

Lincoln Golf Club

4907 Whitehall Road
Muskegon, Michigan 49445

Club Bylaws

Current as of November 13, 2018

Lincoln Golf Club
4907 Whitehall Road
Muskegon, Michigan 49445
(231-766-3636)

Bylaws

Article I

Section 1

NAME - This Club is incorporated as a non-profit organization under the laws of the State of Michigan as the Lincoln Golf Club.

Section 2

OBJECT - The object for which it is formed is to promote and encourage the game of golf and other kindred sports and to buy, sell, mortgage, pledge and deal generally in such real and personal estate as may be necessary and convenient to the furtherance of said object.

Section 3

ADDRESS - The Club's place of business shall be Muskegon, Michigan and at its Club; 4907 Whitehall Road.

Article II

Section 1

The membership of the Club shall consist of three (3) major classes:

- (A) Certificate Members
- (A-1) Paid-Up Life Members
- (B) Special Members

None but Certificate members who are in good standing shall be entitled to vote or hold office, or shall have any right or title to, or interest in, the property or other assets of the Club.

Section 2

(A) Certificate Members shall consist of individuals or husband and wife, who have been duly elected to such membership in accordance with these bylaws and are in good standing. A maximum of three hundred and fifty (350) Certificates, individual or jointly owned, excluding paid-up Life Members, will be sold. Jointly held Certificates shall automatically transfer to the surviving spouse, but shall become null and void upon the surrendering of said certificate or the death of the last original certificate holder.

(a) Certificate memberships shall be sold at Three Hundred and Fifty dollars (\$350.00) each, and the Secretary shall issue a Certificate of membership as soon as membership has been paid for in full and approved by the Board of Directors.

(b) Annual dues for Certificate members shall be set annually by the Board of Directors.

(c) Annual dues are payable on or before March 1st of each year. After March 1st any certificate member whose dues are unpaid shall be treated as green fee player and charged the prevailing greens fee for playing privileges.

(d) The greater of Fifty Dollars or Five Percent of each stock certificate holding member's annual dues shall be placed into a capital fund. This fund will be carried on the club's financial statement as a line item. This fund may only be used for capital expenditures such as major grounds projects, parking lot repairs, major building repairs and major equipment purchases for the grounds or clubhouse.

The following criteria must be satisfied for use of this fund:

1. The minimum amount spent for any one product or improvement shall be \$2,500.00.
2. The minimum life expectancy of any one product or improvement shall be five years.

This fund shall not be used for the general operating expenses of the Club or for the general maintenance of the clubhouse or grounds.

(A-1) Paid-up Life Members are Certificate members with nontransferable life dues privileges. The value and rights of such membership are the same as a regular Certificate membership even though all capital improvement assessments and minimum charges except annual dues are payable each year to keep the membership in good standing.

Section 4

(Deleted, 3 Nov 91)

Section 5

(B) Special memberships may be created by the Board of Directors on such terms and with such privileges and/or limitations as the Board may deem advisable.

Section 6

APPLICATION - Application for membership shall be signed by the applicant and shall be recommended by at least one (1) member who is personally acquainted with applicant. The applicant shall give all the required information on the application blank, and good faith deposit as determined by the board shall accompany the application.

Section 7

TERMINATION OF MEMBERSHIP

(A) Any member guilty of misconduct, and especially any member whose conduct shall be injurious to the character or interest of the Club, or who shall violate the Bylaws or established rules, may be expelled or suspended from the Club by the affirmative vote of not less than two-thirds of the members of the Board of Directors.

(B) Before any member can be expelled, ten (10) days notice in writing that such action will be considered by the Board of Directors at a time and place mentioned in said notice, together with a written specification of the charge against him, shall be personally delivered to him, if practicable. In the event that personal delivery of said notice is impractical, the notice may be deposited in mails, directed to the member's last known address.

(C)The Board of Directors shall be the sole Judge of what constitutes misconduct; what conduct is injurious to the character or interest of the Club, and what constitutes a violation of the Bylaws and established rules of the Club.

(D)Any person, who, for any cause, shall cease to be a member shall immediately thereafter forfeit all his membership privileges.

(E)Any Certificate member desiring to sell his membership may, at his option, surrender his certificate to the Club and upon such surrender, the Club shall pay to him the sum of One Hundred Dollars (\$100.00) subject to any charges owed to the Club. Transfer of membership shall be done in this manner only.

(F)Should any certificate member be married and be maintaining a husband and wife membership, that certificate member shall have the right to transfer ownership of said certificate to their spouse upon approval of the Board of Directors.

Section 8

WAIVER OF ANNUAL DUES AND ESCROW OF CERTIFICATE MEMBERSHIP

An escrow membership may only be obtained by a certificate member due to a serious medical condition with verification from a licensed physician and subject to approval by the Board of Directors. The Board of Directors will consider written escrow requests made between November 1st and June 30th. The term of the escrow shall be one year from the date of the request for escrow. Approval of an escrow membership requested before March 1st allows the full waiver of annual dues for the current membership year. Approval of an escrow membership requested between March 1st and June 30th allows the partial deferral of annual dues for the current membership year. Deferred dues shall be prorated on a scale of 100% to 50% for the term of March 1st through June 30th and credited to the next membership year, with the balance allocated to the current membership year.

No membership dues paid will be refunded, and no installments owing will be waived. Subject to the approval by the Board of Directors, an escrow membership may be extended for a second year. If after two (2) years from the date of escrow request a member is not able to resume their membership, the member shall surrender their stock certificate to the Club for redemption.

Section 9

LIEN - The Club may assert a LIEN on all memberships for all debts due the Club by the owner thereof.

(A) Non-payment of any charges connected with the use of the Club may be sufficient cause to have these charges deducted from the face value of a Certificate, or any other type of membership, with the immediate suspension of playing privileges and other use of Club facilities.

(B) Any Certificate member who has failed to pay current year annual fees by March 1st of each fiscal year and any Certificate member who has failed to make any approved installment fee payment, when due, shall at the request of the Board of Directors, immediately surrender his/her stock Certificate and be deemed to have forfeited his/her membership in the Club.

(C) Any stock Certificate that is not immediately surrendered upon request by the Board of Directors, for any reason set forth in these bylaws, shall be deemed revoked and forever forfeited by the Certificate holder, without recourse, as of March 1st of the year immediately following the request for surrender of such stock Certificate by the Club.

(D) Effective November 1, 2010, all existing Lincoln Golf Club stock certificates issued prior to November 1, 2010, will automatically expire thereafter having no further legal effect and/or enforceability. New stock certificates effective November 1, 2010, will be issued by Lincoln Golf Club, and subject to approval by the Board of Directors, will be provided as replacement stock to all holders of the previous stock certificates whose memberships are in "good standing" as of November 1, 2010. "Good Standing" is defined as a member who has paid all applicable dues and has otherwise complied with all rules and requirements as provided in the Club rules and Lincoln Bylaws.

Article III

Section 1

FISCAL YEAR - The fiscal year of the Club shall begin on the first day of November of each year and close on the last day of October.

Section 2

ANNUAL MEETING

(A) The annual meeting of the Certificate Members of Lincoln Golf Club shall be held during the month of November, the exact place, date and time of the meeting shall be set by the Board of Directors.

(B) Written notice of the annual meeting shall be mailed at least seven (7) days prior to the meeting to each member of record at his last address as the same appears on the books of the Club.

Section 3

SPECIAL MEETING - Special meetings of the Club may be called at any time by order of the President, or by Four (4) members of the Board of Directors. Twenty-five (25) Certificate Members of the Club may call a special meeting, with or without the consent of the officers by posting a written call over their own signature upon the bulletin board of the Club, which shall be kept in a conspicuous place in the Clubhouse, and by notifying the Secretary. The call for a special meeting shall set forth the purpose of the meeting and the notice thereof shall be mailed by the Secretary to each Certificate Member seven (7) days prior to the time of such meeting, and no business other than that specified in the call and notice shall be transacted.

Section 4

QUORUM - Ten percent (10%) of the Certificate Membership at any regular and legally called meeting shall constitute a quorum.

Section 5

VOTING - At all meetings of the Certificate Members, each Certificate is entitled to one vote. Members may vote in person or by absentee ballot duly filed.

Section 6

ORDER OF BUSINESS - The order of business of all meetings of the Club and of the Board of Directors shall be as follows:

1. Reading of the Minutes
2. Reports of Committees
3. Treasurer's Report
4. Elections
5. General Business

Section 7

RULES OF ORDER - The rules of order as contained in Robert's Manual, when not inconsistent with these Bylaws, shall govern the meetings of the Club and of the Board of Directors.

Article IV

Section 1

BOARD OF DIRECTORS

(A) The business and the property of the Club shall be managed and controlled by the Board of Directors made up of paid up certificate members. There shall be nine (9) directors. Three (3) directors shall be elected each year by ballot, at the November membership meeting, for a period of three (3) years. All directors to hold their offices until others shall have been elected and qualified in their stead. A director's office may be terminated by missing three (3) consecutive board meetings.

(B) In addition to the nine (9) elective Directors as shown above, the retiring Presidents of the Club shall be ex-officio members of the Board of Directors for a period of one (1) year after they cease to hold the office of the President. The immediate past President shall not however be entitled to any vote in the matters falling to the Board of Directors for decision.

(C) No employee shall be entitled to serve on the Board of Directors, and any member of the Board of Directors, either present or future, upon accepting employment with the Club shall there upon cease to be a member of the Board of Directors.

(D) The Club Manager, Club Professional, and Head Grounds Keeper shall, ex-officio, be considered members of the Board of Directors without voting privileges. Their functions shall be considered as merely advisory to the Board.

Section 2

MEETINGS - The first meeting of the Board of Directors shall be held within thirty (30) days of the regular November membership meeting. Regular monthly meetings shall be held at least once each calendar month thereafter for the entire Club year. Special meetings may be called by the President or by two (2) of the Directors. The Directors calling a special meeting shall give notice to the other Directors by personal contact within twenty-four (24) hours or regular mail within forty-eight (48) hours in advance of the proposed meeting date, and shall designate in said contact the time, place, and purpose of said meeting.

Section 3

QUORUM - A majority of the Directors, convened as herein provided, shall constitute a quorum for the purpose of transacting all business.

Section 4

DUTIES AND POWERS

(A) It shall be the duty of the Board of Directors to elect the Officers, govern the finances, and to carry out the object and purpose of the Club, subject to the Bylaws. They shall have the powers to admit members and to suspend or expel members by ballot, to fill any vacancy that may occur in any office or in the membership of the Board until the next annual meeting; to appoint, direct, and dismiss all employees and servants of the Club; to make and amend rules for the use of the Club by its members and for their conduct while in the Clubhouse and on the Grounds, and such other rules and regulations, not inconsistent with these Bylaws, that they may deem necessary, and to fix and assess penalties for the violation of the Bylaws and rules.

(B) The Board of Directors shall have no power to sell the Club Real Estate or any part thereof nor lease the same for the exploration of any minerals thereunder except after authorization by a majority vote of the Certificate members voting thereon. Any violation of this section by any Board of Directors or Certificate Members, shall result in said members immediate termination from the Board of Directors.

Section 5

COMMITTEES

(A) For the better execution of their powers and duties, the Board may appoint from their own number, or from members of the Club, such committee as occasion may require and as they may deem necessary, and they shall define the duties thereof, provided that the following committees may be among those designed and appointed:

Committee on House
Committee on Grounds
Committee on Sports and Pastimes
Committee on Nominations

The President shall be Ex-officio, and advisory member of each of these committees.

(B) The Committee on House shall have charge of the Club House and the enforcement of House rules, and shall superintend all improvements and alterations therein.

(C) The Committee on Grounds shall have charge of the Grounds and the enforcement of ground rules, and shall superintend all improvements and alterations therein.

(D) The Committee on Sports and Pastimes shall arrange the details of, and record all matches; attend to the correspondence in regards to outdoor games, receive and post entries; announce handicaps and arrange plans for the entertainment and recreation of the members of the Club.

(E) The Committee on Planning shall see that all changes, alterations, and improvements in the property of the Club are given due consideration by members whose special duty it will be, to study what changes, alterations, and improvements will be of the most benefits to the Club and report their findings to the Board of Directors.

(F) The President shall appoint a Nominating Committee consisting Of five (5) Certificate Members of the Club, none of whom shall be a member of the Board. It shall be the duty of said committee to propose to the October membership meeting a list of candidates for such offices as are to be filled at the annual election. The list of persons recommended for nomination shall exceed the total offices to be filled by at least 50% and said list shall be sent to the members with the notice of the annual meeting.

(G)The Board of Directors shall have the power to remove any member of any Committee, by an affirmative vote of two-thirds of the members of the Board present at any meeting thereof.

Article V

Section 1

OFFICIERS - The Officers of the Club shall be a President, Vice President, Secretary, and a Treasurer, and shall be elected to their office at the first meeting of the Board of Directors, after the November membership meeting.

Section 2

DUTIES OF OFFICERS

(A)President - Shall preside at all meetings of the Club and of the Board of Directors, and shall have general supervision over the affairs of the Club, its property and servants. He shall be ex-officio a member of all committees. The President will also serve as General Manager of the Club and is authorized to take any arbitrary action deemed to be in the best interests of the membership. Said actions may extend into any area of the Club operation and are subject to review by the Board of Directors at the next regular meeting or a special meeting called for such purpose. The General Manager may not commit the Club to more than a \$1,000.00 indebtedness between regular meetings.

(B)Vice President - In the absence of the President, the Vice President shall perform his duties. Should neither be present at any meeting, a Chairman shall be chosen via vote.

(C)Secretary - The Secretary shall keep the records of the meetings of the Club and of the Board of Directors, the Corporate Seal of the Club and the list of members, and shall perform such other duties as may from time to time, be fixed by the Board. He or She shall mail notices of all meetings of the Club and of the Board to members thereof, as provided by the Bylaws and shall conduct all correspondence, except that pertaining to the office of the President or Treasurer.

(D)Treasurer - The Treasurer shall collect and disburse the funds as directed by the Board; he or she shall keep the accounts in books belonging to the Club; which shall be at all times open to the inspection of the Board, to whom he or she shall make monthly reports in writing of the money received and paid out and the amount of funds on hand, and shall, upon assuming his or her duties, give a bond in such a sum as shall be prescribed by the Board. The premium therefor, if any, to be paid by said Club. He or she shall be required to furnish to the Club such bond in such amount as the Board shall from time to time direct.

Article VI

Section 1

FORFEITURE OF MEMBERSHIP - Upon the death of a Certificate member in good standing, his Certificate will, within 12 months of the death, be purchased by the Club at \$100.00 less accrued indebtedness. If the deceased Certificate Member is married, and is maintaining a husband and wife membership, the certificate of membership shall immediately pass to the surviving spouse.

Article VII

Section 1

AMENDMENTS - These Bylaws may be modified, altered or amended at any regular annual meeting, at any adjourned session thereof, or at any special meeting of the Certificate Membership called for that purpose by a majority vote of a quorum of the Certificate Membership present and voting thereon.

Any amendments of these Bylaws shall be proposed in writing to Secretary who shall, by notice in writing, mail to each Certificate Member at least thirty (30) days prior to the scheduled date of the meeting, the modification, addition or amendment that shall be voted upon.

Article VIII

Section 1

PRIVATE CARTS - For the benefit of the Club and its ability to standardize the cart fleet, the use of private carts shall no longer be permitted, except for as follows: Members of record as of August 1, 2018, currently registered with the Club as private cart owners, shall have the right to use a private cart for as long as their membership and private cart fee remains continuous.

