



SANDWICH CROQUET CLUB, INC.

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Bylaws

Approved by Board of Directors - March 28, 2023

Article I - NAME

The name of this organization is the **Sandwich Croquet Club, Inc.** (SCC) located on the grounds of the Sandwich Hollows Golf Club in East Sandwich, MA.

Article II - PURPOSE

Section 1. The purposes and mission of the Corporation are to promote, encourage and facilitate local, regional, national and international competition and recreational and social enjoyment of the sport of croquet, to raise awareness of, provide access to and support participation in the sport of croquet in the corporation's local and regional area, and to engage in all lawful activities related thereto as more fully set forth in article IV of the articles of incorporation, as the same may be amended from time to time.

Section 2. In pursuing such purposes and mission, the corporation shall not act to impair its eligibility for recognition as a corporation for charitable purposes under Massachusetts General Laws, Chapter 180, as amended, and for exemption under Section 501 (c)(3) of the Internal Revenue code of 1986, as amended.

Section 3. The Corporation also may acquire, own, lease and/or provide grounds, buildings, equipment, and facilities for use in the sport of croquet and related athletic recreational and social activities and may undertake and perform such other actions as may assist the corporation in promoting competitive, recreation and social activities for the corporation's members and in educating the corporation's local and regional communities about the sport of croquet.

Article III - MEMBERSHIP

Section 1. Any person interested in the SCC's purpose and activities and willing to subscribe to these bylaws may apply for membership through submission of a completed application and payment of the annual dues.

Section 2. For returning members, annual dues are payable by May 1 of each year.

Section 3. Honorary membership may be bestowed on a maximum of three members at any one time by a vote of the Board. Honorary members have the same rights as regular members.

Section 4. Seasonal members do not have any voting rights.

Section 5. All members are expected to act in accordance with the guidelines set forth in the SCC Handbook.

Section 6. Any member may be removed by a majority vote by the Board of Directors for due cause.

Article IV - OFFICERS AND BOARD OF DIRECTORS

Section 1. The Board of Directors (Board) is the governing body of the Sandwich Croquet Club, Inc.

Section 2. The Board will consist of four officers, President, Vice President, Secretary (Clerk), Treasurer and three Directors. The officers will be determined by individual vote of the Board members.

Section 3. Board Members shall hold office for a term of two years, with a maximum of six years or until a successor is elected. After serving the maximum number of consecutive years on the Board, former Board members may seek re-election after two years have elapsed.

Section 4. If any Board member is no longer able to serve for any reason, a replacement shall be appointed by vote of the Board. The term of appointment will continue until the next annual meeting.

Section 5. Regular meetings of the Board will be held at least monthly during the season and as needed during the off season. The President may call special meetings at any time.

Section 6. Each member of the Board will have one vote on each issue. For voting purposes, a quorum of the Board must be present at a regularly scheduled Board meeting and will consist of a simple majority of the attending members. Voting will be done individually and will be recorded by the Clerk.

Section 7. The Board will set and announce to SCC members the dates and times of all Board and general membership meetings. SCC members may attend any Board meeting. With prior notice a member may speak to the Board regarding a matter pertaining to the governance and operation of the SCC. The President of the Board will determine a time limit for all speakers at the Board meetings. An Executive Session of the Board may be called at the President's discretion.

Section 8. The Board may establish or discontinue subcommittees for various purposes as needed. Board members will chair each of the Committees.

Section 9. Minutes of each Board meeting shall be posted after approved by the Board.

Section 10. All records and equipment belonging to SCC that are in the possession of a Board member whose term has expired will be turned over to the new Board.

Section 11. The newly elected Board shall assume its responsibilities immediately upon election. Each term is equivalent to a season (Annual Meeting to Annual Meeting).

Section 12. The slate of candidates approved by the Board shall be presented for final approval of the membership by a voice vote at the Annual Meeting.

Article V - DUTIES OF BOARD OF DIRECTORS

Section 1. PRESIDENT

- Responsible for the overall administration of the SCC to conduct its programs and activities.
- Presides over the meetings of the Board and membership.
- Makes all required appointments of standing and special committee chairpersons with the approval of the Board.
- Approves (or delegates) all correspondence with other organizations as well as communications to membership.
- Prepares agendas for all meetings.
- Prepares and delivers a report of SCC activities during the previous year at the Annual meeting including goals for the coming year.
- Notifies Board members of meeting agendas, time, place, and date.
- Functions as liaison (or appoints a delegate) with Sandwich Hollows Golf Club Administration and Grounds/Maintenance.

Section 2. VICE PRESIDENT

- Assists the President in conducting their duties and substitutes for the President as needed.
- Oversees the appointed committees.
- Serves as Nominating Committee chair for Board of Directors

Section 3. CLERK

- Records minutes of all meetings and presents minutes of former meetings.
- Keeps or delegates the keeping of all SCC records, including the membership list, Bylaws, Club Handbook, minutes of all meetings, and any other documents.

Section 4. TREASURER

- Maintains the financial records of the SCC including a checking account.
- Receives monies due to SCC and deposits same in the bank.
- Records all deposits and disbursements.
- Reports to the Board whenever it meets, stating the balance of accounts, explanation of receipts and disbursements.

Section 5. DIRECTORS

Share in the responsibility of administrating programs and activities to conduct the purpose of the SCC including approval of budget, major expenditures and membership fees.

Article VI – MEETINGS

Section 1. SCC's Annual Meeting shall be held in the Fall of each year for elections, annual reports from officers and standing committees, presentation of the financial statement for adoption, and completion of any other necessary business.

Section 2. Special meetings may be called by the President, the Board, or by twenty percent of the members, two of whom must be board members. A seven-day notice stating the business of the special meeting is required, and no other business other than that stated in the notice may be transacted.

Section 3. The quorum for the Annual Meeting shall be twenty percent of the membership.

Article VII - COMMITTEES

Section 1. The President shall appoint all standing committees. The Board shall approve committee appointments. The President will announce all appointments via newsletter.

Section 2. Special committees deemed necessary to execute the SCC work shall be appointed by the President with the approval of the Board.

Section 3. The President shall be an ex-officio member of all committees except the Nominating committee.

Section 4. The Nominating committee (a standing committee) shall be appointed by the President and chaired by the Vice President, with the approval of the Board. The committee will consist of at least three members, not more than one of whom shall be a current Board member not including the chairperson.

Section 5. The Nominating Committee shall notify all club members of any upcoming vacancies on the Board and shall seek volunteers to fill Board positions for the upcoming year.

Section 6. A slate of candidates for Board positions, with accompanying statements of interest, and recommended by the Nominating Committee, shall be submitted to the Board for approval. Nominations at the Annual Meeting will not be accepted.

Article VIII - FISCAL POLICIES

Section 1. The fiscal year operates from October 1 – September 30.

Section 2. Tax filing is due every year by the 15th day of the fifth month after end of fiscal year.

Section 3. The accounts of the club shall be kept using sound accounting principles.

Article IX - PARLIAMENTARY AUTHORITY

The rules contained in current edition of *Roberts Rules of Order Newly Revised* shall govern the SCC in all cases to which they are applicable and in which they are consistent with these bylaws and any special rules of order the club may adopt. These guidelines should not be interpreted so strictly that they impede or hamper a spirit of cooperation, goodwill, and comfort level.

Article X - CONDUCT AND GRIEVANCE

The very essence of croquet is that of sportsmanship and courtesy to fellow members and guests on and off the courts. This standard of conduct, which is expected of all members, is set forth to these bylaws and in the SCC Handbook.

While members are encouraged to settle difference amicably among themselves, any member, including any member of the Board, who believes the accepted standards of civility and good sportsmanship have been violated by another member, may make a written complaint to the Board via email within two weeks of the alleged offense.

Section 1. The President will establish a Grievance Committee with the approval of the Board.

Section 2. The committee will consist of three members, with not more than one being a current Board member.

Section 3. A complaint may be withdrawn at any time during the grievance process.

Section 4. The Grievance committee will designate one of its members to address the complaint and attempt to resolve the issue between the parties.

Section 5. The committee shall confer to decide upon appropriate remedies and promptly report its findings and recommendations to the Board for a final determination.

Section 6. The Board may accept or reject the findings and recommendations of the Grievance Committee and will determine the proper sanction (reprimand, suspension, or expulsion).

Section 7. The President will promptly notify the parties of the Board's decision. Any sanction will take place immediately and the decision of the Board will be final.

Article XI - AMENDMENTS TO THE BYLAWS

Proposed amendments to these bylaws will be distributed to the membership at least two weeks prior to the Annual Meeting and will be included in the agenda. A two-thirds vote of the membership (in attendance or by proxy) may amend the bylaws.

Article XII - DISTRIBUTION OF ASSETS

Upon the dissolution of this corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent authority in the county in which principal office of the corporation is then located exclusively for such purposes or to such organization, as said court shall determine, which are organized and operated exclusively for such purposes.