

Constitution and By-Laws

September 1, 2015

Amended October 17, 2020

Article I – NAME

The name of this organization shall be Solera Golf Club at Oak Valley.

Article II – PURPOSES

First: To stimulate an interest in golf for Solera homeowners by bringing together a group of people desirous of forming a golfing organization.

Second: To promote and foster among the members a closer bond and fraternity for their joint and mutual benefit. To promote and conserve the best interests and true spirit of the game of golf as embodied in its ancient and honorable traditions.

Third: To create a representative authority which will uniformly see that all members adhere to the rules of golf as established by the SCGA.

Fourth: To maintain a uniform system of handicapping as set forth in the regulations of the Southern California Golf Association.

Fifth: To create an authoritative body to govern tournaments and events held by the club.

Article III – MEMBERSHIP

First: Membership shall be available to anyone who resides at Solera at Oak Valley. (Amendment, October 6, 2020 Amendment: any member in good standing shall be eligible to retain his or her membership to Solera Golf Club (SGC), continuously, should said member change residence apart from Solera, provided: member remains in good standing with the SCGA and retains SGC as his/her “home club”).

Second: Memberships shall be individual and non-transferable.

Third: Membership confers no voice in the operation of any golf course, clubhouse, or facilities of the course.

Fourth: Membership confers the opportunity to play golf with other Solera residents and be involved in the events sponsored by the Solera Golf Club.

Fifth: The fiscal year for the Club is a calendar year, and all memberships shall expire on December 31st of each year.

Sixth: Each candidate for membership shall be sponsored by an active member in good standing. The Board of Directors shall act upon each proposed membership by vote, and two negative votes shall disqualify any candidate. If a candidate is denied membership, the sponsor shall be notified in writing as to the reason/s for denial for membership.

Seventh: The Board of Directors may confer honorary memberships upon those whom they feel have contributed to the advancement of golf and the Solera Golf Club at Oak Valley. The unanimous affirmative vote of the Board shall be required to approve such action.

Eight: In the event any member of this organization commits any act which reflects discredit or disrepute to the club, or neglects or refuses to comply with the rules and regulations adopted by the Board of Directors or any duly appointed officer of the club, that member shall be subject to suspension or expulsion after being notified in writing and given ten days to notify the Board that they desire to be heard on the matter. By a two-thirds vote of the Board of Directors, the member shall be heard at any regular meeting, or any special meeting called for such purpose.

Ninth: The annual meeting of the Solera Golf Club at Oak Valley shall be Add in the month of October. The Board of Directors shall provide for holding of such other meetings as may be deemed necessary or desirable and they shall call special meetings upon written petition signed by not less than ten percent of the members in good standing.

Tenth: A legal quorum at any meeting shall consist of a simple majority of the Board. Each member in good standing shall be entitled to one vote on any issue that is brought before the general membership for vote.

Eleventh: Annual dues will be established by the Board. The amount is subject to change from time to time as the Board deems necessary and are due and payable by November 1st of each year.

Twelfth: (Amendment, September 15, 2015) Solera is a senior community with many former golfers who are no longer able to play a regular round of golf, so they are not benefited by SCGA membership or the regular golfing functions of the club. The Board may offer a "Social Membership" to golf enthusiasts who are no longer

able to play 18 holes of golf but may want to participate in social functions with the club. The social membership would allow members to attend any and all social functions of the club including the annual election/dinner meeting and travel golf outings. Annual dues will be established by the Board and may change from time to time as the Board deems necessary. The term of membership will be the same as regular memberships, January 1st of each year to December 31 of the same year. Since Social members may not be familiar with our regular club operations, they will not be eligible to vote in elections or on other matters.

Article IV — BOARD OF DIRECTORS

First: The Board of Directors shall be comprised of a minimum of five and a maximum of seven members in good standing of the *Solera Golf Club at Oak Valley*, and they shall exercise all powers of the management of the Club.

Second: At least eight weeks prior to the *October* Annual Meeting, the Board of Directors shall appoint a nominating committee consisting of five members of the organization who are in good standing.

At least six weeks prior to the Annual Meeting the committee shall submit in writing, a list of nominees to fill any vacancies for the term of office beginning on the day of the Annual Meeting.

Names of other members in good standing may be nominated by petition signed by at least ten members and submitted to the board at least three weeks prior to the Annual Meeting.

At least two weeks prior to the Annual Meeting a list of all candidates nominated shall be emailed to each member or to their last known address if an email address is not available.

Third: Voting shall be by written ballot and those names receiving the greatest number of votes cast by those present at the meeting, or by proxy or absentee ballot, shall be declared to be elected.

The Board of Directors shall appoint a committee of three judges who are not members of the Board of Directors, or the nominating committee, to supervise the election.

Fourth: 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.

Fifth: In the case of any vacancy on the Board of Directors through resignation, death, 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 shall be vacant, and until the election of his successor.

Article V - OFFICERS AND COMMITTEES

First: The officers shall consist of the President, Immediate Past President, Vice-President, Secretary and the Treasurer. Their duties shall be such as their title would indicate or as may be assigned to them by the Board of Directors.

Immediate Past President: The President of the Club during the preceding year shall serve as Immediate Past President and as an Ex Officio (non-voting) member of the Board, and shall chair the Nominating Committee as prescribed in Article IV, Second section, of these by-laws.

Second: The Board of Directors shall authorize and define the powers and duties of all committees. Chairpersons and members of all committees shall be appointed by the President and shall be an ex-officio member of all committees except the nominating committee.

Third: The following committees shall be appointed each year, with such other committees as the President may deem necessary or advisable;

Tournament Committee; shall arrange and schedule, run and score all intra and inter-club competitions.

Handicap Committee; shall establish a fair and proper system of handicaps in accordance with the procedures established by the Southern California Golf Association.

Social Committee; shall arrange social and entertainment events for special occasions.

Article VI – AMENDMENTS TO THE CONSTITUTION AND BY-LAWS

First: The Board of Directors shall have the power to repeal or amend any of these By-Laws provided that such action shall not be effective until approved by a majority vote of the members of the Solera Golf Club at Oak Valley at a meeting held in accordance with the provisions contained herein, and/or by an email vote of the majority of the members.