

# Pine Island Country Club

## BYLAWS



*Effective 9/1/2024*

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PINE ISLAND COUNTRY CLUB BYLAWS

**ARTICLE I - Meetings of Members**

Section 1. The Annual All Member Meeting will be held by the end of March each year unless the Board of Governors decides with good reason to hold it later. The Board will decide the date and location for the meeting.

Section 2. The Board Chair will coordinate all meeting activities. He/she will set the meeting agenda which includes updates and plans regarding financial data, capital funds, and membership.

Section 3. In November of each year, the Board of Governors will communicate to membership requesting nominations for open seats on the Board.

Section 4. In January of each year, primary account holders, in good standing, vote to fill vacant Board of Governors seats.

Section 5. The Board of Governors elected each year will assume their duties at the March Board of Governors meeting following the Annual Meeting of the same year in which they were elected.

Section 6. The Board of Governors Chair may call a special meeting of members at any time. Notices of special meetings will be made to all voting members at least two weeks in advance.

Section 7. Only members in “good standing” (as defined in Article V, Section 10) are eligible to vote at any meeting.

Section 8. A meeting quorum is defined as fifty or more voting members. A majority vote of members present at any meeting shall be considered as the action of the meeting except as otherwise provided

Section 9. Voting by proxy shall not be permitted unless exception is granted by the Board Chair.

**ARTICLE II - Board of Governors**

Section 1. The Board of Governors shall consist of 9 seats.

Section 2. Board members will be elected for three-year terms. No Board member may serve more than two consecutive terms. Board members must take one year off between a second and third term.

Section 3. Elections for Board members will be held annually. Elections will be held under procedures established by the Board of Governors. **Three new members are elected each year.** One Social member per election cycle may be elected onto the Board with a maximum of two Social members at any given time.

Section 4. A Board member *shall* be relieved of their responsibilities if they have missed three consecutive OR four meetings in a rolling 12 month period.

Section 5. Except as specifically stated in Article II, Section 10, the Board will work in concert with Ownership and the General Manager to enhance the PICC member experience while making PICC a self-sustaining enterprise.

The objectives of the Board of Governors include the following:

A. Make PICC a self-sustaining enterprise

- Determine both, short-term and long-term strategies.
- Membership Initiative - increase or maintain membership at an optimal level that creates self-sustaining operational revenue while maintaining exclusivity for the club.
- Capital Improvement Fund - maintain and grow funds from monthly assessments of members for replacing/repairing/enhancing club facilities

B. Enhance the PICC membership experience

- Market Position - monitor club status relative to the Charlotte regional market.
- Membership Survey - survey membership annually to assess satisfaction, opinions, areas needing improvement.

Section 6. The Board of Governors will meet a minimum of six times in a given calendar year (or every other month). The Chair will call a meeting of the Board at any time upon request of at least five Board members. The Chair will notify the Board of the meeting in advance.

Section 7. It is the duty of the Chairperson of the Board to ensure that a meeting of the Board of Governors following the Annual All Member Meeting of each year is called for the purpose of electing the Officers (see Article III) provided for in these bylaws.

Section 8. A notice of a Board of Governors meeting does not need to state the purpose of the meeting except for the purpose of amending the bylaws. When a bylaws amendment is being considered, notice will be given to the Board at least seven days in advance. A description of the proposed amendment will also be

provided by the Vice Chairperson in advance of the meeting. Approval of a bylaw's amendment requires a majority vote of all Board of Governors members.

Section 9. Any vacancy occurring on the Board of Governors may be filled from the voting members by an appointee of the Board for the balance of the unexpired term. The appointee will serve the remaining balance of the replacements term, within a two-year term limit. The appointee may not continue past the two-year replacement term.

Section 10. At all Board meetings, five Board members are required to constitute a quorum. The action of a majority of those present at any Board meeting with a quorum will be considered as the action of the Board. For any item to be voted upon whereas a Board of Governor is not present, he/she may provide an absentee vote via email within five days of the item identified for voting by the Chair. This may occur prior to a Board of Governors meeting or following the meeting.

Section 11. The Club shall indemnify and hold harmless each member of the Board of Governors against any expenses reasonably incurred by the member in connection with or arising out of any action, suit, or proceeding in which the member may be involved by reason of said person being or having been a member of the Board of Governors, whether or not said membership has continued at the time of incurring such expenses. Provided, this shall not be construed to authorize the Club to protect any such member of the Board of Governors against any liability to which said person would otherwise be subject by reason of willful misfeasance, bad faith, gross negligence, or reckless disregard of the duties involved in the conduct of said duties or Offices. The Club may insure against the indemnification provided for in this section by action of the Board of Governors.

Section 12. The Board of Governors will have the opportunity to review and suggest the amount of fees and charges for goods and services provided by the Club, however, changes made are at the discretion of the owners and General Manager.

Section 13. A Board of Governors member shall be relieved of their responsibilities if they miss three consecutive meetings or four total meetings in a rolling 12 month period.

**ARTICLE III - Officers**

Section 1. The Officers of the Club as chosen from members of the Board of Governors, include a Chairperson and Vice Chairperson. Each will serve for a one-year term and until their successors are elected and qualified.

A. Chairperson - Qualities needed: organizational skills, experience leading/managing teams, and ability to dedicate time/attention to the tasks required of this position. Responsibilities include:

- Presiding over the Board of Governors meetings
- Ensuring an Agenda is created for all Board meetings
- Ensuring tasks resulting from Board meetings are completed on time
- Coordinating any necessary ad hoc meetings (ex. Ownership, subject matter experts, membership)
- Attending meetings as requested by committee leads
- Serving as a liaison between Ownership, Management, and the Board
- Serving as the primary spokesperson for the Board

B. Vice Chairperson - Qualities needed are the same as those for the Chairperson. Responsibilities include:

- Keeping a record of Board meeting minutes; providing meeting summaries
- Developing communications as directed by the Board
- Understanding the duties of the Chairperson and performing these duties in the absence of the Chairperson

**ARTICLE IV - Committees**

Section 1. The Chairperson, with the consent of the Board, may appoint committees in addition to the standing committees as he/she deems necessary. All committees are merely advisory and are subject to the direction and control of the Board.

Section 2. All committees must have a chairperson who is a member of the Board of Governors.

Section 3. A member of the Board of Governors is to attend each of the committee meetings to bring items requiring review to the Board, General Manager, or Department Head.

Section 4. The members of all committees will be selected from Membership and must be in good standing. Committee members may be removed, or vacancies filled, at any time by that committee's Chairperson.

Section 5. Appendix A identifies standing committees and the powers/responsibilities of each.

**ARTICLE V - Membership**

Section 1. The Membership of the Club shall have 500 members. A waitlist will form once the cap is met. The memberships will consist of the following classifications: *Professional, Full, Senior, and Social*. An additional membership class to be offered is *Corporate*. Considerations for Membership will be made without regard to race, gender, religious preference, or national origin.

Section 2. Any application for Membership must be approved by the General Manager. In special cases, Board approval may also be required. Memberships are non-transferable.

Section 3. Each member must pay the initiation fee (if required), monthly dues, plus all appropriate fees and taxes, as determined by the Board applicable to that member's class of membership. In the case of married or cohabitating couples, each person is considered a member and will have the rights and privileges and financial responsibilities associated with their membership category.

Section 4. The unmarried children (ages 0-23) of members have the same privileges as their parents without any additional fees. A divorced or widowed child is not considered to be an unmarried child as referenced in this section.

Section 5. The Board of Governors may suggest classes of Membership, initiation fees, dues, and capital fees. The owners and General Manager will review for final approval. The current classes of Membership are:

- A. **FULL** - (Ages 40-64) Members have full access to all Club's facilities, amenities including the golf course, golf practice facilities, locker rooms, swimming pool, Golf Shop, Clubhouse, dining, and social events/activities.
- B. **PROFESSIONAL** - (Ages 21-39) Members have full access the Club's facilities, amenities including the golf course, golf practice facilities, locker rooms, swimming pool, Golf Shop, Clubhouse, dining, and social events/activities. During the month that the Professional member turns 40 years of age, the membership will automatically convert to a Full membership without any additional initiation fees.
- C. **SOCIAL** - (Age n/a) Members have access to the Club's facilities and amenities except for the golf course and golf practice facilities. These include locker rooms, swimming pool, Golf Shop, Clubhouse, dining, and social events, activities. Social members have voting privileges. One Social member per election cycle may be elected to the Board with a maximum of two Social members at any given time.



- D. SENIOR - (Ages 65+) Members have full access to the Club's facilities, amenities including the golf course, golf practice facilities, locker rooms, swimming pool, Golf Shop, Clubhouse, dining, and social events/activities.
- E. CORPORATE – There will be one (1) primary Corporate Account Holder, bearing the name of the corporation. The Corporation may add up to four dependents to the Corporate Membership with applicable fees and dues. An application must be completed by the Primary Account Holder and all dependent Members. All charges are the responsibility of the Primary Account Holder, listed under the Corporation Name.

Section 6. A person holding a membership in a category that is eliminated will be allowed to select a new category for which they qualify without penalty or additional Initiation Fees. New Membership category dues and/or fees will apply.

Section 7. LEAVE OF ABSENCE may be granted under the following criteria.

- Members must be in good standing.
- Requests must be made in writing to the General Manager, thirty days in advance of the leave request start date. Management may ask for supporting documents to approve a Leave of Absence.
- Leave of absence is typically granted for medical situations, loss of employment, or extended out-of-town work assignments. Special situations require the approval of the General Manager.
- A Leave of Absence is issued for six months. If a leave exceeds six months, the membership will be terminated. The member will be eligible for renewal under the guidelines in Section 9 below.
- All monthly dues will be suspended during the Leave of Absence except for monthly Capital Fund Fees and elected Annual Fees.
- No access to Club facilities/amenities or voting privileges are granted to members and their dependents on a leave.
- At the completion of a Leave of Absence, monthly dues will resume. Any accrued fees must be paid prior to reinstatement.
- Members are limited to a maximum of two Leave of Absence, totaling 12 months, during the lifetime of their membership.
- Corporate and In-Queue Memberships are not eligible for a Leave of Absence.
- The Board of Governors can limit the number of issued Leave of Absence for a specific time.

Section 8. RESIGNATIONS must be in writing and submitted to the General Manager or Membership Director, thirty days (30) in advance of the next billing date.

- During the final month of the Members membership privileges, charging to a Pine Island Membership Account for purchases will be deactivated. A personal Credit Card will be required for the final month of Membership.
- The Members final statement will include any outstanding balances, purchases, fees and applicable food minimum.
- The Member account must be paid in full by the fifteenth of the final statement month to maintain good standing status. All unpaid balances are subject to collection.

Section 9. MEMBERSHIP RENEWALS. If a member (in any classification group) resigns in good standing the member is eligible for renewal. He/she must submit an application that is then approved by the General Manager.

- If the membership renewal is granted prior to 12 months from the resignation date, all back dues would need to be paid to make the account current. This would be in lieu of an initiation fee.
- If the renewal occurs between 12 and 24 months of the resignation, the member will be required to pay an initiation fee equal to 50% of the then current initiation fee of the requested membership class, less Initiation Fees paid prior to the resignation.
- After 24-months, the member will be required to pay the current initiation fee of the requested membership class, less Initiation Fees paid prior to the resignation.
- All renewals are subject to review and the requesting Member may be placed on the In-Queue waitlist, if applicable, in order of which the application to renew was received. All In-Queue policies and procedures will be applicable.

**ARTICLE VI - Guests of Members**

Section 1. Guest policies and fees will be determined by the General Manager and presented to the Board for review.

**ARTICLE VII - Suspension, Termination, and Resignation**

Section 1. All Member accounts will be considered delinquent if not paid by the 15th day of the month in which the account was billed. Delinquent accounts are subject to a finance charge, as established by the Board, beginning on the 16<sup>th</sup> day of the month.

- If the account balance is 45+ days delinquent, charging privileges may be suspended.
- If the account balance is not paid in full within 60 days a letter will be sent to the Member giving him/her ten days to pay the entire delinquent balance. If payment is not received within ten days, the membership will be automatically suspended.

Section 2. Resignation, suspension, or termination of any Membership does not relieve the Member from the payment of dues, taxes, charges, purchases, or assessments due at the time the membership ended.

- Accounts 45+ days delinquent, may be restricted from club events and charging privileges may be suspended.
- Delinquent account balances are subject to collection.

Section 3. The General Manager will review any inappropriate activity by a Member and or a members guests. The following action may be taken:

- First offense - A written warning will be delivered with potential suspension for a period determined by the General Manager. A warning does not imply suspension. The Member is responsible for payment of monthly dues during a suspension period. Food and Beverage minimums will not be required during a suspension period. Members may not downgrade their membership status during a suspension period.
- Second offense - Offense may or may not be like the first offense. Termination of membership at the discretion of the General Manager.
- 4. APPEAL - Members may appeal a termination decision via written notice to

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the General Manager. Once received, the Board of Governors will hold an appeal hearing with attendance by the member, GM, and other participants as determined by the Board. A vote by the Board of Governors will occur following the hearing with a majority deciding to uphold or reverse the original decision regarding termination.

### ARTICLE VIII - Outside Events

Section 1. GOLF EVENTS. The following guidelines are to be followed to minimize impact to membership:

- A. Events will only occur on weekdays, preferably Mondays. Exceptions may be approved by the General Manager.
- B. No more than one event per week; a single event may occur over multiple days.
- C. Only one Friday event per month unless approved by the Board and GM.
- D. Except for Monday, Closed Day Events, Membership will be notified of all events a minimum of one week prior to event.

Section 2. NON-GOLF EVENTS. Examples: weddings, banquets. The following guidelines are to be followed to minimize impact to membership:

- A. Utilization of the entire clubhouse is only available after 4:00pm. Two hours prior and during the event, the clubhouse will be closed to membership.
- B. At no time should guests of these events be permitted on course greens (including the practice areas).
- C. Guests of the party will not have access to the Member Grill while the clubhouse is open to membership.

### ARTICLE IX - Rules and Regulations

The Rules and Regulations document is incorporated into these bylaws by reference herein. The document may be amended by the GM and/or ownership.

**ARTICLE X - Amendments**

These bylaws may be amended at any meeting of the Board of Governors by an affirmative vote of a majority of members of the Board.

A member of the Board of Governors. Chairs are selected annually by the Board of Governors. Committee members must be in good standing of PICC; they will be recruited by the committee chair and Board. Committees should represent the diversity of the PICC membership

**APPENDIX A - Standing Committees and Responsibilities**

The Chair of each committee responsibilities include:

- Meet four times in a calendar year.
- Responsible for setting annual goals and working with each other and management to achieve annual goals.
- Committee discussion, debate and action items should be done in the committee meeting, not the board meeting.
- The committee is responsible to providing the board with an update at the board meeting.

**Greens and Grounds Committee:**

The mission of this committee is to advise and recommend to the Board matters pertaining to the maintenance of the course, and practice areas. This committee will work with the Course Superintendent.

**Golf Committee:**

The mission of this committee is to advise and recommend to the Board matters pertaining to the use of the golf facilities, including rules, regulations, Men's Golf and Ladies Golf matters, handicaps, club tournaments/outings, and specific programs.

- Coordinate with the Head Golf Professional in creating the master golf calendar for the year.
- Encourage cooperation between Club members.
- Coordinate with the Head Golf Professional to assure appropriate rules and regulations surrounding the USGA handicapping system for all golfers.
- Seek input from club members on ideas for tournaments, programs, and events.
- Solicit individual members to assist with proposed activities to encourage more member involvement.

Food and Beverage Committee:

The mission of this committee is to advise and recommend to the Board matters pertaining to the direction and requirements of the Club's food and beverage amenities.

Responsibilities include:

- A. Advise on current food and beverage operations, service, food offerings, and facilities to ensure the needs and desires of the membership are being met.
- B. Advise on input for promotions, advertising, and marketing activities to enhance food and beverage usage by Members.

Membership Committee:

The mission of the Membership Committee is to work with the General Manager, Membership Director, and staff to ensure members have an excellent experience at PICC.

- Responsible for welcoming new members to the Club.
- Responsible for working with the GM, Membership Director, to reduce attrition.
- Serve as a liaison to all Members of the club, offering a supportive and positive message.
- Support and attend club events, while encouraging participation of all members.
- Advise on seasonal promotions for Membership.