

Lone Star Golf Course Superintendents Association

By-Laws Updated 2014

ARTICLE I

NAME AND PURPOSE

Section 1. The name of this association shall be the Lone Star Golf Course Superintendents Association (Lone Star GCSA).

Section 2. The purpose of the Lone Star GCSA shall be to promote turf management as it pertains to the golf course superintendent and to unify the golf course superintendents of the state of Texas. It shall also be the purpose of the Lone Star GCSA to amass the total number of golf course superintendents and assistant superintendents in the state of Texas to insure better representation of the views and interests of the golf course superintendents at the state and national level. It shall be the intent of the Lone Star GCSA to provide legislative tracking for the membership of the association at the state and national levels. It shall also be the intent of the association to provide educational and social activities deemed necessary for the promotion and development of the awareness of the PROFESSIONALISM of golf course superintendents in the state of Texas. It shall be the purpose of the Lone Star GCSA to be a communication network for the golf course superintendents of the state of Texas to distribute information to all members of the Lone Star GCSA in a timely manner.

ARTICLE II

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 qualification 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, except all active GCSAA Superintendent and Assistant Superintendent Categories. Each applicant for any Superintendent category membership must present to the Board of Directors an application for membership or evidence of membership with the Golf Course Superintendents Association of America (GCSAA), and shall maintain such membership thereafter (effective July 1, 1997).

Section 2. Conduct of members shall be governed by the GCSAA code of ethics.

Section 3. Membership Classes: All membership classes shall be consistent with all GCSAA active Superintendent and Assistant Superintendent Categories.

ARTICLE III

OFFICERS AND DIRECTORS

Section 1. The affairs of the Lone Star GCSA shall be managed by a Board of Directors. The Directors shall number three (3) from each Texas Superintendents Association affiliated with the Lone Star GCSA.

Section 2. The Directors shall be appointed by their respective local association and will remain until replaced by their local association. The Directors shall take office upon appointment

Section 3. The Directors shall elect from their own number a President, Vice President, and Secretary/Treasurer, with said election taking place at the December board meeting of the Lone Star GCSA. These officers shall hold office for one year and shall not hold the same office for more than two (2) consecutive terms.

Section 4. Qualifications and Terms of Office: A majority of the Board of Directors and all Officers shall be GCSAA Superintendent Members. Only Superintendent category GCSAA members who are currently employed as golf course superintendents are eligible for election as officers of the Association.

Section 5. Vacancies occurring in any office shall be filled by appointment by the Board of Directors.

Section 6. Vacancies occurring in any directorship shall be filled by appointment by the respective local association.

Section 7. The duties of the Board of Directors shall be such as generally required of officers and directors of like organizations.

Section 8. The affairs of the Lone Star GCSA which require immediate decision making shall be managed by an Executive Committee comprised of a President, Vice President, and Secretary/Treasurer.

Section 9. The Directors shall be empowered by their respective local association to act on behalf of the total membership of the local chapter which they represent.

ARTICLE IV

DUES

Section 1. Annual membership dues shall be set by the Board of Directors. Adequate notice shall be given to the local chapters of a dues increase proposal. Any dues increase will be coordinated with the collection procedures of each individual chapter.

Section 2. Dues shall be paid by the local association for its members to the Lone Star GCSA by April 1 within the fiscal year January 1 through December 31 June 30.

ARTICLE V

MEETINGS

Section 1. The annual Membership meeting of the Lone Star GCSA shall be generally in conjunction with the annual Texas Turfgrass Conference

Section 2. Special Membership meetings may be called if deemed necessary by a majority of the Board of Directors provided proper notification of said meeting is presented to the membership thirty (30) days prior to the meeting date.

Section 3. The Board of Directors shall meet at least three (3) times during each fiscal year.

ARTICLE VI COMMITTEES

Section 1. Committees deemed necessary for the progressive operation of the Lone Star GCSA shall be appointed by the President and approved by the Board of Directors with members of the Board of Directors as Chairperson.

ARTICLE VII VOTING AND QUORUMS

Section 1. One third of the total Board of Directors in attendance, either in person or via telephone or electronic conferencing at any regular or special Board of Directors meeting.

Section 2. Voting at any regular or special Board of Directors meeting of the Lone Star GCSA shall be limited to three (3) votes per local association affiliated with the Lone Star GCSA.

Section 3. A simple majority of qualified voters present at any regular and special meeting of the Lone Star GCSA with a quorum shall be required to pass a vote.

Section 4. On a meeting-by-meeting basis, any Board Member may assign an alternate member from the same local association to attend any regular or special Board meeting on their behalf.

The alternate would have the same responsibilities and authorities as the Director they are replacing, with the exception of any officer duties of the association.

ARTICLE VIII

AFFILIATION

Section 1. It shall be required of each local association affiliated with the Lone Star GCSA to submit to the Executive Secretary of the Lone Star GCSA a membership roster (name and classification) of all members of their respective associations and indicated who are current qualified voting members of GCSAA.

ARTICLE IX

BY-LAWS AMENDMENT

Section 1. The By-Laws of the Lone Star GCSA may be amended at a meeting of the Lone Star GCSA provided the proposed amendment(s) are submitted in writing to the Board of Directors ninety (90) days prior to the said meeting and presented to the membership thirty (30) days prior to the said meeting.

Section 2. An affirmative vote of three quarters (3/4) of the qualified voters of the Lone Star GCSA present and voting at a meeting shall approve said By-Law changes.

ARTICLE X

BY-LAW AMENDMENTS

Amendment 1. Lone Star GCSA Voting Procedures for GCSAA National Elections (Approved April 30, 1991)

Amendment 2. Lone Star GCSA Selection Procedures for LSGCSA Primary Voting Delegate (Approved September 14, 1998)

Section 1. The primary voting delegate for Lone Star will be selected by the Board of Directors during the spring board meeting.

Section 2. All local chapters will name the Lone Star GCSA delegate as their primary voting delegate then name an alternate from their chapter.

Section 3. All voting delegates will meet at the delegate meeting to meet the candidates and discuss the issues. Each chapter will inform the Lone Star GCSA delegate how their chapter's votes are to be cast.

Section 4. The Lone Star GCSA voting delegate and one of the alternates, if present, will both enter the voting booth to cast all the Lone Star and all affiliated GCSA chapter votes. This will insure that each chapter has its votes cast as it requested.

ARTICLE XI

INDEMNIFICATION

Section 1. The Association shall indemnify any and all persons who may serve or have served at any time as officers or directors, and their respective heirs, paid administrators, successors assigns, against any and all expenses, including amounts paid upon judgments, counsel fees and amounts paid in settlement (before or after suit is commenced), actually necessarily incurred by such person in connection with the defense or settlement or any claim, action, suit or proceeding in which they, or any of them are made parties, or a party, or which may be asserted against them or any of them, by reason of being, or having been, an officer or director of this Association, except in relation to matters as to which any such officer or director, or former officer or director, shall be adjudged in any action, suit or proceeding to be liable for those acts and omissions arising out of his or her willful misfeasance. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled including such immunities under any law, bylaw agreement, or otherwise.

ARTICLE XII

DISSOLUTION

Section 1. In the event of the dissolution of the Association, after all liabilities and responsibilities have been met, its assets shall be distributed in accordance with the Internal Revenue Code concerning its exempt status or in accordance with State law. The decision of distribution shall be made by the Board of Directors.