

**BY-LAWS OF THE  
MARYSVILLE COUNTRY CLUB, INC.**

**ARTICLE I – NAME**

The name of the corporation shall be “The Marysville Country club, Inc.” and as such it shall be known. In the By-Laws, it will be known as the “Club.”

**ARTICLE II – OBJECT**

The object of the Marysville Country Club is to maintain a club for social enjoyment. It is an organization not formed for profit, but to promote a sustainable place for social gatherings, indoor games and amusement, and the entertainment of members and guests.

**ARTICLE III – MEMBERSHIP**

Section 1 – The membership of the Club shall consist of persons approved for membership by the Board of Directors and paying membership fees for one of the four different categories of members.

Section 2 – Membership Categories

A. Full Membership – applies to a single person or person and spouse over the age of 35 who pay full dues and full monthly minimums and is entitled to full privileges of the Club. This class of membership is allowed one vote per membership at Annual Meeting.

B. Junior Membership – applies to a single person or person and spouse under the age of 35 and is entitled to full privileges of the Club and pays a reduced membership fee and full monthly minimums. This class of membership has one vote per membership at Annual Meeting.

C. Social Membership – applies to single person or person and spouse that allow the usage of club house and swimming pool and pays full social dues and full monthly minimums. Social members are allowed to play golf three (3) times per year but have to pay full green fees.

D. Senior Social Membership – applies to single persons over the age of 65 and allows usage of club house and swimming pool and pays one-half of yearly Social dues and one-half of monthly minimums.

Section 3 – Candidates for election to membership shall be proposed by a Member and be elected by ballot of the Board of Directors at their next meeting. Such candidate must receive at least a majority of votes of the entire Board before applicant shall be declared a member.

## **ARTICLE IV – OFFICERS AND DIRECTORS**

The Board of Directors shall consist of nine members with three being elected at each Annual Meeting, to serve for a term of three (3) years.

## **ARTICLE V – OFFICER ELECTION**

At the first meeting of the Board of Directors after the Annual Meeting, the Board shall elect from their number a President and Vice-President, and from the membership of the Club a Secretary. The Board shall also, at the same time, appoint from the members of the Club the necessary committees to serve for the ensuing year; and if a Club Manager is to be employed, it shall be done at such meeting and that person shall be under the direction of the President. If a Club Manager is employed, the Secretary and Treasurer positions may be performed by the Club Manager.

## **ARTICLE VI – DIRECTOR'S MEETINGS**

The Board of Directors shall hold regular meetings on the third Tuesday of each month. If any of said days is a legal holiday, the next succeeding Tuesday shall be the regular meeting day. Special meetings of the Board may be called at any time by the President or by four members of the Board. A majority of the Board shall constitute a quorum and be competent to fill vacancies on the Board and to transact all the business of the Club. A meeting of the Board shall be called and held for the purpose of electing officers as soon as possible after the Annual Meeting election of the new Directors.

## **ARTICLE VII – ANNUAL MEETING**

The regular Annual Meeting of the Full Members shall be held on the Third Wednesday in February of each year. Full Members of the club may vote at such meetings in person or by proxy, and at least 20% of the eligible voters shall be present or represented by proxy to constitute a quorum. A majority of a quorum shall be required for any action by Full Members. The place and hour of the Annual Meeting shall be fixed by the Board of Directors and must be specified in the notices of the meeting. The Directors chosen at any Annual Meeting shall hold their offices for three (3) years and until their successors are elected. If, for any reason, the Annual Meeting is not held at the time fixed by the By-Laws, the Directors then in office shall call another meeting for the election of Directors. Notice of Annual meeting shall be given by mail, mailing notice of the same to each Full Member at least five (5) days prior to such meeting.

## **ARTICLE VII – SPECIAL MEETING**

Special Meetings of the Full Members shall be called by the President upon the written request of 15 Full Members, or by the President, or by four (4) Directors at any time by giving due notice thereof, but only such business shall be transacted at such

Special Meetings as is fully set forth in the notice thereof. Notice of such special meeting shall be mailed, to all Full Members, at least five (5) days prior to such meeting.

## **ARTICLE IX – DUTIES OF THE PRESIDENT AND VICE-PRESIDENT**

It shall be the duty of the President to preside at all Annual, Special and monthly Director's meetings, and to perform such other duties as may be imposed upon the President by the By-Laws or by the Board of Directors. The President shall perform all legal duties necessary under the Articles of Incorporation.

It shall be the duty of the Vice-President to act in the place of the President, and to act in the place of the President in any absence of the President, and if the office of President should become vacant, the Vice-President shall hold the office of President until the next regular election.

## **ARTICLE X – DUTIES OF SECRETARY**

The secretary shall perform any and all legal duties assigned under the Articles of Incorporation or as provided by law. The secretary shall be the custodian of the seal of the corporation, shall keep a record of all meetings and elections, and be in charge of the books and records of the corporation. Such notices of Annual Meeting, Special Meeting and monthly Director Meetings, as are issued by secretary shall specify the time and place of the meetings. The Secretary shall collect the dues, assessments, fines and other amounts due to corporation and keep an exact account of the same. Upon receipt of monies due the corporation, the Secretary and Treasurer is held by the same person. The secretary shall keep a record of accounts and expense of the Club, make a full and complete report of money received and disbursed, and balances on hand; it shall be the secretary's duty to report all delinquencies to the Board of Directors, and of any member of the Club. The Secretary's books are to be open for inspection by the Board at all times.

## **ARTICLE XI – DUTIES OF TREASURER**

The Treasurer shall keep a correct account of all money received from anyone. All Club funds shall be deposited in name of Treasurer in such bank as is designated by the Board of Directors. No money is to be paid out by the Treasurer, except upon approval of the President in writing, with the exception of the current house bills, which shall be approved in writing by the Chairman of the House committee and bills for Labor upon the grounds which shall be so approved by the Chairman of the Grounds Committee. The Treasurer shall, when called upon by the Board, give a sufficient surety bond for their trust, such bond to be approved by the Board in such amount as the Board shall designate, and any premium for such bond shall be paid by the Club.

## **ARTICLE XII – COMPENSATION**

No salary or other compensation shall be paid any officer the Club, for services as an office, except when specifically provided for by action of the Board of Directors.

### **ARTICLE XIII – POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

Section 1 – The Board of Directors shall have the general charge of the affairs, funds and property of the Club. It shall be their duty to carry out the objects and purposes thereof, and to this end they may exercise all the powers of the Club, subject of the By-Laws and to such action as the Club may take at Annual Meeting, Special Meeting and monthly Board of Directors meetings.

Section 2 – The Board of Directors shall control the expenses of the Club; make the rules concerning the government of the club house and the grounds. They shall investigate any violation of the By-Laws or rules of the Club and may punish by reprimand, fine, suspension, or expulsion, any member found guilty of an infraction of the By-Laws or rules of the Club, or conduct unbecoming a member. A 2/3 vote of the entire Board of Directors shall be necessary for expulsion of any member. But no member shall be expelled until after the member has been given a reasonable opportunity to be heard in their defense. In all other cases, except membership, a majority vote of the Board shall govern.

Section 3 – The Board of Directors shall have the power to create and appoint committees and prescribe their duties in connection with the business and affairs of the Club. The board shall have the power to supervise, alter, or nullify the work of any committee.

Section 4 – The Board of Directors shall cause to be prepare annually a detailed statement of the financial condition of the Club showing receipts and the expenditures for the current year, number of members, and other matters of general interest to the Club. This statement shall be submitted to the Annual or Special Meeting.

Section 5 – The Board of Directors shall from time to time make rules and regulations on matters not herein enumerated, as such shall be needed.

### **ARTICLE XIV – GAMES OR SPORTS**

The Board of Directors shall have the power to prohibit any games or sports which they may consider prejudicial to the good order and interest of the Club.

### **ARTICLE XV – COMMITTEES**

Section 1 – The following committees shall be appointed by the President and approved by the Board of Directors at their first monthly meeting in each year.

A. House & Entertainment Committee – shall supervise and control the running of the club house, dining room and shall have charge of all public and club parties plus any entertainment given at the club.

B. Finance & Budget Committee – shall supervise the books and audit and prepare the yearly budget for the Club for the approval of the Board of Directors.

C. Grounds Committee – shall supervise the repairs and changes to grounds, buildings (other than Club House and Pool) and golf links.

D. Tournament Committee – shall supervise all golf tournaments and prizes and incidents pertaining thereto.

E. Women's Committee – shall supervise golf and other activities wholly for women.

F. Pool Committee – shall supervise the operation and maintenance of the pool.

Section 2 – In case of disagreement as to which of the committees has authority and jurisdiction of a particular matter, the President shall decide. This decision shall be final.

## **ARTICLE XVII – MEMBER PRIVILEGES**

Every member of the Club shall be entitled to the privileges of the Club (depending upon membership category) for themselves and for members of their household, under the age of 21 years provided such are living at home and are unmarried.

An unmarried member of a member's household who is a bona fide student regularly enrolled in a college or university, shall be entitled to the privileges (depending upon membership category) allowed for minors who are in the member's household, during the time the individual is home from college on vacation. Such privileges are extended only to the use of the clubhouse, pool and grounds, and carry with them no rights of voting.

## **ARTICLE XVIII – DUES**

Section 1 – The annual dues of the Club shall be \$1060.00 for Full Members, \$525.00 for Junior Members, \$325.00 for Social Members and \$170.00 for Senior Social Members for the 2023 year and forward. Dues shall be payable in such manner and on such times as the Board of Directors shall direct. The dues may be changed at any Annual Meeting of the Full Members or any Special Meeting of the members called for that purpose. Dues may be paid yearly or monthly as set by the Board.

Section 2 – The Board of Directors shall have the power to forfeit the membership of any member who shall neglect to pay his dues, or other indebtedness within sixty (60) days after the same is due. Thirty days notice in writing shall be given the member before forfeiture is declared by the Board of Directors.

## **ARTICLE XIX**

The Full Members may add, delete or amend existing By-Laws at the Annual Meeting or any Special Meeting called specifically for that purpose. See Article VII for voting requirements regarding the By-Laws.

## **ARTICLE XX – CAPITAL STOCK**

**Background: Capital stock does not apply to Full Membership in the Club as of 20??**

**Purpose: The purpose of this article is to provide information about and to preserve the value of capital stock in the Club in the event of the sale of the Club.**

Section 1 – Certificate of Membership shall be issued upon fully paid up stock. The board of Directors shall have authority to require the payment of capital stock up to the full amount thereof in such installments and at such times as their judgement shall dictate. Each certificate of stock shall have plainly printed thereon, the following: “No transfer of this stock can be made except in accordance with the By-Laws of the Club. Dues and other indebtedness are a lien on the stock and no transfer can be made while the holder is indebted to the Club. Neither does a transfer of the stock confer upon the transferee any of the privileges of the Club, except as provided in the By-Laws.”

Section 2 – The capital stock of the Marysville Country Club may be owned by any person who is a member of the organization at the time of incorporation, or by any persons who shall be elected to the club after incorporation. No transfer of stock to a person not a member of the Club, either as a subscriber to the stock, or a member at the time of incorporation, or by election to membership subsequent thereto as herein provided, or made in any other manner than as herein provided shall be recognized by the Club or its officers as entitling the transferee to any of the membership privileges of the Club, and no person purchasing stock who is not at the time of purchase a member of the Club, or who has not been elected to membership therein, shall acquire any right thereto, and such person will not be entitled to have such stock transferred to him upon the books of the corporation and will not be allowed any of the membership privileges of the Club.

Section 3 – Any member of the Club who shall lose his membership therein through failure to pay his dues and other indebtedness, or by expulsion for other cause, shall forfeit to the club the stock therein held by him, together with all his interest in the property and assets of the club.

Section 4 – No member of the Marysville Country Club shall sell or transfer his stock without first offering the same to the Marysville Country Club, through its President, and giving the Club 10 days in which to purchase the same, providing that it should desire to become the purchaser thereof. The ownership of stock in the Club shall not entitle the holder thereof to any of the privileges of the club house or grounds unless such holder has been duly elected as a member of the Club in accordance with these By-Laws.

Section 5 – Any stock issued or certificate owned or issued by the Marysville Country Club prior to July 1<sup>st</sup>, 1946, are void and hereby declared invalid and without right, privilege or effect.

Note:

Original Stock Share Value	\$100.00
Increased \$150.00 1/20/75	\$250.00
Increased \$300.00 1/31/85	\$550.00