

San Diego Defense Industry
GOLF CLUB
CONSTITUTION AND BY-LAWS

Article I - NAME

The name of this golf club shall be San Diego Defense Industry Golf Club. It shall be operated in the San Diego, California metropolitan area.

Article II - PURPOSE

FIRST: To stimulate interest in golf and encourage cooperation and association within the Defense Industry in the greater San Diego, California area by bringing together a group of golfers desirous of forming a golfing organization. The members are affiliated or known to one another via businesses, Department of Defense organizations, and service organizations such as the Armed Forces Communications and Electronics Association (AFCEA) San Diego chapter and the National Defense Industrial Association (NDIA) San Diego chapter. The majority of club members will have had an affiliation prior to organizing this club.

SECOND: To promote and foster among the members a closer bond and fraternity for their joint and mutual benefit, and to promote and conserve the best interests and true spirit of the game of golf as embodied in its ancient and honorable traditions.

THIRD: To encourage conformance to the USGA Rules of Golf by creating a representative authority.

FOURTH: To maintain a uniform system of handicapping as set forth in the USGA Handicap System and issue USGA Handicap Indexes to the members.

FIFTH: To provide an authoritative body to govern and conduct club competitions.

CERTAIN ACTIVITIES PRECLUDED: There shall be no accrual of net earning to the benefit of any member or private person or for use in private activities. Certain compensation may be authorized for services rendered, provided such compensation is properly authorized and is for the purpose of furthering the specific purposes of the San Diego Defense Industry Golf Club.

Article III - MEMBERSHIP

Section 1. Membership shall be available to all men and women 18 years of age or older. The Chapter shall not discriminate in regard to race, color, creed, sex, or national origin. There shall be a least 10 members with a maximum membership of 600.

Section 2. Memberships in the club are individual and non-transferable. However, they are not associated with a particular privately owned and operated golf course.

Section 3. Only golfers with a reasonable and regular opportunity to play golf with fellow members and who can personally return scores for posting may be members and receive USGA Handicap Indexes from the club.

Section 4. Membership confers no voice in the operation of any golf courses, clubhouses, or facilities of the courses.

Section 5. Membership confers no special privileges in connection with any golf course.

Section 6. Memberships in the club are for a calendar year only, with all memberships expiring on December 31.

Section 7. The fiscal year for the club will be January 1 through December 31.

Section 8. Each candidate for membership shall be proposed and seconded by two active members in good standing. The Board of Directors shall act upon each proposal by vote and two negative votes shall disqualify any candidate.

Section 9. The Board of Directors may confer honorary memberships upon those whom they feel have contributed to the advancement of golf. The unanimous affirmative vote of the Board shall be required to approve such action.

Section 10. In the event that any member of the club shall commit any act which reflects discredit or disrepute thereon or shall refuse or neglect to comply with the rules and regulations adopted by the Board of Directors or the duly appointed officers, such member shall be subject to suspension or expulsion after (ten days) written notice and the right to be heard by a vote of two-thirds of the Board of Directors at any regular meeting or special meeting called for such purpose.

Section 11. The annual meeting of the San Diego Defense Industry Golf Club shall be held on the third Monday in the month of September. The Board of Directors shall provide for the holding of such other meetings as may be deemed necessary or desirable, and they shall call special meetings upon written petition signed by not less than ten percent of the membership.

Section 12. A legal quorum at any meeting shall be twenty members present in person or by proxy. Each active member in good standing shall be entitled to one vote.

Section 13. All membership fees and dues shall be established by the Board of Directors from time to time in such amounts as they deem to be adequate to operate and maintain the club. **Members shall be liable for dues until their written resignation has been received and accepted.** All monies collected shall accrue to the benefit of the membership.

Article IV - BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of five members in good standing of the San Diego Defense Industry Golf Club, and they shall exercise all powers of management of the club not specifically excepted by these By-Laws. The Chairman of the Board of Directors shall be chosen by a majority vote of the Board of Directors.

Section 2. At least five weeks prior to the Annual Meeting, the Board of Directors shall appoint a nominating committee consisting of five members of the organization. At least four weeks prior to the Annual Meeting, this committee shall submit to the Board and shall distribute to the membership a list of nominees to fill any vacancies for the term of office beginning on the day of the meeting. Names of other members in good standing may be nominated by petition signed by a least (ten) members and submitted to the Board at least two weeks prior to the Annual Meeting. At least one week prior to the Annual Meeting, a list of all candidates nominated shall be provided to each member at their last known electronic address and a copy of such list shall be posted on the club web site, if such web site is active.

Section 3. Voting shall be by electronic ballot and those names receiving the greatest number of votes cast shall be declared to be elected. The Board shall appoint a committee of three judges who are not members of the Board or candidates for election to supervise the election. Such judges need not be members of the club.

Section 4. The Board of Directors shall meet at such times and places as they may select and a majority of the Board shall constitute a quorum at any meeting.

Section 5. In the case of any vacancy through death, resignation, disqualification, or other cause, the remaining directors, even though less than a quorum, may elect a successor by majority vote to hold office for the unexpired term of the director whose place shall be vacant, and until the election of his successor.

Article V - OFFICERS AND COMMITTEES

Section 1. Within (ten days) after the annual meeting and election, the Board of Directors shall meet and elect the officers.

Section 2. The officers shall consist of president, vice-president, secretary, information technology chair, and treasurer. Their duties shall be such as their titles would indicate or such as may be assigned to them respectively from time to time.

Section 3. The Board of Directors shall authorize and define the powers and duties of all committees. Chairmen and members of all committees shall be appointed by the president, and the president shall be an ex-officio member of all committees except the nominating committee.

Section 4. The following committees shall be appointed each year, with such other committees as the president may deem necessary or advisable:

Competition Committee to arrange and schedule with the management of any golf course as necessary, and conduct all intra-club and inter-club competitions.

Handicap Committee composed primarily of members with the responsibility to establish a fair and proper system of handicaps in accordance with procedures set forth in the USGA Handicap System Manual.

Membership Committee to investigate and act upon all applications for membership and to recommend appropriate action to the Board of Directors.

Social Committee to encourage and arrange social entertainment features and events for special occasions.

Information Technology Committee to ensure the proper operation of the club web site, e-commerce functions, and other electronic communications functions.

Article VI - AMENDMENTS TO BY-LAWS

Section 1. The Board of Directors shall have the power to repeal or amend any of these By-Laws provided that such action shall not be effective until approved by a majority vote of the members of the San Diego Defense Industry Golf Club at a meeting held in accordance with the provisions contained herein.