

BYLAWS



WOMEN'S PUBLIC LINKS GOLF ASSOCIATION
OF SOUTHERN CALIFORNIA, INC.

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Revised
December 2025

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**WOMEN'S PUBLIC LINKS GOLF ASSOCIATION
OF SOUTHERN CALIFORNIA, INC.
BYLAWS**

ARTICLE I Name

Section 1 The name of this organization shall be the WOMEN'S PUBLIC LINKS GOLF ASSOCIATION OF SOUTHERN CALIFORNIA, INC., herein referred to as WPLGASC or the Association.

ARTICLE II Purposes and Objectives

Section 1 The purpose of WPLGASC shall be:

First To promote the interest of amateur golf and sociability.

Second To enforce uniformity in the rules of the game by creating a representative Authority.

Third To afford a convenient and authoritative means of arranging dates and places for holding tournaments.

Fourth To conduct a WPLGASC Championship Tournament and such other golf events as may be deemed to come within the jurisdiction of the Association Board of WPLGASC.

Fifth To be operated as a non-profit organization.

Section 2 The objectives of the Association are to organize and represent golf clubs established at any golf course and any independent golf clubs residing in the State of California, Counties of Los Angeles, Imperial, Kern, Orange, Riverside, San Bernardino, San Diego, Santa Barbara, Ventura, San Luis Obispo or other such Counties the Board may deem appropriate and consistent with the Articles of Incorporation.

ARTICLE III Membership, Obligation and Discipline

Section 1 A WPLGASC Member Club must have a duly adopted set of bylaws acceptable to the Association and consist of members at least 18 years of age; and have club tournaments not less than once a month. Preferably, but not mandatory, a Member Club shall be affiliated with a standard golf course.

More than one Member Club affiliated with the same golf facility may apply for a separate Club membership provided that the facility designates a separate play day for each of the Member Clubs.

The rights and privileges of a Member Club include but are not necessarily limited to:

- One vote on all issues presented at membership meetings or by mail ballot.

Section 2 An Individual Membership in WPLGASC will be the choice of all full dues paying members of a Member Club, who are at least 18 years of age and maintain a USGA handicap index, which shall not exceed the maximum handicap index recognized by USGA.

An Individual Member is entitled to:

- Participation in all golfing activities sponsored by the Association.
- A vote in General Elections.
- Eligibility for an elected or appointed office in the Association.

Section 3 Any eligible Club may be granted membership in WPLGASC by a majority vote of the Association Board.

Section 4 The acceptance of membership in WPLGASC shall bind each Member Club and its individual members to abide by all the conditions set forth in the Articles of Incorporation, the Bylaws and all currently active Rules established by the Association, and to accept and enforce all decisions of the Association Board made within its jurisdiction.

Neglect or refusal on the part of any Member Club and/or an individual member of WPLGASC to comply strictly with the aforementioned conditions of membership may result in suspension or expulsion of the Member Club or the individual member, as the case may be, upon a two-thirds vote of the Association Board.

No Member Club or individual member may be suspended or expelled without a formal hearing before the Association Board. Notice of such hearing shall include a written statement of the said charges and shall be sent by Certified Mail or personally delivered to any Officer of the Member Club or to the individual member, as the case may be, not less than 10 days or more than 30 days from the date of service of said notice.

ARTICLE IV Dues

Section 1 The annual dues for any class of Club Membership and Individual Membership shall be determined annually by the Association Board. Said dues shall be payable before the beginning of the Association's fiscal year, on or before such dates as may be designated by the Association Board and/or at the time of joining the Association. There shall be no prorating of dues.

Section 2 If team competition is offered, each Member Club team entering the competition shall pay an entry fee, the amount of which shall be determined annually by the Association Board.

ARTICLE V Government and Management

Section 1 The fiscal year of this Association shall commence on January 1 and end on December 31 of each year.

Section 2 The Association Board shall be delegated the authority and responsibility for managing the assets and affairs of this Association, subject to the Articles of Incorporation and the laws of the State of California and shall be accountable to the Member Clubs and voting members for all its actions in executing its fiduciary responsibilities.

The Association Board shall be comprised of the duly elected Officers of the Association; the Chairs of the Standing Committees; and the Division Representatives. The immediate Past President shall serve in an advisory capacity to the Association Board, attending all meetings but shall have no vote. If the immediate Past President is unable to serve, any former President of the Association may be appointed to this advisory role by a majority vote of the Association Board.

Section 3

(A) The Officers of WPLGASC shall include the following:

- President
- 1st Vice President
- 2nd Vice President
- Secretary
- Treasurer
- Membership

These officers and such other Association Board members as deemed necessary shall comprise an Executive Committee which shall act with full authority of the Association Board between its scheduled meetings but cannot modify any action taken by the Association Board. All actions of the Executive Committee shall be recorded and presented to the Association Board at its next meeting for ratification and confirmation.

(B) The Standing Committees of the Association Board shall include the following and a Chair shall be elected to head each committee.

- Rules
- Team
- Contract Administrator

(C) From time to time, the Association Board may establish such other Standing Committees it deems necessary to facilitate the management of the Association, and shall be empowered to appoint a qualified member of the Association to Chair any such Committee or fill an existing vacancy until the next annual election. The Association Board, with good reason, may dissolve any existing Standing Committee it deems unnecessary in the management of the Association.

(D) Division Representatives shall head each of the Geographical Divisions the Association establishes to facilitate its administrative and tournament programs.

In the event of the creation of a new Division, the Association Board shall appoint a member of the Association to represent that Division until the next annual election. In the event of a vacancy in the position of a Division Representative and if attempts to provide a Division Representative from within a Division are non-productive, the Association Board shall appoint an Area Coordinator from within the Division to facilitate tournaments conducted within the Division and to act as a liaison with the Association Board.

Section 4 A majority of the members of the Association Board shall constitute a quorum at any board meeting. Regular meetings of the Association Board shall be held at such times and places as may be determined by the Association Board each year. The President may call special meetings of the Association Board at any time upon four days' notice to each Director.

Section 5 The President may call special meetings of the Executive Committee as deemed necessary. Six members, four of whom must be Association officers, shall constitute a quorum at an Executive Committee meeting.

Section 6 The members of the Association Board shall be elected at the Annual Meeting of the General Membership. They shall hold their respective offices for two years. A third year with approval of the Association Board. If an office or chair becomes vacant during a term of office, the Executive Committee, with approval of the Association Board, shall appoint a qualified member to fill the vacancy until the next election.

No member shall serve in the same office for more than two consecutive years, but the Executive Committee, with the approval of the Association Board, may extend any term of office on an annual basis not to exceed one year.

No Association Board member shall simultaneously execute the responsibilities and duties of two or more major offices, except for a short term, to be determined by the Association Board.

Section 7 The Association Board shall be empowered to fill any vacancies occurring in any office of WPLGASC, other than the office of President. Should a vacancy occur in the office of President, the 1st Vice President shall immediately assume the authority and duties of the President. The Association Board shall then appoint a 1st Vice President. In the event the 1st Vice President cannot accept the office of President, the Association Board shall appoint a President.

Section 8 The 2nd Vice President, in the absence or inability of the 1st Vice President to act, shall assume the responsibilities and authority of the office of 1st Vice President and shall continue to function as the Chair of Monthly Tournaments for a short term as determined by the Association Board.

Section 9 The Association Board, prior to the Annual Meeting of WPLGASC, shall instruct the Treasurer to have an audit made of the books and accounts of this Association by an accredited person or firm.

Section 10 Failure of a member of the Association Board to attend two consecutive Board Meetings, unless excused by vote of the Association Board, shall have the effect of a written resignation. The vacancy thus created shall be filled in accordance with Article V Sections 6 and 7 of these Bylaws.

ARTICLE VI Duties of Officers, Chairs of Standing Committees and Division Representatives

Section 1 The President shall preside at all meetings of WPLGASC and of the Association Board and, unless otherwise ordered or provided, shall appoint all committees, with the approval of the Association Board, and shall be an ex-officio member thereof, with the exception of the Nominating Committee.

It shall be the duty of the President to see that all the Bylaws and such rules and regulations as may be adopted by WPLGASC are strictly enforced, and to supervise generally all of the affairs of WPLGASC.

Section 2 The 1st Vice President shall serve as Chair of Major Tournaments and Special Events. As such she shall be responsible for all WPLGASC-sponsored competitions, other than monthly events, and is authorized to take whatever action may be necessary to conduct such

events, subject to the approval of the Association Board. She may appoint qualified members to serve on her committee, subject to the approval of the Association Board.

Section 3 The 2nd Vice President shall serve as Chair of Monthly Tournaments. As such she shall be responsible for all Monthly competitions and is authorized to take whatever action may be necessary to conduct such events, subject to the approval of the Association Board. She may appoint qualified members to serve on her committee, subject to the approval of the Association Board.

Section 4 The Secretary shall serve as the recording officer of WPLGASC. As recording officer, she shall be responsible for inscribing and maintaining the minutes of all meetings convened by the Association Board, and for the general correspondence. The Secretary shall perform such other duties the Association Board may delegate from time to time.

Section 5 The Treasurer shall serve as the fiscal officer of WPLGASC, and to this end shall be responsible for the receipt and disbursement of all funds, subject to the approval of the Association Board. She shall maintain a complete set of records and submit quarterly financial statements to the Association Board.

- Any contractual or financial obligations accepted by WPLGASC (outside the scope of Major and Association Day Tournaments) shall require complete review of the Treasurer and prior approval of the Executive Committee.
- Duties include:
 - IRS and State Tax Filings/Payments.
 - Complete Banking Relationship including all depository and credit cards.
 - Disbursement/Deposits and other transactions required in normal business operations.
 - Annual renewal of CA State Filings, Conflict of Interest, Fictitious Business Name Filings, etc.

The Treasurer shall perform such other related duties as the Association Board may delegate from time to time.

Section 6 The Rules Chair shall have attended a current USGA Seminar on The USGA Rules of Golf. The chair shall be responsible for enforcing the USGA Rules of Golf, such local rules of the course on which competition is held, and such other rules which may be approved by the Association Board. All rules must be in accordance with the USGA Rules of Golf. She may appoint qualified members, approved by the Association Board, to serve on her Standing Committee. The Rules Committee shall mediate all disputes, with a right of appeal to the Association Board.

Section 7 The Membership Chair, shall become familiar with and supervise the processing of all membership applications and maintenance of membership rolls. She may appoint qualified members to serve on the Membership Committee, subject to the approval of the Association Board. The Membership Chair shall perform such other duties the Association Board may delegate from time to time.

Section 8 The Team Chair shall be responsible for arranging, scheduling and conducting all Team Competitions. She may appoint qualified members, approved by the Association Board, to serve on her committee. The Team Chair shall perform such other duties the Association Board may delegate from time to time.

Section 9 The Contract Administrator shall be responsible to manage contracts for WPLGASC Monthly Tournaments. In this role, the contract administrator:

- Receives contracts from Divisions Reps (as will the Monthly Tournament Chair)
 - Communicate with Division Reps when contracts are outstanding
- Verifies that all relevant information has been collected by the Division Reps
- Makes any necessary deposit payments
- Documents all relevant details of the contract in a consolidated document (region grid as currently maintained by Monthly Tournament Chair)
- Maintain a document of payment due dates and terms
- Executes Association Day payments when due (this can be done as soon as we have passed cancellation date)
 - Use Division Reps or other Board members for payment when necessary
- Communicate financial transactions and provide supporting documentation (receipts) to Treasurer
- Ensure that all Association Day contract details are accurate on the WPLGASC website.

Section 10 The Division Representatives shall serve as liaison officers in their respective areas, and shall perform such other duties the Association Board may delegate from time to time.

Section 11 Each Officer and Chair shall prepare an Annual Report, a copy of which shall be placed in the permanent files of WPLGASC. Upon termination of office, she shall turn over all books and properties belonging to WPLGASC to her successor within 30 days.

ARTICLE VII Meetings

Section 1 Each Member Club shall elect or appoint one of its Members to serve as Club Delegate to represent said Club at all meetings of the General Membership of WPLGASC as may be called by the Association Board. The name and address of said Delegate shall be submitted to the WPLGASC Membership Chair no later than January 15th of each year. Said Delegate shall serve in the ensuing year or until her successor is elected or appointed by Member Club.

Section 2 The date and place of the Annual Meeting of WPLGASC shall be determined by the Association Board at least 45 days prior thereto. Written notice of this meeting shall be sent to all Clubs at least 30 days prior thereto.

The agenda for this meeting shall include but not be limited to the Election of Officers and Association Board Members.

Section 3 Other meetings of the general membership and the Association Board may be called by the President for specific purposes. Written notice of the date and place of such meeting shall be sent to all Clubs at least 30 days prior thereto.

Section 4 Special meetings may be called by the President upon the written request of at least 25 WPLGASC Members, from a minimum of 10 WPLGASC Member Clubs, each Member Club to be represented on said request by not less than two Members. The Association Board shall determine the date and place of such meeting and notice thereof shall be given in the same manner as the Annual Meeting.

The business transacted at such meetings shall be limited to the purpose for which the meeting was called. Each WPLGASC Club shall send one delegate to represent it and cast one vote on matters brought before this meeting. The Association Board shall have no vote.

ARTICLE VIII Nominations and Elections

Section 1 Nominating Committee

- A. The Nominating Committee shall be comprised of members each of whom shall have been a member of the Association for no less than two years. The members must be selected with regard to fair geographical representation and there shall be only one member from any one Member Club.
- B. On or before May 1st, Presidents of Association Member Clubs shall submit to the President the names of WPLGASC members and all clubs to which members belong who would agree to serve on the Nominating Committee, if appointed.
- C. The Executive Committee shall appoint a present or former member of the Association Board to chair the Nominating Committee. The Chair shall have a voice but shall have no vote.
- D. The Executive Committee, with the approval of the Association Board, shall appoint three additional WPLGASC members to the Nominating Committee on or Before May 15th of each year. Any vacancies occurring in the Nominating Committee shall be filled by the Executive Committee.
- E. The Chair of the Nominating Committee shall contact members of the committee within 15 days after its appointment to begin the nominating process.

Section 2 Candidate for the Association Board

- A. A candidate shall have been a member of a member club for no less than two years immediately preceding the election.
- B. Each candidate is nominated to serve a one-year term. No candidate shall serve in the same office for more than two consecutive years unless the provisions of Article V, Section 6 are applied by the Association Board.
- C. A candidate for President must have served not less than four consecutive years on the Board immediately prior to the year in which the candidate may serve as President.

Section 3 Before the end of May of each year, a form for submission of names of candidates for the Association Board shall be made available to each Member Club. The Board of the Member Clubs shall recommend individual members of the Member Clubs to be Candidates for office. This form shall be returned to the Chair of the Nominating Committee no later than June 15th.

Section 4 The Chair of the Nominating Committee shall present to the Association Board, no later than September 15th, the slate of nominated candidates for approval. This slate shall present the names of at least one candidate, but not more than three candidates for each office. Each candidate shall have previously consented to serve if elected. The Secretary shall ensure that the proposed slate is made available to each Member Club not less than thirty days prior to the Annual Meeting.

Section 5 An election shall be held at the Annual Meeting. The Chair of the Nominating Committee shall read the report of the Nominating Committee.

If there is but one nominee for office on the Association Board, and if there is no objection, the presiding officer may declare that the nominee is elected by “unanimous consent” or “acclamation”.

When there are two or more candidates nominated for office on the Association Board, the election shall be by written ballot of those members present and voting. The candidate receiving the highest number of votes shall be elected.

Section 6 The Nominating Committee shall serve as the Tellers Committee if one is necessary. A candidate for office may not serve on the Tellers Committee. This Committee shall conduct the count and certify the results. The committee shall present the results to the presiding officer who shall read the results and declare the candidate receiving the highest number of votes as elected. It shall be the duty of the Secretary to ensure that the Member Clubs are notified of the results of the election.

ARTICLE IX Tournaments

Section 1 A Calendar of Events shall be published annually and distributed to all WPLGASC Members no later than February 15th. The Calendar shall include a complete schedule of golfing events sponsored by WPLGASC for the year.

Section 2 All competition shall be played in accordance with the Rules of Golf as adopted by the USGA, and the local rules of the course on which the competition is played. Said local rules **must** be in accordance with the Rules of Golf as adopted by USGA. The Conditions of the Competition will be set down by the Tournament Committees in accordance with the Rules of Golf adopted by USGA and shall be approved by the Association Board.

Section 3 All complaints, disputes or interpretations of the rules shall first be referred to the Rules Committee, with the right of appeal to the Association Board.

Section 4 Visiting members of other Associations may be invited by the President to compete in any events sponsored by WPLGASC, with the exception of the WPLGASC Championship Tournament.

ARTICLE X Amendments

Section 1 These Bylaws may be amended or revised at the Annual or General Meeting of WPLGASC by a two-thirds vote of all WPLGASC Member Clubs present, casting one vote per Club, provided that a copy of the Bylaws and the proposed amendments or revisions has been filed with the WPLGASC Secretary and notice thereof has been emailed to each WPLGASC Member Club at least 30 days prior to the meeting at which the amendment will be presented for adoption. The Articles of Incorporation may be amended in the same manner as herein provided for amending the Bylaws.

ARTICLE XI Rules of Order

Section 1 In all cases not otherwise provided for herein, the Association shall be governed by the most current edition of Robert’s Rules of Order.