board of Directors. Such student shall not be deemed a member of the corporation and shall not have the right to vote at business meetings of the corporation, its directors or members, nor the right to hold an office in the corporation.
- E. **Junior Memberships** are adult members between the age of 23 through age 27 as of March 31st of said year and will have all the privileges of Golfing members. This membership is for a single individual and upon payment of dues is granted complete use of the clubhouse and grounds as regular golfing members. These members may attend and vote at meetings of the corporation, are eligible to be elected to the Board of Directors and may serve on the Golf and Grounds Committees.

Section 7—Reprimand, Suspension and Expulsion

Subject to the provisions of **Article II, Section 1** of these By-Laws, the Board of Directors has the authority to discipline, reprimand, suspend or expel any member, privilege holder or affiliate, for cause.

Section 8—Discrimination

Membership shall not be denied to any applicant of good character on the grounds of race, color, creed or place of national origin.

Article VII—Club Rules

Section 1—Formulation

All Club rules governing members, officers, committees, employees and guests shall be formulated by the Board of Directors in cooperation with the various standing or other committees.

Section 2—Enforcement and Penalties

Each committee shall primarily be responsible for the enforcement of such Club rules and By-Laws as relate to its particular function and with the approval of the Board of Directors shall prescribe such penalties and levy such fines for infractions as it deems just and proper.

Section 3—Appeal

Any member shall have the right to appeal to the Board of Directors from the decision of any committee with respect to its interpretation and enforcement of any Rule or By-Law, and the decision of the Board of Directors in all such matters shall be deemed final.

Article VIII—Regular Meetings

Section 1—Regular Members/Annual Meeting

The annual meeting of the corporation shall be held at the clubhouse, or in the City of Crete, Nebraska, place and time to be determined by the Board of Directors, in the month of March each year, for the election of Directors and for the transaction of such other business as may properly be brought before the meeting. Notice of the annual meeting shall be mailed by the Secretary to each member at his last known filed address at least five days before the date of the meeting.

Section 2—Special Meetings

Special Meetings of the voting members of this corporation shall be called by the President, acting on behalf of the Directors, or upon the written application of 15 regular voting members, filed with the Secretary. Such special meetings shall be held in the clubhouse or in Crete, Nebraska, place and time to be determined by the Board of Directors. A notice giving the place and time of the meeting and stating the nature of the business to be transacted shall be mailed by the Secretary to each regular voting member, at his last known or filed address, at least five days before the date of the meeting. At such meeting, no business other than that stated in the notice may be transacted. Only regular voting members shall attend and vote at such meeting.

Section 3—Quorum

Ten percent of the Certificate Holders shall constitute a quorum.

Article IX—Directors & Officers; Elections; Meeting

Section 1—When Directors Elected: Balloting

Members of the Board of Directors shall be elected at the annual meeting of the membership, by a plurality vote by ballot. The voting shall be conducted and the ballots counted by two tellers, neither of whom shall be a member of the Board of Directors, appointed by the President for that purpose.

Section 2—Terms of Office

Terms of office for the Board of Directors shall be three years. No member of the Board of Directors shall be allowed to serve more than two consecutive terms

Section 3—Nomination of Directors

The list of nominees, so named, shall be posted on a bulletin board in the clubhouse of said corporation and a copy of the list mailed to each regular voting member of the corporation, at their last known address or filed address, by the Secretary, at least five days before such annual meeting. Other regular voting members may be nominated as directors from the floor at the annual meeting by any regular voting members.

Section 4—Officers

At its first regular meeting after each member annual meeting, the members who shall constitute the Board of Directors for the ensuing year shall elect from such Board of Directors, a President, a Vice-President, a Secretary and a Treasurer, who shall hold office for one year until their respective successors are elected. The President and Treasurer shall not be first year members of the Board. The Secretary and Treasurer may be the same person, and the Vice-President may hold at the same time the office of Secretary or Treasurer.

Section 5—Time of Taking Office

Members elected to the Board of Directors and officers for the ensuing year, shall take office at the first regular meeting following the Annual Meeting.

Section 6—Board of Directors Meetings

Meetings of the Board of Directors shall be regularly convened at the call of the President, or in their absence, by the Vice-President, or at any other time upon the request of two directors, as the business of the corporation, the Board of Directors, and the members, may require. Regular meetings of the Board of Directors may be prescribed by the Board of Directors at its pleasure.

Section 7—Quorum

A quorum at any meeting of the Board of Directors shall consist of four Directors.

Article X—Amendment of By-Laws; Publication

Section 1—Procedure for Amendment of By-Laws by Directors

These By-Laws may be amended by the affirmative vote of 4 members of the Board of Directors at any properly called meeting of the Board of Directors of this corporation, provided that notice or a copy, of each proposed amendment, shall have been mailed to each Director, at their last known or filed address, at least three days prior to the meeting at which such amendment is to be considered, but these restrictions shall not apply to the amending of a proposed amendment when being acted upon by the Board of Directors at such meeting.

Section 2—Procedure for Amendment of By-Laws by Members

These By-Laws may be amended by the affirmative vote of two-thirds in number of the regular voting members represented in person or by proxy at any properly called meeting of the regular voting members of the corporation, provided that each proposed amendment shall have been posted on the clubhouse bulletin board for at least ten days prior to the meeting at which amendment is to be considered, and provided that a copy of each proposed amendment shall have been mailed to each regular voting member, at their last known or filed address, at the time of posting such amendment, but these restrictions shall not apply to the amending of a proposed amendment when being acted upon by the club at such a meeting.

Section 3--Publication of Amendment Adopted by Directors

Notice of any amendment of these By-Laws, adopted by the Board of Directors, shall be given by posting a full copy of such adopted amendment on the clubhouse bulletin board for at least ten days next following the adoption thereof, or by mailing such full copy thereof to each regular voting member, at their last known or filed address, at the time of such posting of such adopted amendment.

Article XI—Waivers

Section 1—Waivers

Whenever any notice whatever is required to be given under the provisions of the laws of the State of Nebraska, or under the provisions of the Articles of Incorporation or By-Laws of this corporation, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

Article XII—Liability

Section 1—Club Not Liable

The Club assumes no liability for injuries to member, guests or employees.

