

**CONSTITUTION AND BY-LAWS
PROFESSIONAL GOLFERS' ASSOCIATION OF AMERICA
ILLINOIS SECTION, INC.**

PREAMBLE

The regulations contained herein shall not conflict with the Constitution and By-Laws of the Professional Golfers' Association of America and any provision contained therein in conflict with these regulations shall supersede and take precedence over these regulations, provided that the Constitution and By-Laws of the National Body do not conflict with the laws of the State of Illinois.

CODE OF ETHICS

Section 1: Violations. Members or Apprentices shall be deemed to have violated the Code of Ethics by:

- A. Abusing the privileges extended to them, for example, playing without invitation on any golf course.
- B. Causing embarrassment to fellow golf professionals.
- C. Applying for or otherwise seeking, soliciting, discussing or accepting any employment in an unprofessional manner.
- D. Conducting themselves in a manner as to adversely or otherwise injure the reputation of the Association and its members.
- E. Conducting business in an unethical manner.
- F. Engaging in any conduct, which is contrary to or inconsistent with the policies of the Association.

Section 2: Disciplinary Action: Members or Apprentices who violate the Association's Code of Ethics, its rules or provisions of its Constitution, By-Laws and Regulations shall be subject to disciplinary action by either a two-thirds majority of their Section's Officers or by the Association's Board of Directors. Such disciplinary action may include one (1) or more of the following:

- A. Imposition of fines not to exceed \$1,000.00.
- B. Revocation of privileges to participate in National or Section activities for a specified period of time.
- C. Suspension or expulsion from membership or registration in the apprentice program.
- D. Such other reasonable actions as may be determined.

Section 3: Appeals of Disciplinary Actions, Refer to Article II, Section 5, PGA of America Constitution, By-Laws and Regulations.

ARTICLE I - Meetings of Members

Section 1: Membership Meetings. There shall be two (2) meetings held annually, one in the Spring of the year and one in the Fall. Such meetings shall be held at such place and time as designated by the Officers.

Section 2: Special Membership Meetings. Special meetings of the membership may be held at any time upon the call of the President or majority of the Executive Board.

Section 3: Notice of Meetings. Notice of Membership and Special Membership Meetings shall be mailed to the membership 30 days prior to said meeting, by the Secretary. In all cases of Special Membership Meetings, the notice shall state briefly the object of the said meeting. In the event of an emergency, and with the approval of the majority of the Executive Board, a Special Membership Meeting may be called without 30 days notice.

Section 4: Quorum. A majority of voting members present shall constitute a quorum for the transaction of business at any Membership or Special Membership Meeting.

Section 5: Order of Business: The following order of business shall be observed at all meetings of the Section:

- (1.) Roll Call
- (2.) Reading of the minutes of the previous Regular Meeting
- (3.) Reading of the minutes of any Special Meeting
- (4.) Reading of the minutes of the Executive Board Meetings
- (5.) Report of the President
- (6.) Report of the Vice President
- (7.) Report of the Secretary
- (8.) Report of the Executive Director
- (9.) Report of all Committees

- (10.) Election of Officers
- (11.) Old Business
- (12.) New Business
- (13.) Adjournment

ARTICLE II - Membership Requirements

Section 1: Membership requirements shall be those established by the Constitution and By-Laws of the Professional Golfers' Association of America.

Section 2: An applicant for membership shall refer to the Section on election procedure in the Constitution and By-Laws of the Professional Golfers' Association of America, and abide by the same.

Section 3: Any member signing, or making false statements regarding an applicant on his or her application may be suspended from membership. Sponsors of a potential new member must follow the guidelines set forth by the Constitution of the Professional Golfers' Association of America.

Section 4: A Pre-Apprentice in the Illinois Section is a golf professional who is employed by a member of the IPGA, or is a Non-Member Head Professional who has applied to the Illinois Section for membership. A Pre-Apprentice must be (i) a high school graduate or equivalent, (ii) may not be a member of the armed services, (iii) may not be employed at a facility that has more than two (2) Apprentices or Pre-Apprentices for each nine holes. Duties shall be those of an "Assistant Golf Professional," as set forth in Article I, Section 2(b), of the PGA By-Laws and Regulations. A Pre-Apprentice in the Illinois Section must complete the IPGA Pre-Apprentice registration form, pass the Section Rules of Golf test, and pay a Pre-Apprentice registration fee to become eligible for Section activities. Once registered, a Pre-Apprentice may attend Section meetings, seminars, and play in approved IPGA events. An IPGA Pre-Apprentice is subject to all rules and regulations set forth in the IPGA Constitution and Tournament Regulations and will be disciplined for violations thereof.

ARTICLE III - Membership Dues

Section 1: The annual dues of the Illinois Section shall be set forth by the Executive Board and approved by the members.

Section 2: All dues and initiation fees shall be deposited:

- A. In the General Fund and shall be used at the discretion of the Officers, Executive Board and Members.
- B. At the discretion of the Executive Board, it shall be permissible to transfer money from the IPGA Accounts to the Tournament Fund, or in the alternative, from the Tournament Fund to the IPGA Accounts.

ARTICLE IV - Voting and Rights

(Refer to PGA of America, By-Laws and Regulations, Article VI)

Section 1: At any meeting of the members only Master Professionals, active Class A Members and Life Members that have full rights, shall be eligible to vote.

Section 2: All matters requiring approval of the voting Members may be voted on only by Members present at the meeting. No proxy votes will be allowed.

Section 3: Only Master Professionals, active Class A Members, and Life Members that have full rights, shall be allowed to hold office.

ARTICLE V - Benevolent and Relief Fund

The Benevolent and Relief Fund shall be administered by the Section Officers and the Executive Board of the Section.

Section 1: The Benevolent Fund shall be supported by grants as recommended by the Officers and Executive Board.

Section 2: The Benevolent Fund shall be for the benefit of the Members only and shall be expended for the purpose of assisting in cases involving death, illness, accident or other emergencies.

ARTICLE VI - Executive Board

Section 1: There shall be an Executive Board consisting of seventeen (17) members including Officers, the immediate Past President, the President of the Central Illinois Chapter and three (3) Independent Board members.

- A. Nine (9) members of the Executive Board shall be elected.
- B. Elections will be held at the Annual Fall Meeting with three (3) members to be elected, each for three (3)-year terms.
- C. If an elected member becomes incapacitated, leaves the Illinois Section, dies or resigns, the President shall appoint a successor to fill the vacancy until the next election. The position shall then be filled by election for the remaining portion of the term.
- D. When nominating members of the Executive Board, a petition for each candidate must be submitted to the Section's Secretary 30 days prior to the date of the Annual Fall Meeting, and the petition must contain the signatures of 25 voting members.
- E. If the necessary candidates do not file for Office, the President-elect shall appoint members to fulfill the vacancy until the next election.
- F. Independent Directors who are not members of the Association shall be elected by the Executive Board. The President shall submit a name or names to the Executive Board for approval.
- G. The term of office for the Independent Directors shall be three (3) years, with one (1) new Director appointed each year.
- H. In the event of death, disability, resignation, or refusal to serve on the part of the Independent Executive Board Member, the Executive Board shall elect a successor to serve the unexpired term from a name or names submitted by the President.

Section 2: The Executive Board shall meet upon the call of the President, or in his absence, the Vice President and/or Secretary. Such meetings shall be held at such place and such time as designated by the President, or in his absence, the Vice President and Secretary.

Section 3: Notice of Meetings. Notice of Executive Board Meetings shall be mailed to each member of the Executive Board, by the Secretary, not less than ten (10) days prior to said meeting, and shall state briefly the object of said meeting.

Section 4: Quorum. A minimum of nine (9) members of the Executive Board, excluding the President, shall constitute a quorum for the transaction of business at all Executive Board Meetings. No proxy votes will be allowed.

Section 5: Power and Duties. The Executive Board shall be divided into subcommittees for the purpose of delegating the responsibilities and activities of the Section. Subcommittee Chairperson shall report to the Executive Board at Executive Board meetings. By a majority vote of the Executive Board, decisions of subcommittees may be overturned or altered. The Executive Board shall manage, control and direct the affairs and activities of the Section. The Executive Board shall have full authority in all matters to carry out the goals and purposes of the Section, except in cases provided for in these By-Laws. Decisions of the Executive Board may be overturned by a two-thirds (2/3) vote of the voting Members at a Membership or Special Membership Meeting.

Section 6: Term of office. The newly elected members of the Executive Board and /or appointed members will take the oath of office immediately upon election or appointment and shall immediately assume their duties relative to their position.

ARTICLE VII - Officers - Duties

Section 1: There shall be a President, Vice President, Secretary and Immediate Past President.

Section 2: All of the officers shall be elected at the Annual Fall Meeting for a term of two (2) years. Each officer may serve only one (1) consecutive term.

Section 3: The duties of the President shall be as follows:

- A. To preside at and conduct all general membership meetings of the Section and of the Executive Board.
- B. To carry out the directives of the Executive Board of the Section and the Professional Golfers Association of America.
- C. Shall appoint such Committees and Chairmen thereof as are necessary to effectively accomplish the purposes and transact the business of the Section. The President shall serve as a member of all committees.
- D. To authorize the Executive Director to sign all contracts and other obligations of the Section with the approval of the Officers.

- E. In the event of the absence or temporary disability of the President, the Vice President shall perform all duties of the President. If the President resigns, dies or becomes totally incapacitated, he/she shall be succeeded by the Vice President.

Section 4: The duties of the Vice President shall be as follows:

- A. The Vice President shall keep or cause to be kept the accounts of the Section, and shall collect or direct the collection of monies belonging to or due the Section and shall deal with the same under the direction of the Executive Board. He/She shall have the authority to sign all checks and withdraw funds of the Section, but may delegate this authority to the Executive Director, or to other alternates.
- B. The Vice President shall submit a financial statement to the Executive Board (unaudited) 10 days prior to the Annual Fall Meeting.
- C. To sign or countersign all checks or delegate alternates to countersign all checks.
- D. Prepare a budget, with the cooperation of the Executive Director, in accordance with the fiscal year of the Section.
- E. In the event of his absence or disability, the Secretary shall perform the duties of the Vice President. If the Vice President resigns, dies or becomes totally incapacitated, he/she shall be succeeded by the Secretary, who shall become Vice President for the remainder of the term of office.
- F. The Vice President shall submit a financial statement to the Executive Board 10 days prior to each meeting (to accompany notice of said meeting) called by the President and/or Officers.

Section 5: The duties of the Secretary shall be as follows:

- A. The Secretary shall keep the minutes of all meetings of the Section and shall issue the call for such meetings. He/She shall keep the roll of members and take care of all correspondence and papers belonging to the Section.
- B. To furnish all delegates and qualifying players with proper credentials.
- C. In the event of his absence or disability, the Vice President shall perform the duties of Secretary. If the Secretary resigns, dies or becomes totally incapacitated, the President shall appoint, with the approval of the Executive Board, a member of the Executive Board to complete the remainder of the term.

Section 6: Term of Office. The newly elected officers will take the oath of office immediately upon election and shall immediately assume their duties relative to their position.

ARTICLE VIII - Delegates to Annual Meeting, PGA of America

Section 1: The President and Vice-President shall represent the Section as delegates to the Annual and Regional Meetings of the PGA of America. The Secretary will represent the Section as an alternate delegate.

ARTICLE IX - Amendments to By-Laws

Section 1: Amendment or repeal of these By-Laws or the addition of new By-Laws may be made by a two-thirds (2/3) vote of the voting membership present and entitled to vote at any Regular Meeting or at a Special Meeting called for that purpose and must be submitted in writing 30 days prior to the date of the meeting.

ARTICLE X - Tournament Committee

Section 1: Tournament Committee Members - The Tournament Committee shall be comprised of no more than 10 voting members as follows:

- A. The Officers of the Section shall be non-voting members of the Tournament Committee.
- B. The Chairperson of the Committee. The Tournament Chairperson shall be a member of the Executive Board selected by the President of the Section. The Chairperson shall appoint the other Committee members. These individuals must be in good standing, have full privileges of the Section, and shall include the Senior Chairperson and Assistant Chairperson. The Chairperson may also include an advisory member.
- C. An advisory member to be included among the 10 regular members having one (1) vote shall be selected by the Tournament Committee members. This advisor may be an amateur or golf industry representative.
- D. The term of office as a Tournament Committee member (Section 1, B) shall be one (1) year.

Section 2: Powers and Responsibilities of the Tournament Committee:

- A. Shall make decisions on matters pertaining to policy, tournament formats, pairings and prize distribution connected with or related to all tournaments, either sponsored or co-sponsored by the Illinois Section.
- B. Disciplining of any player found to be in violation of the PGA Code of Ethics while engaged in tournament play, or any infraction of the Illinois PGA Section tournament rules, conduct and regulations.
- C. Shall not be obligated to the day-to-day operation of any individual tournament, that obligation shall be the responsibility of the Tournament Director. The Tournament Director shall also adhere to and administer the tournament regulations.
- D. Each member of the Tournament Committee shall be entitled to one (10 vote on all matters that come before the Committee, and there shall be no proxy voting.

ARTICLE XI - Selection of Honorary Members

Section 1: Officers and Executive Board members shall make recommendations to the Executive Board in selecting new Honorary Members of the Section.

Section 2: Election is to be made by the Executive Board by majority vote.

ARTICLE XII - Awards

Professional of the Year, Horton Smith, Bill Strausbaugh, Teacher of the Year, Junior Golf Leader and Merchandiser of the Year (Private, Public, Resort). Award recipients will be selected in accordance with the guidelines set forth by the PGA of America.

ARTICLE XIII - Income

Section 1: All income will be deposited in the Illinois PGA accounts.

- A. General operating funds shall be placed in FDIC insured interest bearing checking accounts. The balance on general operating accounts should not exceed \$150,000 or the federally insured depository limitation for a period longer than 30 days. Fund balances anticipated to be over \$150,000 for more than 30 days shall be deposited into the Section Reserve Fund or a federally insured savings or money market account not exceeding the federally insured depository limits.

Section 2: All disbursements from the Illinois Section income will be distributed at the discretion of the Officers and Executive Board.

Section 3: All excess funds derived by the Illinois Section PGA from the various fund raising programs will be disbursed by the authority of the Officers and Executive Board.

Section 4: All reserve funds shall be invested in accordance with policies outlined in Section 4A below and recommended by independent advisors and adopted by the Board of Directors. Annual earnings on such investments shall be excluded from the current year's operating funds.

- A. The Illinois Section PGA Board of Directors shall authorize reserve fund expenditures up to a maximum total of \$50,000 annually. Expenditures in excess of this amount shall require approval by vote of the membership. A simple-majority vote shall be required to approve such expenditures.
- B. Illinois Section PGA reserve funds shall be invested in the following types of instruments: Federally insured certificates of deposit, United States Treasury Notes and Bills, PGA of America backed investment programs.

ARTICLE XIV - Employees

Section 1: The Executive Director of the Illinois Section shall be directly responsible for the Officers and the Executive Board of the Illinois Section.

Section 2: All Section employees shall be the direct responsibility of the Executive Director.

ARTICLE XV - Selection of District 6 Director from Illinois

The District 6 Director from Illinois shall be elected by the Officers and Executive Board. Any potential member who wishes to run for the position of Director shall disqualify himself/herself from the Selection Committee. Any member, currently in good standing, will be eligible for nomination. The term of office for a District Director is three (3) years. Under PGA of America By-laws, each Section of the District shall provide the Director in a prescribed rotation. If the District Director becomes incapacitated, dies or is unable to fulfill the term as District Director, the Executive Board shall hold an election to fill the position for the remainder of the term.

ARTICLE XVI - Chapters

Section 1: The Section Executive Board may exercise the power to create and charter Chapters within the Section boundaries. Such Chapters shall be subordinate to the Section and may conduct business in accordance with the Constitution, By-Laws and Regulations of the Section, which shall not be inconsistent or at variance with the Constitution, By-Laws and Regulations of the Association.

Section 2: A Chapter of the Section shall be named "The Central Illinois Chapter of the Illinois PGA." The members of the Chapter must be Section members or apprentices.

Section 3: The Chapter shall manage its financial affairs in a fiscally sound manner, shall be responsible for its financial obligations and are reported as part of the Section's financial records. In addition to the Chapter Officer, the Executive Director and Section's Treasurer must be signatories on all financial accounts held by the Chapter.

Section 4: The Officers of the Chapter shall include: President, Secretary or Treasurer.

Section 5: The Chapter President will be a member of the Section's Executive Board.

ARTICLE XVII - Veterans Hall of Fame Selection

Section 1: The current members of the Illinois Golf Hall of Fame may select by a three-fourths majority of the eligible living voters one (1) individual every two (2) years may be elected who, in their judgment, are qualified for selection.

- A: Nominations shall be submitted to a Committee of Past Presidents, (minimum of five (5), of the Illinois Section PGA.
- B: A maximum of five (5) candidates shall be chosen and submitted to the members of the Hall of Fame Veterans Committee for possible selection.
- C: Nominations shall be submitted to the Chairperson of the Past Presidents Committee within 30 days after the Spring Meeting of the Illinois Section PGA.
- D: The selectees (if these candidates receive the necessary 75% approval) will be presented to the Executive Director for introduction at the next scheduled Hall of Fame ceremonies.