



## **ARTICLE I Name and Objective**

### **SECTION 1—NAME**

The name of this Association shall be the Western Washington Golf Course Superintendents Association.

### **SECTION 2—OBJECTIVE**

The purposes for this Association are:

-- To provide for and enhanced the recognition of the golf course superintendent as a Professional.

-- To unite the golf course superintendents of Western Washington into a cooperative group for the collection, preservation and dissemination of scientific and practical knowledge, thereby effecting a more efficient and economical maintenance of golf courses and improving and enhancing the prestige and efficiency of its members.

### **SECTION 3—DEFINITIONS**

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 Membership**

### **SECTION 1—APPLICATION FOR MEMBERSHIP**

Applicants for membership shall be approved by the Board of Directors. The Board of Directors shall be the sole judge of an applicant's qualification for membership. The Board of Directors shall have the authority to establish qualifications, privileges and dues for all classes of membership. Effective July 1, 1997, each applicant for Class A or ~~SM~~ B membership in this association must also present an application for membership or evidence of membership with the Golf Course Superintendents Association of America and maintain such membership thereafter.

### **SECTION 2 – MEMBERSHIP CLASSES**

**Class AA** — Life Members: To qualify for Life Membership, one must: (1) have retired as a golf course superintendent, and (2) have reached the age of 55, and (3) meet one of the following criteria:

A voting member for twenty-five (25) years; or

A former Board member; or

A charter member.

A life Member shall have all the rights and privileges of the Association except that of holding office.

**Class A** — Golf Course Superintendent: To qualify for Class A membership, an applicant shall have, at the time of application for membership, at least three (3) year's experience as a golf course superintendent and be employed in such capacity. Class A

Members shall have all the privileges of the association including voting and holding office.

**Class SM B** — Superintendent Member/Golf Course Superintendent: To qualify for Class ~~SM~~ B Membership, an applicant shall be a golf course superintendent who has, at the time of application for membership, less than three (3) years' experience as a golf course superintendent, and shall be presently employed in such capacity. Class ~~SM~~ B Members shall have all the privileges of the Association including voting and hold office.

**Class C** — Assistant Golf Course Superintendent: To qualify for Class C Membership, an applicant shall 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 including voting and holding office.

**Class E — Educators:** To qualify for Class E Membership, an applicant must be an educator or extension officer. Class E Members shall have such privileges of the Association as the Board of Directors may specify by Standing Rules, except those of voting and holding office.

**Class AS -- Associate:** To qualify for Associate Membership, an applicant must be an individual interested in golf 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 by Standing Rules, except those of voting and holding office.

**Class AF -- Affiliate:** To qualify for Affiliate Membership, an applicant must be an individual, 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 or association, and who does not qualify for membership in another class. Affiliate Members shall have such privileges of the Association as the Board of Directors may specify by Standing Rules, including voting. An Affiliate Member will be elected annually by the membership as an Affiliate Representative to the Board of Directors.

**Class H -- Honorary:** To qualify for Honorary membership the individual must be recognized annually by the Board of Directors for contributing in an outstanding manner to this Association or profession or related field. Honorary members shall have such privileges of the Association as the Board of Directors may specify by Standing Rules, except those of voting and holding office.

**Class S -- 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, 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 as the Board of Directors may specify by Standing Rules, except those of voting and holding office.

**Class R -- Retired:** Any Member reaching age fifty-five (55), who is retired and no longer seeking employment within the scope of activities of any membership class of the Association, may apply to the Board of Directors in writing for Retired Membership. A Retired Member shall have all the privileges of the Association afforded the member in his or her immediate previous classification, with the exception of holding office.

**Class I -- Inactive:** An Inactive Member is an individual 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 by Standing Rules.

### **SECTION 3 — RECLASSIFICATION OF MEMBERS**

All reclassifications of members shall be made by the Board of Directors.

**Voluntary Reclassification:** Any member may request a change in his or her membership classification to accord with a change in their qualifications for membership.

**Mandatory Reclassification:** All members, upon renewal of their annual membership, must clearly state their current employment status. This statement of employment status shall be based upon the Association's officially accepted job titles. The Board of Directors shall, upon receipt of this statement, determine the appropriate class of membership for each individual and shall be empowered to alter the individual's membership classification to properly reflect stated qualifications.

### **SECTION 4 — ANNUAL DUES**

Annual dues for all classifications of membership shall be established by the Board of Directors. Honorary members pay no dues. The Board of Directors may, at its discretion, for good cause, temporarily excuse or extend time of payment of annual dues for any member.

## **ARTICLE III**

### **Conduct of Members**

#### **SECTION 1 — NONPAYMENT OF DUES**

The membership year shall be the calendar year. All members whose dues are not paid by March 1st of each year shall be dropped from membership in this Association without further notice.

#### **SECTION 2 - PROHIBITED CONDUCT**

The following conduct is prohibited for members of the Western Washington Golf Course Superintendents Association:

- Violations of the WWGCSA Code of Ethics (see Policy Statement - Code of Ethics).
- Use of WWGCSA affiliation for any purpose detrimental to the Association.
- Submitting false information on an application for membership or on a dues statement.

-- Conduct that is prohibited shall be cause for disciplinary action or expulsion from the membership in accordance with the procedure set forth in Section 3 of this Article.

#### **SECTION 3 - PROCEDURE FOR DISCIPLINING OR EXPELLING A MEMBER**

A member may be disciplined or expelled by a majority vote of the Board of Directors upon a showing of just cause. A member who has been reported to have violated the conduct rules of this Association shall be asked to attend a meeting of the Ethics Committee, who will interview the individual(s) involved and recommend to the Board of Directors whether discipline or expulsion is in order. An expelled member may reapply for membership no earlier than one (1) year after the date of such expulsion.

## **ARTICLE IV**

### **Officers and Board of Directors**

#### **SECTION 1—QUALIFICATIONS AND TERMS OF OFFICE**

The Board of Directors shall consist of (i) eight (8) Class A, ~~SM~~ B, or C Members, at least four (4) of whom shall be Class A or ~~SM~~ B members of the Golf Course Superintendents Association of America, (ii) one (1) Affiliate Member, (iii) one (1)

assistant superintendent member, and ~~(iii)~~ (iv) the immediate past President of the Association, provided that he or she remains a member in good standing, who shall serve until the next President of the Association is elected. Directors ceasing active employment in the turfgrass industry may serve for up to six (6) months after cessation of employment.

Two Class A, ~~SM B~~, or C Members shall be elected each year for a three-year term. The Affiliate Member shall be elected annually for a one-year term. The assistant superintendent member shall be elected for a two-year term. This individual must declare before an annual meeting whether they are running for one of the three year directors' positions or for the two-year assistant superintendent position. There shall be an annual election for President and those Director positions whose terms are to expire.

Nominations for each seat on the Board of Directors becoming vacant and nominations for President shall be announced by the Board of Directors at least thirty (30) days prior to the election. At the time of the election, nominations will be open from the floor. When nominations have been closed, the election shall proceed in orderly fashion by secret ballot for all elections of President and Directors. However, if there is but one candidate for President, that election may be held by voice or hand vote.

The officers of this Association shall be President, Vice President, and Secretary-Treasurer, all whom shall be Class A or ~~SM B~~ members of the Golf Course Superintendents Association of America. Only Class A Directors are eligible for election as President. The President shall serve a one-year term but may be re-elected. New Presidents and Directors shall take office immediately following the election. The office of Vice President shall be filled by a current Class A or ~~SM B~~ Director appointed by the President and with approval of the Board of Directors. The Vice President shall serve until the next Annual Meeting following his or her appointment to office.

The office of Secretary-Treasurer shall be filled by a current class A or ~~SM B~~ Director appointed by the President and with approval of the Board of Directors. The Secretary-Treasurer shall serve until the next Annual Meeting following his or her appointment to office.

## **SECTION 2 — VACANCIES**

Vacancies occurring in the Board of Directors shall be filled by appointment by the President with approval of the Board of Directors for the unexpired term.

## **SECTION 3 — DUTIES AND POWERS OF THE BOARD OF DIRECTORS**

a. The Board of Directors shall have general charge and management of the affairs of the Association; shall determine its policies within the limits of these By-laws; shall determine annual dues for membership and shall have discretion in the disbursement of its funds. All actions of the Board of Directors shall be by majority vote.

b. The Board of Directors may adopt such rules and regulations needed to conduct the business of this Association.

c. The Board of Directors shall annually make a full report of its actions during the proceeding year and present a reconciliation of the Association's books to the members.

d. The Board of Directors shall have discretion in employing or contracting with an Executive Director and such staff as is necessary to conduct the business of this Association. The Executive director's duties shall be assigned by the Board of Directors.

e. The Board of Directors shall have authority to form committees.

f. The Officers of the Board of Directors shall be authorized to have bank signatory authorization, provided the approval of two officers is required for checks over \$1,000. Such approval may be provided electronically. The Executive Director shall have bank signatory authorization not to exceed \$1,000 with prior approval from an Officer for the Association which may be provided electronically.

#### **SECTION 4 — DUTIES OF THE PRESIDENT**

The President shall have general supervision of the affairs of the Association subject to rules as may be made by the Board of Directors. The President shall preside at all meetings of the Association and Board of Directors. The President shall have the authority to call meetings of the Board of Directors. The President shall appoint all committee chairpersons, except the Nomination/Election Chairperson, with the approval of the Board of Directors. The President shall have the authority to sign checks.

#### **SECTION 5 — DUTIES OF THE VICE PRESIDENT**

The Vice President, in the absence of the President, shall preside at the meetings of the Association and perform the duties required of the President.

#### **SECTION 6 — DUTIES OF THE SECRETARY-TREASURER**

The Secretary-Treasurer shall be entrusted to keep all minutes of the Association, records of all transactions of the Association and shall be custodian of all Association funds. The Treasurer shall have the authority to sign checks.

#### **SECTION 7 — LIABILITY**

The Board of Directors and Officers shall not be personally liable for the debts, liabilities, or other obligations of Western Washington Golf Course Superintendents Association.

#### **SECTION 8 — INDEMNIFICATION**

The Board of Directors and Officers shall be indemnified by the Association to the fullest extent permissible under the laws of this state.

#### **SECTION 9 — POSITION OF EXECUTIVE DIRECTOR**

The duties of the Executive Director shall be to promote and carry out the objectives and purposes of the Association as directed by the Board of Directors. The Executive Director shall keep the Association records and notify members of all meetings of the Association.

### **ARTICLE V**

#### **Committees**

#### **SECTION 1 — COMPOSITION OF COMMITTEES**

The President shall appoint all committee chairpersons, except the Nomination/Election Chairperson, with the approval of the Board of Directors. The Board of Directors shall appoint the Nomination/Election Chairperson.

#### **SECTION 2 — STANDING COMMITTEES**

The following committees shall be the standing committees of this Association:

##### ~~a. Nomination/Election Committee~~

~~The Nomination/Election Committee shall have the responsibility of soliciting members for nomination at the annual election.~~

~~Nominations for each seat on the Board of Directors becoming vacant and nominations for President shall be submitted to the Board of Directors at least thirty (30) days prior to the election. At the time of the election, nominations will be open from the floor. When nominations have been closed, the election shall proceed in orderly fashion by secret ballot for all elections of President and Directors. However, if there is but one candidate for President, that election may be held by voice or hand vote.~~

**b a. Ethics Committee**

The Ethics Committee shall serve in an advisory capacity to the Board of Directors on matter related to maintaining ethical standards.

**SECTION 3 — OTHER COMMITTEES**

Nothing herein contained shall be construed to prohibit the appointment of other committees by the Board of Directors for the advancement of the Association.

**SECTION 4 — LIMITATIONS OF POWERS OF COMMITTEES**

No committee shall have authority to bind this Association for the payment of money or the performance of any contract, such authority hereby being reserved expressly for the Board of Directors, or the duly authorized and elected officers of this Association, as may be delegated by the Board of Directors.

**ARTICLE VI  
Meetings**

**SECTION 1 — BOARD OF DIRECTORS**

**Regular Meetings:** The Board of Directors shall meet at least twice a year. One meeting shall be at the place of the Annual Meeting of the members. The other meeting shall be at the call of the President, who shall give the other members of the Board of Directors at least thirty (30) days written notice of the time and place of the meeting.

**Special Meetings:** Special meetings of the Board of Directors may be called at any time by the president, or shall be called by the President upon the written request of a majority of the members of the Board of Directors, provided the request specifies the purpose of the meeting. If the President, having been so requested, shall refuse or fail to call such special meeting, then a special meeting of the Board of Directors may be called by a majority of the Board of Directors. At least ten (10) days written notice of the time and place of the special meetings shall be given to the members of the Board of Directors.

**Quorum:** A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

**SECTION 2 — MEMBERS**

**Regular Meetings:** Monthly meetings of the members, when held, shall be generally held on the third Thursday or Friday of the month.

**Annual Meeting:** The Annual Meeting for the purpose of electing the President and Directors of the Association and other business as may properly come before it, shall be held once each calendar year at a time and place designated by the Board of Directors.

**Special Meetings:** Special meetings of the Association may be called by the President upon the request of a majority of the Board of Directors or upon the written request of ten (10) Class A members. Such meetings must be preceded by at least ten (10) days

written notice to the membership. At a special meeting the only business which may be transacted is that pertaining to the purpose for which the meeting was called.

**Quorum:** At any meeting of the members, thirty (30) of the voting members shall constitute a quorum.

**Voting:** Voting members in good standing of the Association may exercise their vote through the use of a mail-in ballot.

### **SECTION 3 – RULES**

The rules contained in Robert’s Rule of Order, newly revised, shall govern the Western Washington Golf Course Superintendents Association in all cases to which they are applicable, and in which they are not inconsistent with these by-laws.

## **ARTICLE VII**

### **Amendments**

#### **SECTION 1 – PROCEDURE FOR BY-LAWS AMENDMENT**

These by-laws may be amended at the Annual Meeting, provided all amendments are presented in writing to the members at least thirty (30) days before such meeting.

These by-laws may also be amended at any meeting provided that the amendment be written and signed by not less than twenty-five percent (25%) of the voting members, and presented in writing to members at least thirty (30) days before such meeting.

#### **SECTION 2 – VOTE REQUIRED**

A two-thirds (2/3) vote of all members present and voting, or represented by proxies, shall be necessary for the adoption of any amendment.

## **DEDICATION**

Believing that the growth of the game of golf and its high standing in this country is largely due to the efforts of its early professional exponents and because of the ideals of sportsmanship and ethical practices, the Western Washington Golf Course Superintendents Association is dedicated to the perpetuation of these ideals.

## **ARTICLE VIII**

### **Dissolution**

In the event of the dissolution of the Association, with all liabilities and responsibilities have been met, its assets shall be distributed in accordance with the Internal Revenue Code and state law concerning its exempt status or in accordance with State law. The decision of distribution shall be made by the Board.

### **AMENDMENTS –**

October 19, 2010:

1. Amend the office of Treasurer to “Secretary-Treasurer” and expand duties in accordance.
2. Add to of Article IV, Section 3-f, on Duties and Powers of Board of Directors the following: f. The Officers of the Board of Directors shall be authorized to have bank signatory authorization, provided the approval of two officers is required for checks over \$1,000. Such approval may be provided electronically. The Executive Director shall have bank signatory authorization not to exceed \$1,000 with prior approval from an Officer for the Association which may be provided electronically.
3. Various grammatical corrections.

October 23, 2014:

1. Amended the term of office for the assistant position on the Board from one year to two years.

Proposed changes, Aug. 14, 2017:

1. Change all references throughout of "Class SM" to "Class B."
2. In Article II, Section 2, create separate paragraph and add "Class AS" to wording for the Associate Class.
3. In Section 2, create separate paragraph and add "Class AF" to wording for the Affiliate Class.
4. In Article II, Section 2, create separate paragraph and add "Class H" to wording for the Honorary Class.
5. In Article II, Section 2, create separate paragraph and add "Class S" to wording for the Student Class.
6. In Article II, Section 2, create separate paragraph and add "Class R" to wording for the Retired Class.
7. In Article II, Section 2, create separate paragraph and add "Class I" to wording for the Inactive Class.
8. In Article IV, Section 1, add a subsection, making (iii) a separate subsection for the assistant superintendent member and then making the immediate past president subsection (iv).
9. In Article IV, Section 1, the following wording was added about the nominating process: "Nominations for each seat on the Board of Directors becoming vacant and nominations for President shall be submitted to the Board of Directors at least thirty (30) days prior to the election. At the time of the election, nominations will be open from the floor. When nominations have been closed, the election shall proceed in orderly fashion by secret ballot for all elections of President and Directors. However, if there is but one candidate for President, that election may be held by voice or hand vote."
10. In Article V, Section 2, eliminating reference to the Nomination/Election Committee, and leaving the Ethics Committee as the sole Standing Committee.
11. In Article VIII, adding the phrase "and state law."