

Canadian Deaf Golf Association

By-Laws

Revision 1: May 2003

GENERAL BY-LAW

Article I - Name

The name of this golf club shall be the Canadian Deaf Golf Association ("CDGA").

Article II - Purpose

First - To stimulate interest in recreational golf at the Canadian Deaf Golf Association by bringing together a group of Deaf golfers desirous of forming a golfing organization, in order to encourage the development of leadership abilities and golfing skills among Deaf golfers through various workshops and competitions.

Second - To encourage the development and affiliation of provincial deaf golf clubs across Canada.

Third – To promote and facilitate golf clinics and camps for young Deaf golfers across Canada.

Fourth - To enforce uniformity in the Rules of Golf by creating a representative authority, and to maintain a uniform system of handicapping as set forth in the Royal Canadian Golf Association ("RCGA") Handicap System manual.

Fifth - To provide a convenient and authoritative body to govern Deaf club competitions and events, and to select and train Deaf golfers to golf in national competitions sponsored by the CDGA, as well as international competitions such as the World Deaf Golf Championship.

Sixth – To distribute a newsletter through website www.cdga.net or any kind of communication at least once a year about the activities of CDGA, and;

Seventh – To abide by the policies and procedures established by the RCGA.

Article III - Membership

Section 1 – A Deaf provincial or territorial golfing association based in Canada shall become a full member of the CDGA. There shall be one association per province or territory.

Section 2 - Membership fees or dues of the CDGA shall be at the discretion of the Board of Directors of the CDGA.

Section 3 – Memberships, as conferred by the Board of Directors, shall only be issued to Deaf provincial golfing associations composed of members with a

reasonable and regular opportunity to play golf with fellow members and who can return scores for posting and calculation of handicap indexes by the club.

Section 4 - Membership confers no special privileges in connection with the operation of any golf course, clubhouse, or any facilities of the golf course or courses where the club may conduct its activities from time to time.

Section 5 - In the event that any member of a Deaf provincial golfing association shall commit any act that reflects discredit or disrepute on the CDGA or shall refuse or neglect to comply with the rules and regulations adopted by the Board of Directors of the CDGA or the RCGA, the CDGA shall work with the responsible Deaf provincial golfing association to resolve the dispute.

Section 6 - Any Deaf provincial golfing association may withdraw from membership in the CDGA by delivering to the CDGA a written resignation and lodging a copy of the same with the secretary of the CDGA.

Article IV - Meetings

Section 1 - The Annual Meeting of the CDGA shall be held in the summer. The Board of Directors shall provide notice to all members, by publication, of such meeting at least 30 days prior to that date. Notice of any meeting where special business will be transacted shall contain sufficient information to permit the member to form a reasoned judgment on the decision to be taken.

Section 2 – For the purpose of the Annual Meeting, the members must be the Officers of the Board of Directors and members selected by each Deaf provincial golfing association to vote. The members selected by the Deaf provincial golfing associations will be called representatives. Anyone who is an Officer can also be selected by the Deaf provincial golfing association as its representative.

Section 3 - Notice of each meeting of members must remind the Officer or representative if he or she has the right to vote by proxy. A proxy holder must be a representative of the Deaf provincial golfing association as well as a member of CDGA.

Section 4 - A quorum for any meeting shall be six members, who are either representatives or Officers present in person or by proxy. Each active member in good standing shall be entitled to one vote.

Section 5 - A Director or Officer may participate in a meeting by means of real-time relay chat, videoconferencing, or the like that permits all persons participating in the meeting to communicate with each other.

Section 4 - A resolution in writing signed by all of the Directors or Officers entitled to vote on that resolution is as valid as if it had been passed at a meeting of Directors or Officers, unless the Act requires a meeting for the matter.

Section 5 – A vote shall pass by majority vote of the members present.

Section 6 - The board of directors shall call a special general meeting of members on written requisition of seven or more members. Members present in person at a special general meeting will constitute the quorum for that meeting.

Article V: Dues

Section 1 - All membership fees and dues for the Deaf provincial golfing associations shall be established by the Board of Directors from time to time in such amounts as they deem are adequate to operate and maintain the Club. Such fees and dues shall include membership dues payable to the CDGA and the RCGA. Member's association dues will be promptly remitted to the CDGA and the RCGA.

Article VI - Board of Directors

Section 1 - The Board of Directors shall consist of a minimum of three directors. The directors shall be selected from persons from the Deaf provincial golfing associations who are members of the CDGA. The directors shall exercise all powers of management of the club not specifically excepted by these By-laws. Directors serve without remuneration from the CDGA unless otherwise directed by the Board of Directors.

Section 2 - At least five weeks prior to the Annual Meeting, the Board of Directors shall appoint a nominating committee consisting of members of the Deaf provincial golfing associations. At least four weeks prior to the Annual Meeting, the committee shall, through a newsletter, the website www.cdga.net, or any kind of communication, submit to the Board a list of nominees to fill any vacancies for the term of office beginning on the day of the meeting.

Section 3 - Voting shall be by a show of hands or by written ballot and those names receiving the greatest number of votes cast by those present and entitled to vote at the meeting shall be declared elected.

Section 4 - The Board of Directors shall meet at such times and places as they may select and a majority of the board shall constitute a quorum at any meeting.

Section 5 – A vote of the Board of Directors shall pass by majority vote. In the event of a tie vote, the motion is considered defeated.

Section 6 - In the case of any vacancy through death, resignation, disqualification or other cause, the remaining Directors, even though less than a quorum, may elect a successor by majority vote to hold office for the unexpired term of the Director whose place was vacant, and until the election of a successor.

Section 7 – The duties of the officers of the Board of Directors are as follows;

President: The President is the Chief Executive Officer of the CDGA and shall supervise the other officers in the execution of their duties.

Vice-President: The Vice-President shall carry out the duties of the President during his or her absence.

Secretary: The Secretary shall conduct the correspondence of the CDGA, issue notices of the meetings of the CDGA and its Directors, keep minutes of the meetings of the CDGA and its Directors, keep custody of the corporate seal and all records and documents of the CDGA except those required to be kept by the Treasurer, and maintain the register of members.

Treasurer: The Treasurer shall keep the financial records, including books of account necessary to comply with the *Canada Corporations Act*, and render financial statements to the Directors, members, and others when required.

Handicap Co-ordinator: The Handicap Co-ordinator shall lead and operate the following committees and appoint committee members, who shall not have the right to vote on the Board of Directors, and must be members of Deaf provincial golfing associations :

- **Handicap Committee** composed primarily of members with the responsibility to establish a fair and proper system of handicaps in accordance with procedures set forth in the RCGA Handicap System Manual
- **Tournament Committee** to arrange and schedule with the management of any golf course as necessary, and conduct all intra-club and inter-club competitions.
- **Membership Committee** to investigate and act upon all applications for membership and to recommend appropriate action to the Board of Directors.
- **Rules Committee** to ensure that the members adhere to the Rules of Golf and Amateur Status.

Article VII - Officers & Committees

Section 1 - Within ten days after the Annual Meeting and election, the Board of Directors shall meet and elect a president, vice-president, secretary, treasurer, and handicap co-ordinator whose duties shall be such as their title would indicate or such as may be assigned to them respectively from time to time.

Section 2 - An officer must be a Director of the CDGA. Officers serve without remuneration unless otherwise directed by the Board of Directors.

Section 3 - The Board of Directors shall authorize and define the powers and duties of all committees, and the president shall be ex-officio member of all committees except the nominating committee.

Article IX - Miscellaneous

Section 1 - The books, accounts and records of the Club shall be audited each year upon the authority of the Board of Directors and approved by them. The audited statement shall be presented to the Annual Meeting each year for approval by the members. The books, accounts and records shall be available for inspection by the members upon reasonable request and at such times and places as the Board of Directors shall designate.

Section 2 – The fiscal year end of the CDGA shall be December 31 of every year unless otherwise decided by the Board of Directors.

Section 3 – The Board of Directors shall designate at least two officers responsible to sign contracts, documents or any instruments in writing on behalf of the corporation, and all contracts, documents and instruments in writing so signed shall be binding upon the corporation without any further authorization or formality. The directors shall have power from time to time by resolution to appoint an officer or officers on behalf of the corporation to sign specific contracts, documents and instruments in writing.

Article X - Amendments of Bylaws

Section 1 - The Board of Directors shall have the power to repeal or amend any of these Bylaws, provided that such action shall not be effective until approved by a two-thirds vote of the members of the Club at a meeting held in accordance with the provisions contained herein, provided that the repeal or amendment of such By-laws shall not be enforced or acted upon until the approval of the Minister of Industry has been obtained.

Article XI - Auditors

Section 1 – The members shall, at each annual meeting, appoint an auditor to audit the accounts and annual financial statements of the corporation for report to the members at the next annual meeting. The auditors shall hold office until the next annual meeting provided that the Directors may fill any casual vacancy in the office of the auditor. The remuneration of the auditors shall be fixed by the Board of Directors.