

Country Club of Paducah



Bylaws

Section I - Fiscal Year

The fiscal year of the Club shall begin January 1, and end December 31, each year.

Section II - Meetings

A. Annual Meeting – Members

1. An annual meeting of the Club shall be conducted on the fourth Tuesday in January at a time set by the Board of Directors unless another date is fixed by the Board that is no later than the end of the first quarter of the calendar year.
2. The Secretary/Treasurer shall mail a notice of the annual meeting, including Board nominees, to all members at least twenty (20) days prior to the annual meeting and shall post a notice of the annual meeting in the clubhouse.
3. A statement of the financial condition of the Club as of the close of the preceding fiscal year, a statement of income and expenditures for the preceding fiscal year, and reports by the chairpersons of standing committees as to their respective activities shall be available in the Club office to all members at least seven (7) days prior to the annual meeting.

B. Special Meetings

1. A special meeting of the members of the Club may be called at any time upon order of the Board of Directors.
2. A special meeting of the members of the Club may be called at anytime by a petition containing the names of a minimum of twenty (20) voting members of the Club, with or without the consent of the Board of Directors. The call of such a meeting shall be in writing and signed by the Directors or members calling the meeting, and shall state the purpose of the meeting. The Secretary/Treasurer shall mail a notice of the meeting to all members at least ten (10) days prior to the meeting and shall post a notice of the meeting in the clubhouse. Notice of a special meeting shall state the purpose of the meeting and no other business shall be transacted.

C. Regular and Special Meetings - Board of Directors

The Board of Directors shall meet in regular session once each month and shall meet in special session upon the call of the President, or upon the call of three (3) or more Directors. Reasonable notice of any meeting shall be given to all Directors.

D. Quorum

1. At the annual or special meeting of the members of the Club, those present shall constitute a quorum for the transaction of business so long as those present consist of ten percent (10%) of the voting membership.
2. At the Board of Directors meetings, a majority of the Board shall constitute a quorum for the transaction of business.

E. Proxy Voting

No proxy voting shall be allowed at any meeting of the members or of the Board of Directors unless it is specifically provided for in the notice of the meeting.

F. Rules of Order

Roberts Rules of Order shall be followed at all meetings of the membership and the Board of Directors.

G. Waiver of Notice

Any member may execute a written waiver of any notice required and said waiver shall constitute the members' consent to any action taken at any meeting of the membership or the Board of Directors.

Section III - Directors

A. Board of Directors

1. The Board of Directors shall be composed of nine (9) elected Directors, three (3) of whom shall be elected at each annual meeting for a term of three (3) years according to the procedure set forth in paragraphs B. and C. below, until 2011 when the number of elected Directors shall be reduced to eight (8). The number of elected Directors shall be reduced each election thereafter until the number of elected Directors is reduced to six (6). Any voting member of the Club in good standing may serve as a Director.
2. Indemnity — The Board of Directors, both current and former, officers, both current and former, committee chairmen, both current and former, and management staff, both current and former, are indemnified and held harmless against expenses actually and reasonably incurred in connection with the defense of any action, suit or proceeding, civil or criminal, in which he/she is a party by reason of being or having been such Director or officer, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty to the corporation, pursuant to KRS 271B.8-500 et seq.

B. Nominations

1. Prior to the November meeting, the President shall appoint a Nominating Committee of not less than three (3) club members, and not more than five (5) club members with no more than two (2) of which may be Directors, to prepare a list of candidates for election to the Board of Directors. The committee shall report to the Board of Directors at the regular November meeting and the Board shall then nominate at least one (1) but no more than two (2) candidates for each vacancy from the list. Nominees by the Board of Directors shall be given to the Secretary/Treasurer not later than December 15. To qualify for election to the Board of Directors, a candidate shall be a voting member in good standing for at least three (3) years without any disciplinary actions noted in their file.
2. A list of nominees recommended by the Nominating Committee and approved by the Board of Directors shall be enclosed in the annual meeting notice which is required under Section II, A. Any fifteen (15) voting members of the Club may nominate a candidate for election and have his name added to the ballot by filing a written petition with the Secretary/Treasurer. Such petitions must be given to the Secretary/Treasurer at least seven (7) days prior to the date of the annual meeting. Each candidate nominated under this section must have a separate written nominating petition.

C. Election

1. The Secretary/Treasurer shall prepare written ballots, listing all nominees by the Board of Directors and by the membership, for use at the election.
2. The election shall be conducted on the date of the annual meeting set forth in Section II, A.

3. The polling table and ballot box shall be open for voting from 12:00 noon until 7 p.m. and shall be attended at all times by two (2) Directors, or the Secretary/Treasurer and one (1) Director.
4. A voting member may obtain an absentee ballot. The absentee ballot may be obtained from the Secretary/Treasurer or an authorized staff member. The absentee ballot shall be signed by the member and returned via fax, mail, electronic mail or hand delivery to the Secretary/Treasurer or the authorized staff member twenty-four (24) hours prior to the opening of the polling table. The Secretary/Treasurer or the authorized staff member shall confirm all returned absentee ballots. In the event a member chooses to vote by e-mail ballot, the member must request an e-mail absentee ballot and shall return the ballot by e-mail to the Secretary/Treasurer or authorized staff member by no later than 12:00 noon on voting day.
5. Each voting member may cast one (1) vote for any number of candidates up to three (3), but he may cast only one (1) vote for any one (1) candidate.
6. The candidates receiving the highest number of votes for open Director positions shall be elected. Lot shall break a tie vote.
7. A Director elected at the annual meeting shall take office immediately following his selection.
8. No Board member who is a candidate for reelection shall be allowed or required to participate in the administration of the election process.

D. Re-election

A member of the Board is eligible for immediate re-election to the Board except that no person may be elected to serve more than two (2) consecutive terms.

E. Vacancy in Office/Removal of Board Member/Confidentiality

1. If a Board of Directors vacancy should occur because of resignation or other reason, the remaining Board members shall elect a new Director to serve the remainder of the term.
2. The Board, in its discretion, may by vote of two-thirds (2/3) of its voting members remove any officer or Board member who shall fail to attend, without reasonable cause of the absence, three (3) consecutive meetings of the Board of Directors, of which meeting he or she had notice. The Board may also by vote of two-thirds (2/3) of its voting members remove any Board member for cause, including, but not limited to the release of confidential information, making a knowingly false statement at any Board meeting, violation of any Club bylaw, house rule or other rule or regulation promulgated by the Club or any committee, dishonesty, conviction of a felony or any other crime that discredits the reputation of the Club, disruptive conduct or unauthorized use of the club name, logo or member list.
3. A member of the Board of Directors shall not, without prior written approval granted by a majority vote of Board members, at any time or in any manner, either directly or indirectly, divulge, disclose, or communicate to any member, person, firm, or corporation, in any manner whatsoever, any information concerning any matters affecting or relating to the Club and its members, including but not limited to, any personal or business information concerning any of the Club's members, the manner of operation of the Club and its Board of Directors, the Club's plans, or any other information, without regard to whether all or any part of the foregoing information is deemed confidential, material, or important. The members of the Board of Directors shall stipulate in writing each year as between them the same are important, material, and confidential and gravely affect the effective and successful conduct of Club business and goodwill and that any breach shall be a substantial and material breach and cause for removal.

4. A confidentiality agreement, to be signed by all Board members each year, shall remain in full force and effect during and after the Board member's term. A Board member acknowledges confidentiality is necessary and proper for the Club to preserve and protect its member's rights, the Club's goodwill, and the nature of the Club's business. All Board members agree a violation by a Board member of the terms of the confidentiality agreement will result in irreparable and continuing injury to the Club and its members for which there is no adequate remedy.

F. Minutes of Board and Financial Statements

All approved minutes of the Board of Directors, budgets and financial statements of the Club shall remain in the Club office and be open to all members upon reasonable notice and request.

G. Limit on Debt

The Country Club of Paducah, Inc. is a nonprofit corporation organized under the Kentucky Nonprofit Corporations Acts, KRS 273.161 to 273.390. Pursuant to KRS 273.297, any sale, lease, exchange, mortgage, or pledge of all, or substantially all, property and assets of the Club may be authorized in the following manner:

1. The Board of Directors shall adopt a resolution recommending such sale, lease, exchange, mortgage, pledge or other disposition and directing that it be submitted to a vote at a meeting of voting members, which may be either an annual or a special meeting.
2. The Secretary/Treasurer shall serve written notice of the purpose of the meeting as directed by Section II of these bylaws.

Authorization for such sale, lease, exchange, mortgage, pledge or other disposition shall require at least two-thirds (2/3) of the votes which members present at such meeting are entitled to cast.

Section IV - Officers

The Board of Directors shall elect a President and a Secretary/Treasurer and such other officers as necessary by no later than the monthly meeting following the selection of the Board of Directors. Any member of the Board may nominate a candidate, for either position. Election of officers shall be by majority vote of elected Board members.

1. The President shall be a voting member of the Club, but need not be a member of the Board of Directors at the time of their election. If a person who is not a member of the Board of Directors is elected President, he shall be a member of the Board of Directors during the period he is serving as President. The President shall have full voting rights and, in the event of a tie in a vote for election of an officer, the President shall break the tie.
2. The election of a member of the Board of Directors to the office of President shall not create a vacancy on the Board.
3. Other officers shall not become members of the Board of Directors by virtue of their election as officers.
4. Officers shall be elected for a term of one (1) year and may be re-elected without restriction, except that no person may serve more than two (2) consecutive terms as President.
5. A person who has been a member of the Board of Directors only by virtue of his office as President shall be eligible for election and re-election as Director in accordance with Section III, paragraph D regarding re-election.

6. Duties of Board officers

- a. President: The President shall be the principal executive officer of the Club and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the Club. He shall, when present, preside at all meetings of the members and of the Board of Directors. He may sign, with the Secretary/Treasurer or any other proper officer of the corporation thereunto authorized by the Board of Directors, deeds, mortgages, contracts, or other instruments that the Board of Directors has authorized to be executed, except cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws to some other officer or agent of the Club, or shall be required by law to be otherwise signed or executed, and in general shall perform all duties incidental to the office of President and such other duties as may be assigned by the Board of Directors from time to time.
- b. Secretary/Treasurer: The Secretary/Treasurer shall: (a) keep the minutes of the proceedings of the members and of the Board of Directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; (c) have charge and custody of and be responsible for all funds of the Club; (d) receive and give receipts for monies due and payable to the Club from any source whatsoever, and deposit all such monies in the name of the Club in such banks, or other depositories that shall be selected in accordance with the provisions of these bylaws; and (e) in general perform all duties incidental to the office of Secretary/Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. The President may delegate portions of the Secretary/Treasurer's responsibilities to other Board members, Club members and/or Club employees.

Section V - Selection of Members

A. Policy of Nondiscrimination

It is a fundamental policy of The Country Club of Paducah, Inc. to extend membership to qualified persons without regard to race, color, religion, gender, national origin or disability.

B. Nomination for Membership

1. Any two (2) voting members may nominate a person for membership.
2. The child of a regular, tennis, house or senior member may apply for membership as a regular, tennis or house membership. Such child shall be entitled to membership by payment of one-half (½) the initiation fee for the membership category for which he or she applies.
3. To be eligible for membership the nominee shall present a completed application and check for the appropriate initiation fee to the Club office
4. The Club office will post the membership application on the bulletin board for ten (10) days prior to Board action. The Board may approve the membership application pending the requisite ten (10) day posting of the membership application to the general membership. The Club office will forward the membership application to the Club Membership Chairman and Secretary/Treasurer for appropriate action
5. During the 10 (ten) days immediately following posting of the application, any member of the Club may notify the Club Membership Chairman and/or Secretary/Treasurer in writing that he/she opposes the application and such notice shall state the reason or reasons for the member's opposition. The Board will take action as deemed appropriate

6. The Club Membership Chairman shall submit the recommended name(s) to the Board of Directors at its next meeting. If a vacancy exists, the Board may, (1) approve the nomination; or (2) disapprove the nomination; or (3) instruct the President or Secretary/Treasurer to obtain additional information about the nominee for consideration at a later meeting. A nominee shall be disapproved if two (2) or more Directors vote against approval.
7. Once an application has been voted on by the Board and satisfied the posting process, the application will be considered approved and the applicant for membership notified by the Club office and given a membership number. The new member's prorated dues and fees begin the date of notification by the Club office.

Section VI - Membership

A. Classes of Membership

The Club may have various membership categories with different financial requirements, as determined from time to time by the Board, and may include classifications of memberships as follows: regular, corporate, house, tennis, senior, junior and non-resident. All members, in any classification of membership and in good standing, shall be voting members of the Club.

B. Authorized Use by Membership Type

1. Regular Member - A regular member shall be at least 18 years old. A regular member and his immediate family shall be entitled to use all Club facilities. The use of all facilities, by the member and members of his immediate family, may be subject to time limitations as may otherwise be directed by the Board and green fees or any other fees may be assessed for special events or tournaments. A regular member shall have voting privileges and shall be entitled to be elected to the Board of Directors and may serve as an officer.
2. Corporate Member - A corporation may hold a voting membership for the use and benefit of its Chief Executive Officer, parent superintendent, local director or such similar employee or owner as the corporation may direct. The designee shall be subject to approval of the Board of Directors, and the corporation may change the designee from time to time. Upon payment of the corporation's initiation fee, and the designee meeting the requirements of the bylaws, the corporation may designate up to four (4) more individuals as members. Each corporate designee shall have the privilege of voting in Club affairs. For each of the four (4) additional designees the corporation shall pay a fee determined by the Board of Directors at the time of designation or transfer. The corporate designee shall be required to pay the monthly dues and assessments of a regular, house or tennis member. The designee(s) may be changed from time to time by the corporation upon payment of a transfer fee determined by the Board of Directors at the time of transfer. This transfer fee shall not be less than \$500.00 per transfer. In the event a corporate member leaves the employment of the corporation, he or she shall join the Club as a new member, and pay the associated initiation along with any other associated new membership fees, to continue to utilize Club facilities.
3. Junior Member - A junior member shall be any applicant under the age of 40 at the time of application. The Club recognizes two age classifications of junior members: ages 21 to 30 and 31 to 39. The board can set varying levels of initiation fees and/or dues for each of these classifications at anytime. Once the member turns 31 years of age, they would be responsible for the dues of the junior classification for those aged 31 to 39. Once the member turns 40 years of age, they will be considered a regular member and be responsible for the dues of a regular member. A junior member shall have full Club privileges as does a regular member, including voting privileges.
4. House Member - A house member shall have voting privileges plus unlimited use of the clubhouse, pool and fitness center. House members do not have tennis or golf privileges.

5. Tennis Member – A tennis member shall have voting privileges and unlimited use of the clubhouse, tennis facilities, pool and fitness center. Tennis members have no golf privileges.
6. Non-Resident Member - A non-resident member may be any person who lives outside the resident membership zone. The "resident membership zone" is defined as an area within a 35 mile radius of the Club. A non-resident member shall have voting privileges and the use of all Club facilities including golf and tennis, upon payment of the appropriate golf or tennis related fees, subject to any restrictions as may be prescribed by the Board.

If a non-resident member moves his primary residence to a point within the membership zone, or resides within the resident membership zone more than sixty (60) consecutive days within any fiscal year, he or she shall be transferred to resident member status. He or she shall then pay the initiation fee for his or her classification at the time of the transfer, less the fee then applicable for a non-resident member. If a resident member moves his or her primary residence outside the membership zone, he or she may, upon approval by the Board, be transferred to non-resident membership with an appropriate reduction in dues. He or she shall not be eligible for an initiation refund.

7. A divorced or surviving adult spouse of a regular, house, tennis or senior member shall apply for membership without payment of applicable initiation fees within ninety (90) days of the death of the member or entry of a final decree of dissolution of marriage. If the divorced or surviving spouse fails to apply for membership within ninety (90) days, the divorced or surviving spouse may rejoin the Club by paying all applicable initiation fees and be subject to the approval process as a new member. The divorced or surviving spouse shall not use the Club until the Board grants membership status. The duty to report the death of a member and apply for membership status is the duty of the divorced or surviving spouse. The Club is not required to provide notice of the right to apply for membership.
8. Senior Member – Senior membership is available to a member seventy (70) years of age or older who has been a regular member in good standing for twenty (20) or more years. Senior membership is available upon written application. Senior members must designate whether they will be senior golf members or senior tennis members when making application. Senior golf members shall have the use of all Club facilities, including golf and tennis, upon payment of the appropriate greens and court fees. Senior tennis members shall have the use of all Club facilities, including tennis, upon payment of the appropriate court fees. The senior membership shall consist of a maximum of forty (40) members.

C. Family Member Status

1. Spouses of members and children of members in any classification shall have no membership status other than having the use of the Club under the privileges of their spouse's or parent's membership.
2. A child of a member who is a student that has not attained the age of 24 may use the Club facilities available to his or her parent member for so long as the student continues his or her formal education on a full-time basis, remains unmarried, maintains a permanent residence at the parent's address and is a dependent of the parent. The term child as herein refers to a son, daughter, stepson, stepdaughter, foster child or adopted child.

D. Reinstatement

If a member resigns and later wishes to be reinstated, he or she may do so, upon approval of the Board of Directors, by paying all dues, fees and assessments which were missed during the period of absence from membership, or the current initiation fee, whichever is less.

E. Transfer by Employer

1. Any member who is transferred from the area by his or her employer shall be entitled to a refund of fifty percent (50%) of the initiation fee paid if transferred within one (1) year of the date of payment of the initiation fee. No refund will be made after the first anniversary date of membership. There will be no refund of any dues, fees or other charges. This refund does not apply to corporate memberships. Refunds will be made within 60 days after all outstanding charges are paid in full.
2. Any member who has been transferred from the area and returns may, subject to approval by the Board of Directors, be reinstated by payment of all dues and assessments which were missed during the period of absence from membership, or fifty percent (50%) of the current initiation fee, whichever is less.
3. If a member rejoins after receiving a refund under paragraph 1 above, then he shall pay an amount equal to such refund in addition to the amount due under paragraph 2 above.

B. Military Service

Any member in the active military service shall be relieved of the payment of dues, fees and minimum charges. Upon discharge from such service, the member shall be reinstated to membership by payment of dues and assessments beginning with the billing date nearest the date of discharge.

C. Limitations of Number of Members

1. There shall not be more than 1,000 voting members of the Club at one time. Members on active military duty who are excused from paying dues under the provisions of Section VI, paragraph F above shall not be included in the total.
2. There is no limit to the number of members in other classes, except Senior, which is limited to 40 members

H. Disability

If a member becomes fully disabled as defined to be eligible for full disability benefits by the Social Security Administration and the member has been a regular voting member for at least five (5) years, the member may apply for a special membership. A special member shall pay the same dues and fees as a senior member. The special member and his family shall have golf privileges upon the payment of appropriate greens fees. A special member shall be returned to regular member status when his or her disability no longer makes him or her eligible for full disability benefits from the Social Security Administration or upon terms and conditions approved by the Board.

I. Members' Complaints

Any complaint by a member shall be addressed in writing to either the President of the Club or to the General Manager. All complaints received shall then be referred to the chair of the committee having jurisdiction over the subject matter of the complaint. If the action of such committee is not satisfactory to the complaining member, upon written request that member shall be given the opportunity to address the complaint before the committee at its next regular meeting or such other meeting as the committee chair shall determine. If following such meeting with the committee the action of the committee is still not satisfactory to the complaining member, the complaining member shall have the right to request further review by the Board. Any and all action of the Board shall be final on members' complaints.

Section VII - Use of Club Facilities by Non-Members

- A. Non-members who reside outside of McCracken County may participate in any Club function or use any Club facility as a guest of a member when accompanied by the member, subject to the payment of applicable non-member fees and other limitations as may be established by the Board of Directors.
- B. Non-members who live in McCracken County may be dining guests of a member, when accompanied by the member, at any time except when a special Club event is scheduled and the Board specifically limits the activity to members.
- C. A resident of McCracken County, an adjoining county or Massac County, Illinois may not use the Club's golf course or tennis courts, except for special events, unless requested by a member with authorization through the office of the General Manager, or the General Manager.
- D. Other than as contained in the bylaws, non-members who reside in McCracken County may not participate in any Club activities or use any Club facilities unless the Board of Directors or the General Manager specifically approves such participation or use.
- E. Any unmarried member may bring a non-member of the opposite sex to the Club in his or her company at any time. The non-member may use any Club facility available to the member, including golf, upon payment of the required fees.
- F. Any member who brings a guest to the Club under the aforesaid rules will be responsible for the guest's dress and conduct. Also the member will be responsible for payment of any required guest fees.
- G. Any member unable to accompany a guest may contact the Club office to obtain a non-renewable guest card admitting a non-resident to the privileges of the Club for a period not to exceed seven (7) days without Board approval. All guest cards exceeding seven (7) days shall be approved by the chairperson of the House Committee. The member shall be responsible for all charges by the guest.

Section VIII - Membership Fees, Dues and Capital Assessments

All initiation fees, transfer fees, dues, assessments and/or other charges shall be fixed by the Board from time to time.

Section IX - Payments, Delinquent Accounts and Collections

A. Dues

The Board of Directors shall review dues in November and/or no later than December and shall implement increases or decreases on an effective date set by the Board. Dues shall be increased annually at a rate no less than the rate of increase of the consumer price index (CPI) as determined by the U.S. Government. Dues increases shall be rounded to the next highest dollar.

B. Payments

1. Dues are paid in advance.
2. Member statements are compiled and provided to the member not later than the third day of each month for the prior month's charges.
3. Member statements are due and payable by the 20th day of the month following the billing date. When the 20th of the month falls on a weekend, any payment received not later than 5 P.M. by mail or in person the first business day following the 20th will not be considered delinquent.

4. Any payment received after the 20th of the month, with the exception of B.3., is subject to late fees in such amount as shall be fixed from time to time by the Board and charged to the member's account until paid in full. Any member, who believes the late fees have been unfairly levied, may appeal to the Board of Directors for relief.
5. The Club's management and accounting staff has the authority to eliminate, change or alter a member's statement if a bonafide error is found. The General Manager has the authority to remove any charge from a member's statement if just cause is determined.
6. Only the Board of Directors has the authority to eliminate, change or credit accrued late charges other than errors listed in paragraph 5 above. A member must pay his statement in full when due and request in writing to the Board for a credit of late fees or any charge the member believes to be unfounded or in error. The decision of the Board is final and the member will be notified of the Board's decision by the Club accounting office following the next regularly scheduled Board meeting after the member's letter is received.
7. The Club bookkeeping office will attempt to ensure all member accounts are timely and accurate. In the event there is a dispute between the member and the accounting office on a particular charge and the issue cannot be resolved to the member's satisfaction, the member may petition the Finance Chairman for final resolution. The member may appeal in writing to the Board of Directors any adverse decision of the Finance Chairman. All decisions of the Board of Directors on such matters are final.
8. All members shall immediately notify the Club office in writing of any change of address. Failure to do so shall be deemed to be a waiver of the right to receive any notice provided for under the bylaws or rules of the Club.

C. Delinquent Accounts and Collections

1. An account is considered delinquent if not received in the Club accounting office by 5 P.M. on the 20th of the month. When the 20th of the month falls on a weekend, any payment received not later than 5 P.M. by mail or in person on the first business day following the 20th will not be considered delinquent.
2. If payment in full is not received prior to the next regular statement date, the member's statement will be stamped PAST DUE and a follow-up reminder letter will be mailed to the member.
3. When a member's account becomes 60 days delinquent, a letter from the Club will be mailed to the member stating the consequences of non-payment.
4. If the member's account becomes 90 days delinquent, the member will be automatically suspended by the Club in accordance with the bylaws. The member shall be notified in writing of the suspension. The member will have seven (7) days to pay the account in full. If payment in full is not received at the Club by the due date, the account will be referred to a collection agency attorney for appropriate action. A delinquent member shall be responsible for any and all costs of collection or legal action. Nothing contained in the bylaws shall deprive the Club of its rights, at any time, to sue to collect any amount due the Club from any member.
5. Once a member has been suspended, the member, his family and guests may not use any Club facility or participate in sports activities until his account is paid in full and the Board of Directors approves reinstatement at the next regularly scheduled Board meeting following payment in full by the member. The member is responsible for all dues and fees accrued during suspension. Any member suspended for non-payment of account shall be required to

establish regular account payment by electronic transfer of funds as a condition of reinstatement.

Section X - Censure, Suspension and Expulsion of Members

A. Cause for Disciplinary Action

Disciplinary action, including censure, suspension of membership and expulsion from membership may be taken against any member for cause which shall include but not be limited to the following:

1. False Statement - Making a false material statement on any application for membership or other written document delivered to the Club, which statement on membership application shall be cause for denial of the application and revocation of membership;
2. Bylaws and Rules - Violation of the provisions of any Club bylaw, house rule or other rule or regulation promulgated by the Club or any committee
3. Member Accounts - Failing to pay any account payable to the Club within the time frames required, tendering a check to the Club that is returned unpaid by the bank upon which it is drawn;
4. Dishonesty - Removing Club property from the Club facilities without authorization, signing others names or numbers, or false names or numbers, or failing to sign for Club goods and services, failing to notify the Club when changing residences or place of employment from non-resident zone into resident zone, and failing to register guests or visitors;
5. Conviction - Conviction of a felony or of another crime that discredits or adversely affects the reputation of the member or the Club;
6. Disruptive Conduct - Committing abusive behavior toward Club members, employees, visitors or guests, or conduct injurious to the good order, peace or interest of the Club whether committed within or without the premises of the Club;
7. Club Name, Logo, Members List - The unauthorized use of the Club name (The Country Club of Paducah), the Club's logo or the Club's mailing list of members. The list of Club members shall not be used or made available, directly or indirectly, for any purpose other than the mailing of Club invoices or information pertaining to Club activities.

B. Temporary Suspension

The President or the chairperson of the House Committee may temporarily suspend any member from the privileges of the Club and from exercising all rights of membership for any cause set out above until the Board makes its decision with regard to any disciplinary action to be taken against such member

C. Hearing

The member charged with misconduct shall be notified, in writing, to appear before the Board. The notice shall be ordinary mail addressed to such member and mailed at least fifteen (15) days before the date set for such member's appearance and shall set out the misconduct that will be the subject of the hearing. At the hearing, the Board and the member charged with misconduct may present witnesses, testimony, documents, affidavits, reports, and other evidence. Witnesses need not be sworn nor will legal rules of evidence apply, and the Board shall determine whether the conduct in question was in fact misconduct. After the hearing, the Board shall promptly notify by ordinary mail such member, in writing, of its decision and the disciplinary action, if any, to be imposed. The disciplined member may within fifteen (15) days after the date of the notice of the Board decision,

make a written request to the Board for reconsideration and the Board shall within thirty (30) days after receipt of such request for reconsideration notify by ordinary mail such member, in writing, of its decision. An affirmative vote of two-thirds (2/3) of the Board members present shall be necessary for the suspension of a member and an affirmative vote of at least two-thirds (2/3) of the members of the Board shall be necessary for a request that the member resign or for an expulsion of a member. The foregoing sentence does not apply to termination or suspension of membership under the following provisions: conviction of certain crimes, non-payment of account and for a suspension pending a hearing.

D. Failure to Attend Hearing

Unless provided with written leave, any member who fails to appear before the Board when notified of a hearing concerning such member's alleged misconduct shall be deemed to have resigned from membership and to have waived any right to a hearing.

E. Resignation to Avoid Disciplinary Action.

Any member who resigns while a disciplinary action is pending against such member before the Board shall not reapply for membership in the Club.

F. Conduct of Family and Guests

Each member shall be responsible for the conduct of members of his family and guests. Expulsion or suspension of a member shall automatically expel or suspend members of the family. Suspension of a member or any member of a member's family may or may not be extended to other member's of the family, at the sole discretion of the Board.

G. Financial Obligation Continues During Suspension

Suspension for disciplinary reasons or nonpayment of debts shall not relieve the member of any obligation to pay monthly dues, assessments, minimums, late fees or other charges of any nature, which may be chargeable against the member account during a suspension.

Section XI - Revocation of Previous Bylaws

These bylaws supersede and revoke all previous and conflicting bylaws. In addition, these bylaws may be altered, amended or repealed only by the affirmative vote of not less than two-thirds (2/3) of all Directors in attendance at any regular or special board meeting, provided a notice of such a meeting shall have been timely provided and contain a copy of the proposed alteration, amendment or repeal. The foregoing notwithstanding, Section III G. Limit on Debt, may not be altered without the vote of the membership, as required by law.

Section XII - Committees

A. Standing & Special Committees

There shall be six (6) standing committees known as House, Greens, Golf, Membership, Finance, and Tennis. Special committees may be appointed from time to time for such period of time and with such duties and powers as the Board may determine.

B. Personnel, Appointment and Removal

There shall be a chairman of each standing committee who shall be a member of the Board, but all members of the Club, in good standing, shall be eligible to serve as committee members. Members of all committees shall be appointed by the chair of the committee, with approval by the Board. The

committee chair and Board shall have the power by majority vote to remove any member of any committee including the chairman.

C. Powers and Duties

All committees shall have such powers to perform such duties as may be prescribed by the Board. No tournament, entertainment or special function involving exclusive use of all of the Club's facilities shall be booked or planned without prior approval of the Board. No committee shall incur any debt or authorize any expenditure outside the scope of the approved budget for such committee without prior Board approval. Each chairman shall ensure every function, event or tournament is fully budgeted. Any variance by a committee or management must have prior approval from the Board of Directors.

D. House Committee

This committee shall have general oversight of the clubhouse, pool and its contents including all appurtenant structures not specifically assigned to other committees. The committee shall have oversight for repairs and maintenance of such buildings and contents. It shall formulate rules of conduct relating to the use of the clubhouse facilities by members, guests and the public, for approval by the Board. The committee may delegate portions of its responsibilities to the General Manager or other similarly-titled employee. However, the House Committee shall have no authority to employ or discharge the General Manager or other similarly titled employee or any employee. The chairman of this committee shall act as liaison between the Board and the General Manager or other similarly titled employee. The committee shall settle all house and/or pool disputes. This committee, in consultation with the General Manager, shall arrange all social functions and entertainment at the Club, and shall report to the Board, in advance, pertinent information on programs and events scheduled.

E. Greens Committee

The Greens Committee shall have oversight of the golf course. It shall advise the General Manager with respect to other Club grounds, roads, parking lots, and matters connected with maintenance and upkeep. The Greens Committee shall consist of at least three (3) voting Club members who may or may not be members of the Board of Directors. In addition, the President, with approval of the Board, shall appoint a fourth member of the committee. Said member must be a member of the Board of Directors and will automatically serve as chairman of the Greens Committee. The Board shall have the power by majority vote to remove any member of the committee and to name his replacement. The committee members may be reappointed without restrictions.

F. Golf Committee

This committee shall have oversight of golf activities, including all tournaments and special golf events on the Club's golf course. It shall also have oversight of the golf shop, golf professionals and other golf staff. The committee shall decide all questions which may arise concerning the rules of golf, adopt and enforce rules of conduct pertaining to the use of the course, supervise all matters relating to golf handicaps, and make and enforce rules concerning the start and supervision of all special events of the Club. The committee may delegate portions of its responsibilities to the Head Golf Professional, but shall have no authority to employ or discharge such employee. The chairman of this committee shall act as liaison between the General Manager and the Head Golf Professional. This committee shall make available to the general membership current rules governing use of play on the Club's golf course, including practice tees, greens and fairways. The President shall appoint the chairman of this committee from a member of the Board and said chairman, after approval from the Board by majority vote, shall appoint any number of members deemed necessary.

G. Membership Committee

This committee shall secure desirable new members, retain existing members and shall investigate carefully and report to the Board on the status of all applicants for membership. In addition, the Membership Committee shall recommend to the Board of Directors whether or not transfers within membership classifications shall be approved or disapproved.

H. Finance Committee

This committee shall review the fiscal policies of the Club, shall initiate all proposed changes in the level of dues and initiation fees, shall recommend assessments when required, shall approve all budgets after receiving recommendations from the General Manager, shall oversee the insurance program of the Club and shall compile and tabulate all proposed budgets for operation, submitting such budgets to the Board for approval. It shall be the duty of the chairperson of the committee, together with the General Manager, Club President and Club Secretary/Treasurer, to review the budget at least once every three (3) months and to report to the Board whenever it appears authorizations are being or will be exceeded. The budget for the next incoming year shall be available for review consistent with the provisions of the bylaws at least fifteen (15) days prior to the annual meeting.

I. Tennis Committee

This committee shall provide oversight of tennis events and activities, including all tennis tournaments. It shall also oversee the tennis professionals and the maintenance and upkeep of the tennis courts, including the tennis shop and other equipment associated with the tennis courts as well as the fitness center. The committee may delegate portions of its responsibilities to the Head Tennis Professional, but shall have no authority to employ or discharge the Head Tennis Professional. The Chairman of this committee shall act as liaison between the General Manager and Head Tennis Professional.

Revised April 2011