

**WEST TEXAS GOLF COURSE
SUPERINTENDENTS ASSOCIATION,
INC.
BYLAWS**

Amended
1/09/2017

ARTICLE I: NAME

The name of this association is “West Texas Golf Course Superintendents Association, Inc.,” a non-profit Association. For convenience, the association is sometimes referred to in these bylaws as the “Association.”

ARTICLE II: ARTICLES OF ORGANIZATION

The articles of organization of the Association include (a) the bylaws of such organization and (b) the certificate of incorporation or articles of incorporation of such organization (in cases in which the organization is a corporation) or the articles of association by whatever name (in cases in which the organization exists as an unincorporated association).

ARTICLE III: PURPOSES

The Objects of the Association are:

- a. to provide for and enhance the recognition of the golf course superintendent and turf manager as professionals;
- b. to cooperate with and support the interests and purposes of the Golf Course Superintendents Association of America (GCSAA); and
- c. to advance the art and science of greenkeeping; to collect and disseminate practical knowledge of golf course management and other related turfgrass fields with a view of more efficient and economical management of golf courses and other related turfgrass facilities.

ARTICLE IV: 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 qualifications for membership. The Board of Directors of the Association shall adopt Standing Rules for membership, and shall have the authority to establish qualifications, privileges and dues for all classes of membership.

Section 2. *Class of Membership:*

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.

Class A: An individual with a minimum of three (3) years' experience as a golf course superintendent. Class A Members shall have all the privileges of the Association, subject to the provisions of Article VII, Section 2 hereof.

Class B: An individual with less than three (3) years' experience as a golf course superintendent. Class B shall have all the privileges of the Association, subject to the provisions of Article VII, Section 2 hereof.

Class C - Assistant Golf Course Superintendent: An individual who is an assistant to a golf course superintendent, and is presently employed in such capacity. Class C Members shall have all the privileges of the Association, subject to the provisions of Article VII, Section 2 hereof.

Class E - Educator: 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.

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 by Standing Rules, subject to the provisions of Article VII, Section 2 hereof.

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, subject to the provisions of Article VII, Section 2 hereof.

Honorary: To qualify for Honorary Membership, the individual must be recognized by the Board of Directors for contributing in an outstanding manner to this Association or profession or related field. This membership shall continue in effect unless otherwise revoked by the Board of Directors. Honorary Members shall not be required to pay dues or assessments of the Association and shall have such privileges of the Association as the Board of Directors may specify by Standing Rules, except those of voting and holding 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 as the Board of Directors may specify by Standing Rules, except those of voting and holding office.

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, the annual dues for which shall be set by the Board of Directors but shall not exceed one-half the amount paid for the immediate previous classification. 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.

Section 3. *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 4. *Reclassification of Members:* All reclassifications of members shall be made by the Board of Directors, in accordance with Standing Rules adopted by it from time to time, or pursuant to directives adopted by the membership at any annual meeting or any special meeting called for that purpose.

- a. ***Voluntary Reclassification:*** Any individual member may request a change in his or her membership classification to accord with a change in his or her qualifications for membership as set forth in Section 2 of this Article.
- b. ***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 and golf course organization chart, or other commonly accepted listings of 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 5. Effective July 1, 1997, all new Class A and B membership applicants must submit an application for membership or evidence of membership with the Golf Course Superintendents Association of America.

ARTICLE V: DUES AND SUPPLEMENTAL ASSESSMENTS

Section 1. *Annual Dues:* The annual dues shall be the sum fixed at any annual meeting of the Association as approved by the members in attendance. Dues shall be paid annually in advance for the fiscal year.

Section 2. *Assessments:* Where necessary, in the opinion of a majority of members present at any annual or special meeting of the Association called for that purpose, for the payment of any existing deficit, there may be levied an assessment in addition to annual dues, to be paid by each Association member, provided, however, that such assessment may not be levied more than once in any fiscal year and shall not exceed an amount equal to the annual dues fixed for such year.

In the event of a grave emergency, the Board of Directors upon unanimous vote, by signed order, may levy an assessment to be paid by each Association member, except Class E, Honorary, Inactive, Retired and Student members, for the payment and discharge of any bona fide indebtedness, loss incurred, or for the payment of any judgment or decree rendered against the Association, provided, however, that no more than an amount equal to the annual dues shall be levied as such assessments during any year. The vote of the Board of Directors on the question of levying an assessment may be taken by mailed ballot prepared by the Executive Director.

Section 3. *Extension of Time for Payment:* The Board of Directors may, at its discretion, for good cause, temporarily excuse or extend time of payment of annual dues or assessments for any member.

ARTICLE VI: CONDUCT OF MEMBERS

Section 1. *Nonpayment of Dues or Assessments:* All members whose dues are not paid in advance of the fiscal year may have services and benefits suspended. All members whose dues shall remain unpaid more than ninety (90) days past the first day of the fiscal year, or after the due date of any assessment, shall be dropped from the membership roll of this Association without further notice.

Section 2. *Prohibited Conduct:* The following conduct is prohibited for members of the West Texas Golf Course Superintendents Association:

- a. use of the WTGCSA affiliation for the purpose of promoting schemes, ideas or objects that are detrimental to the Association; and
- b. conduct unbecoming a member or inimical to the Association.

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 two-thirds (2/3) vote of the Board of Directors. The Board of Directors has the authority to privately discipline, or to publicly reprimand, suspend or expel any member for cause as provided in Section 2 of this Article. The Board of Directors shall establish by Standing Rules the procedure to be followed to insure protection of such members' due process rights.

Section 4. *Resignations:* Any member wishing to withdraw from the association must submit to the Executive Director a resignation in writing, which shall be effective only as of the date as accepted by the Board of Directors. No resignation of any member indebted to the association shall be accepted until the obligation has been paid in full to the Association.

Section 5. *Re-application for Membership:* A member who has resigned or been expelled for cause other than non-payment of dues, may reapply for membership no earlier than one (1) year after date of such resignation or expulsion, in accordance with the provisions in Article IV.

However, if expulsion was for nonpayment of dues or assessments, the member may apply in less than one (1) year, if his or her new application is accompanied by remittance of such dues and assessments as were due at time of resignation or expulsion, plus a penalty, to be set by the Board of Directors, in addition to any amounts otherwise due with such application.

ARTICLE VII: VOTING

Section 1. *Eligible Voting Classes:* Class A, Class B, Class C, Associate, and Affiliate members will be considered the only voting members of this Association.

Section 2. *Representation:* Individual voting members in good standing may cast a vote in person on all issues brought before the body.

Section 3. *Voting Procedures:* The Board of Directors shall have the power to establish Standing Rules governing voting procedures at Association meetings. Election of all officers and directors requires a majority vote of the voting members present. All other issues except amendments to the bylaws shall be decided by a majority vote.

Section 4. *Elections:* Nominations for officers shall be presented by the chairman of the Nominating Committee. In addition to the slate of candidates recommended by the Nominating Committee, nominations will be open from the floor. When nominations have been closed, the election shall proceed in orderly fashion by ballot for all elected persons. However, if there is but one (1) candidate for any office, that election may be held by voice vote.

ARTICLE VIII: BOARD OF DIRECTORS

Section 1. *Qualifications and Terms of Office.* The control and management of the association and its affairs and its property shall be entrusted to the Board of Directors, consisting of its officers and at large directors. All officers and a majority of the entire board of directors shall be GCSAA Class A or Class B members.

There shall be elected at each annual meeting of this Association the following named officers who shall serve on the Board of Directors: President, Vice President, and Secretary/Treasurer. These officers shall hold office for a period of one (1) year or until their successors are elected and who shall perform the duties hereinafter prescribed for each of such officers.

There shall likewise be elected to the Board of Directors six (6) members of the classes specified in Section 1 of this Article, in good standing of this Association, who shall be elected by the membership. Two (2) Directors shall be elected at the annual meeting each year; and their term of office shall be three (3) years. There shall be one (1) Affiliate member serving on the board as Director.

The officers of this Association as hereinbefore provided for, together with the directors as constituted, shall constitute the Board of Directors of this Association. Each member of such Board of Directors shall be entitled to vote at the meeting thereof and a quorum necessary for the

transaction of business shall not be less than the majority of said Board of Directors.

The Immediate Past President shall serve on the Board of Directors for a term of one (1) year or until his or her successor takes the position.

A College Representative shall serve on the Board of Directors for a term decided by the college.

No officer shall serve in the same office for more than two (2) consecutive terms. One who has served more than one-half of a term shall be credited with having served that term.

Officers or directors ceasing active employment in the turf industry may serve for up to six months after cessation of employment. A majority of the Board of Directors must be members of GCSAA. All officers shall be members of GCSAA, as per the chapter affiliation agreement.

Section 2. *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.
- b. The Board of Directors shall at each annual meeting make a full report of its acts and doings during the preceding fiscal year and may, at their discretion, further cause to be made an audit of the Treasurer's books and present a reconciliation thereof to the membership at the first general meeting following the close of the fiscal year.

Section 3. *Duties of the President:*

The President shall:

- a. during any period when the Board of Directors is not in session, have general charge and supervision of the affairs and property of the Association, subject to such rules and regulations as may from time to time be made by the Board of Directors;
- b. preside at all meetings of the Association and Board of Directors;
- c. be an ex-officio member of all committees, except the Nominating Committee;
- d. from time to time and as often as may be directed, submit reports to the Board of Directors and give such information touching affairs of the Association as may be required, and make such recommendations as he or she may think proper; and
- e. appoint all representatives and committees. All appointments shall be subject to the approval of the Board of Directors except where action is required of such a committee or committees prior to any such meeting of the Board of Directors, such approval of appointment shall not be required.

Section 4. *Duties of the Vice President:* In the case of the absence or inability of the President, the Vice President shall, during the period of such absence or inability, perform the duties required of the President.

In the event the office of President shall become vacant, the Vice President shall perform all duties of the President until the annual election or until a successor shall be duly elected. In the event that both the office of the President and Vice President shall become vacant or both officers are incapacitated, then the Board of Directors shall elect one (1) of their members to fill the vacancy of the office of the President.

Section 5. *Duties of the Secretary/Treasurer:* The Secretary/Treasurer shall act as custodian of all records, except those specifically assigned to others, and perform other duties as assigned by the President or Association.

Section 6. *Duties of the Directors:* The Directors shall act as representatives of the members of the Association and shall make recommendations of the Association, and perform other duties as assigned by the President or Association.

Section 7. *Position of the Immediate Past President:* The Past President shall act as parliamentarian of the Association. He or she shall attend all meetings of the Association, shall maintain a position of impartiality, and shall advise on matters of parliamentary procedure when requested, but shall not have a vote on any question except in the case of a ballot vote.

Section 8. *Position of the College Representative:* A College Representative shall be appointed by the designated college with the approval of the Board of Directors of the Association. His or her duty is to advise the Board of Directors as to the objectives of the college. He or she shall have no voting rights on the Board of Directors.

Section 9. *Position of the Executive Director:* The President, with the approval of the Board of Directors, shall employ an individual for the position of Executive Director. The term of employment and salary of the Executive Director shall be set by the Board of Directors. He or she shall have no voting rights on the Board of Directors.

The Executive Director shall:

- a. be ex-officio the secretary of the Board of Directors and the general meetings;
- b. conduct or cause to be conducted all official business and correspondence of the Association; and shall see that such correspondence is properly preserved and filed until otherwise disposed of by the Board of Directors;
- c. keep the minutes and records thereof;
- d. have custody of the funds of the association;
- e. be authorized to sign on bank accounts;

- f. keep books of account and records including bank statements, receipts, budgets, invoices, paid receipts and canceled checks for five (5) years;
- g. present a financial statement at general meetings, Board of Directors meetings, and at other times when requested by the Association or Board of Directors;
- h. issue or cause to be issued all notices of meetings of the general membership or the Board of Directors;
- i. notify or cause to be notified in writing each applicant of his election to membership;
- j. submit books to the Auditing Committee upon request; and
- k. perform all other duties as may be assigned to him or her by the Board of Directors.

Section 10. Vacancies: Vacancies occurring in any office or in the Board of Directors of the Association shall be filled by appointment by the President with the approval of the Board of Directors for the unexpired term.

Section 11. Reason to remove: By two-thirds (2/3) vote of the Board of Directors an officer or director may be removed from office for failure to perform duties. An officer or director who misses two (2) consecutive meetings may be removed from office.

ARTICLE IX: COMMITTEES

Section 1. *Standing Committees:*

- a. ***The Education Committee*** shall have general supervision of the educational affairs of the Association; and shall formulate the educational policies of the Association.
- b. ***The Finance Committee*** shall at the first meeting of the Board of Directors following the close of the fiscal year present a proposed budget of income and expenditures for the current year and give recommendations for such year.
- c. ***The Golf Committee*** shall arrange for and conduct all tournaments and other golf events, purchase and award prizes, and shall fix and post handicaps.
- d. ***The Membership Committee*** shall recruit new members, report the present number of members to the Association, and encourage past members to renew their memberships.
- e. ***The Scholarship Committee*** shall review all scholarship applications and make recommendations to the Board of Directors as to the recipients.

Section 2. *The Nominating Committee:* The President shall annually appoint a Nominating Committee which shall consist of three (3) Class A members in good standing.

The names and addresses of the persons appointed shall be announced at the general meeting of the Association at least sixty (60) days before the annual meeting in each year, so that eligible members may submit to the Nominating Committee the name of one or more members for consideration by the Nominating Committee. Association members qualified to hold office shall be considered by the Nominating Committee.

The Nominating Committee shall, not less than thirty (30) days prior to the annual membership meeting, present a nominee for President, a nominee for Vice President, a nominee for Secretary/Treasurer, and two (2) nominees for the positions of first-year Director. The Nominating Committee shall not nominate any one member for more than one office or director's position. A copy of such list shall be mailed to all voting members.

Section 3. *Special Committees:* Nothing herein contained shall be construed to prohibit the appointment of special committees by the President for the advancement of the Association.

Section 4. *Limitation of Powers of Committee:* 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 Officers of the Board of Directors.

ARTICLE X: MEETINGS

Section 1. *Board of Directors:*

- a. ***Regular Meetings:*** The Board of Directors shall meet at least six (6) times a year. The first meeting shall be at the call of the President, who shall give the other members of the Board of Directors at least five (5) days' written or printed notice of the time and place of the meeting. Four meetings shall be held before the general meetings of the Association. The final meeting of the year shall be at the place of the annual meeting of the members.
- b. ***Special Meetings:*** Special meetings of the Board of Directors may be called at any time by the President, or shall be called by this person upon the request in writing of a majority of members of the Board of Directors, provided the request specifies the object for which it is desired to hold such meeting; provided that if the President, having been so requested, shall refuse or fail to do so, then such special meeting may be called by any four (4) of the directors. At least five (5) days' written notice shall be given to members of the Board of Directors.
- c. ***Quorum:*** A majority of the Board of Directors physically present shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

Section 2. *Members:*

- a. **Annual Meeting:** The annual meeting of the members of this Association shall be held at a place and on a date to be determined by the Board of Directors, for the election of officers and directors; and for the transaction of other valid business.
- b. **Special Meetings:** Special meetings of the members may be called by the President upon the request of a majority of the Board of Directors or upon the request of twenty-five percent (25%) of the voting members. At a special meeting, the only business which may be transacted is that pertaining to the purpose for which the meeting was called. At least fifteen (15) days' written or printed notice shall be given to members of the Association.
- c. **Quorum:** At any meeting of the members, ten (10) voting members physically present shall constitute a quorum.

ARTICLE XI: PARLIAMENTARY AUTHORITY

The rules contained in *Robert Rules of Order Newly Revised*, shall govern the West Texas Golf Course Superintendents Association in all cases to which they are applicable, and in which they are not inconsistent with these laws, and any special rule of order the West Texas Golf Course Superintendents Association may adopt.

ARTICLE XII: AMENDMENTS

Section 1. Procedure:

- a. These bylaws may be amended by a two-thirds (2/3) vote of the voting members physically present at any meeting of the Association, provided ten (10) days' notice of the amendment proposed be mailed to each voting member at his or her last known place of address as registered in the books of the Association prior to the meeting at which all amendments are to be considered; but these restrictions shall not apply to the amending of a proposed amendment when being acted upon by the Association at its meeting.
- b. These bylaws may also be amended at a special meeting of the members, provided the proposed amendments be written and signed by the Board of Directors, and thirty (30) days' notice of the amendment proposed be mailed to each voting member at his or her last known place of address as registered in the books of the Association prior to the special meeting.
- c. Before any amendments to the bylaws are formally presented to the Association for consideration the proposed amendments must be submitted to GCSAA, at the request that the proposed amendments to the bylaws be reviewed for conformity.

Section 2. Vote Required: A two-thirds (2/3) vote of all members physically present and eligible

to vote shall be necessary for the adoption of any amendment.

ARTICLE XIII: DISSOLUTION

In the event of the dissolution of the West Texas Golf Course Superintendents Association, after all liabilities and responsibilities have been met, its assets shall be distributed for one or more of the exempt purposes specified in Section 501(c)(6) of the Internal Revenue Code of 1954, as from time to time amended. Decision of distribution shall be by the Board of Directors.

Code of Ethics

The Code of Ethics of the West Texas Golf Course Superintendents Association is established to promote and maintain the highest professional standards of service and conduct among the membership of the WTGCSA. Steadfastly maintaining these principles will accrue to the Membership a level of recognition and respect justly deserved of those who come into contact with any member. Through high regard for and strong enforcement of the Code, membership in this Association will be deemed a significant indicator of individual responsibility, character and professionalism.

As a member of the West Texas Golf Course Superintendents Association, I accept and fully agree to abide by this Code and pledge myself to:

1. Recognize and discharge all my responsibilities and duties in such a fashion as to be a credit to this Association and profession.
2. Practice and insist upon sound business and turf management principles in exercising the responsibilities of my position.

3. Utilize every practicable opportunity to expand my professional knowledge, thereby improving myself and my profession.
4. Maintain the highest standards of personal conduct to reflect, credit, and add to the stature of the professions of golf course management and turf management.
5. Base endorsements, either written or verbal by means of any medium, strictly upon satisfactory personal experiences within the item identified.
6. Refrain from encouraging or accepting consideration of any value without the express understanding of all parties that said consideration is available to all in similar circumstances and that no actions shall be forthcoming as a result of acceptance.
7. Recognize and observe the highest standards of integrity in my relationships with fellow golf course superintendents and others associated with this profession and industry.
8. Assist my fellow turf managers in all ways consistent with my abilities.
9. Abstain from the untruthful debasement of or encroachment upon the professional reputation or practice of another turf manager.
10. Lend my support to and actively participate in the efforts of my Association to improve public understanding and recognition of the professions of golf course management and turf management.
11. Abstain from any unfair exploitation of my Association, industry, or profession.
12. Present information and participate as a witness voluntarily in all proceedings to which there exists evidence of a violation of this Code of Ethics.