

AMENDED TO INCLUDE ALL AMENDMENTS TO DECEMBER 31, 2009

NAME

1. The name of the Society is the 'WEST POINT GOLF CLUB'.

BY-LAWS

I. ADMISSION TO MEMBERSHIP

1. Nomination of Members

Nomination of every candidate for admission to membership shall be submitted in writing on a form provided by the Society, to the Secretary, signed by the candidate and by two members as proposer and seconder, and be allotted for by the Board of Directors.

2. Honorary Members

Honorary membership may be conferred on any person for such period as may be prescribed by the Board of Directors present at any regular or special meeting of the Board of Directors, and such honorary members may enjoy all the rights and privileges of a member, save holding office or voting, without payment of fees.

3. Associate Members

Associate membership may be granted, by the Board of Directors, any member who elects to participate in the activities of the Society, save golf competitions and matches.

II. OBLIGATIONS OF MEMBERS

1. Condition of Membership

All members are admitted only upon the conditions of submission to the by-laws and rules of the Society, both as to restrictions enjoined and penalties imposed.

2. Withdrawal of Members

Any member not intending to continue as such shall notify the Secretary before the Annual General Meeting of his intention to withdraw. This shall not prevent a member from re-joining at any time providing he leaves under these articles and a vacancy is at hand.

3. Entrance Fee

The fees for each year shall be set at the Annual General Meeting; this may include membership in the B.C.G.A. and the R.C.G. A.

III EXPULSION OF MEMBERS

1. Misconduct

Any member, in the opinion of the majority of the Board of Directors, willfully infringing the by-laws or rules of the Society, or being guilty of conduct in or out of the Society injurious to the character, interest or good order of the Society may be recommended by the Board of Directors to resign.

2. Delinquency

The annual dues are payable on the first day of January each year, and any member failing to pay before the first day of February shall be held in arrears and will incur a penalty of twenty-five dollars (\$25). Intimation thereof shall be sent to him and until his subscription is paid, he shall not be entitled to compete for any Society prize or otherwise to exercise any of the privileges of membership and if still unpaid on the first day of March, shall ceased to be a member of the Society.

It shall be in the option of the Board of Directors to reinstate him on good cause being shown and on payment of arrears.

No prize will be distributed to any member until such time as his dues are paid.

3. Participation

Members shall be obligated to take an active part in all activities of the Society and, unless for reasonable cause being unable to do so, may be requested to submit duly attested score cards for minimum number of required competitions per year to maintain an active membership, as prescribed from time to time by the Board of Directors. Failure to comply may be considered by the Board of Directors, as good and sufficient cause for expulsion from the Society.

4. Summarily by the Directors

Should a member be suspended from membership in the Society for non-payment of dues, or for not conforming to the rules and regulations of the Society, or for any other good and valid reason, the Board of Directors shall call a special meeting of the Board and if two-thirds of the Directors present vote that the name of the delinquent member shall be removed from the roll, the said member's resignation shall take effect immediately.

5. Appeal

A member deprived of membership may appeal from such decision to the next General Meeting, if he gives notice of such appeal to the Secretary.

IV

MEETINGS1. Annual Meeting

The Annual General Meeting of the Society shall be held at such place in the City of Vancouver as may be selected by the Board of Directors not later than the 31st day of December of each year.

All meetings of members shall be called by the President or Secretary.

No public notice of the Annual or any meeting of the members shall be required, but notice of the time and place of any such meeting shall be mailed post paid, but not registered, to each member at his last known place of abode or address at least two weeks before the holding of the meeting.

The accidental omission to give notice to any member shall not invalidate any resolution passed at any meeting. The quorum for the transaction of business at meetings of members shall consist of not less than eight members present in person at such meetings.

Vote by proxy shall not be allowed at the Annual or any meeting of members. Each member shall be entitled to one vote.

The financial statement shall be read and discussed at the Annual Meeting each year.

The order of business at each Annual Meeting of members shall be as follows:

- (a) Roll call of Officers and proof of quorum;
- (b) Reading Minutes of preceding members' meeting;
- (c) Report of Committees;
- (d) Unfinished business;
- (e) Election of Directors and all Officers in connection with the Society;
- (f) New business;
- (g) Adjourn.

2. Special Meeting

Special meetings of the members may be called at any time by the Board of Directors on five days' notice by mailing a copy of said notice to each member.

V.

BOARD OF DIRECTORS1. Number and Authority

The number of Directors shall be nine (9) including a Past President, and they shall manage the affairs of the Society. A Past President shall be appointed by the Board of Directors.

2. Nominations and Nominating Committee

No nomination shall be required for a Past President. All nominations for the remaining eight (8) Directors shall be made at the Annual General Meeting. Nominations may be made by a Nominating Committee and from the floor. All nominees shall be present or, in the case of unavoidable absence, the nominator must have the prior consent of his nominee to act if elected.

A 3-member Nominating Committee shall be appointed by the President for the purpose of selecting a slate of Officers and Directors for the ensuing year. The Chairman of this Committee to be a member who has served as President during the preceding five years. One member shall be from the current Board of Directors and one from the membership in general. This Committee to be formed not later than the 31st day of March each year, and to meet during the year to give serious thought and consideration as to the best qualified people available for Officers and Directors of the Society. This Committee will present their selections to the Board of Directors on or before the 31st day of October of each year and to the members of the Society at the Annual General meeting, for their consideration.

3. Election

At the Annual General Meeting, eight (8) Directors shall be elected to the offices of President, Secretary, Treasurer, Captain, Vice-Captain, Membership Director, Social Director and Director at Large. Any Director shall be eligible for re-election to the Board, but may not serve in the same position for more than three years consecutively. Following a hiatus of at least one year, however, a Director shall be eligible for re-election to his former position.

One Vice-Captain to be elected by the Midweek Section from its membership.

The individual offices to be balloted upon in the above order, with a tie to be decided by the toss of a coin. All members of the Board of Directors to be elected for a term of one year, and each retiring Director shall be eligible for re-election.

4. Vacancies

The Board of Directors shall have the power to fill any vacancies occurring in their numbers in the course of the year.

VI. OFFICERS AND THEIR DUTIES

1. Officers

The Officers of the Society shall be: President, Secretary, Treasurer, Captain, Vice-Captain, Membership Director, Social Director, Director at Large and a Past President.

2. Duties of President

It shall be the duty of the President to preside at all meetings of the Board of Directors and of the members, and with the Secretary or Treasurer or Captain or Past President to sign cheques, to

appoint all Committees not otherwise provided for, and he shall be an ex-officio member of all committees.

3. Duties of Secretary

The duties of the Secretary shall be:

To exercise the duties of the President in the President's absence.

To keep a record of all matters transacted at the meetings of the Society or Board of Directors or any Committee thereof.

To notify candidates for admission of their election.

To execute such writings and acts, matters and things as he may be instructed and authorized by the Board of Directors to do so.

4. Duties of Treasurer

It shall be the duty of the Treasurer:

To develop, administer and control the Annual Budget of the Society.

To prepare a financial statement for presentation at the Annual Meeting of the Society.

To collect all fees, dues, subscriptions and charges and deposit same to the credit of the Society with its bankers.

To keep a regular account of all receipts and disbursements subject to examination by the Board of Directors at its regular meetings and by the Auditor.

5. Duties of Captain

It shall be the duty of the Captain:

To arrange and maintain an annual schedule of Society golf events.

To administer all competition arrangements including playing times, rules and conditions for play, scoring, handicapping, local rules and awarding of prizes.

To preside at all Society golf matches, tournaments and competitions.

The Captain shall be Chairman of the Captain's Committee. The Committee shall maintain a complete record of all Society matches, competitions and tournaments including the winners, scores and prizes awarded.

6. Duties of Vice-Captains

The Vice-Captains shall assist the Captain in all matters pertaining to the organization and operation of all matches, competitions and tournaments of the Society.

In event of the absence of the Captain, the President may appoint a Vice-Captain to exercise the duties of the Captain. The Vice-Captains shall be members of the Match and Handicap Committee.

7. Duties of Membership Director

The Membership Director shall be Chairman of the Membership Committee to which he shall appoint members as required. The Committee shall receive all applications for membership in the Society and determine the eligibility of the applicants according to the rules pertaining to the qualifications for membership, and shall submit their recommendations to the Board of Directors for approval. All applications for membership shall be processed in the order of receipt.

The Committee shall maintain a complete roll of members of the Society including names, addresses, postal codes, phone numbers and classification of membership. The Committee shall arrange for a proper induction of new members into the Society.

8. Duties of Social Director

The Social Director shall be Chairman of the Social and House Committee to which he shall appoint members as required. The committee shall be responsible for the planning, organization, arrangement and control of all Society functions. It shall maintain a complete record of all monies received and disbursed on behalf of the Committee at each function, and make a full accounting to the Board of Directors following each event.

9. Duties of Director at Large

The Director at Large may be Chairman of any Committee as the Board of Directors may designate. He shall also familiarize himself with the functions of the Board with a view to succession to another Directorship.

VII. MEETINGS OF DIRECTORS

1. Time, Place and Voting

Meetings of the Board of Directors may be called at any time by the President, or in his absence by the Secretary, or shall be so called when a request in writing is made by the majority of the Board of Directors so to do. Notice of all such meetings shall be given at least two days before the date of the meeting to each Director. If, in the opinion of the President, or in his absence the Secretary, urgent business is to be disposed of, one day's notice shall be sufficient.

Meetings of the Board of Directors may be held at any time, without notice, if all the members be present and consent thereto, or if those absent signify their consent to such a meeting.

All meetings shall be held in the Club House or at such places in the City of Vancouver as the President or, in his absence, the Secretary, may select.

All questions, save those required by these By-Laws to have a special majority, shall be decided by a majority vote; In the case of a tie the President or, in his absence, the Secretary, shall have a second or casting vote.

2. Quorum

Four (4) members of the Board of Directors, present, shall constitute a quorum.

3. Order of Business

The order of business at all meetings of the Board of Directors shall be as follows:

- (a) Reading the minutes of the last meeting and confirming same;
- (b) Receiving report of the Secretary;
- (c) Receiving report of the Treasurer;
- (d) Receiving reports of the Standing Committees;
- (e) Receiving reports of Special Committees;
- (f) Special Orders;
- (g) Unfinished business;
- (h) New business;
- (i) Good and Welfare.

This order of business may be altered at any meeting by a majority vote of those present.

4. Powers

The Board of Directors shall have power to appoint such Committees as it may deem desirable and shall prescribe their duties; to fill vacancies that may occur in any office; to enforce penalties for the violation of those By-Laws or any rules made by the Board of Directors or any of its Committees; to call Special Meetings of the Society; to make and execute contracts in the name of the Society or authorize its Officers or Committees so to do; to appoint or dismiss at pleasure any Officers or Director of the Society.

It shall present at each Annual Meeting of the Society a report showing the financial condition, resources and obligations of the Society and make such recommendations as to its welfare as it may deem proper.

It shall have power to make rules and regulations and to do all other things which it may deem necessary for the proper operation, government and management of the Society.

VIII

COMMITTEES1. Appointment and Authority

The Board of Directors shall appoint Standing Committees as follows: Match and Handicap Committee, House and Social Committee, Membership Committee, Junior Development Committee and Mid-Week Golf Committee. Each Committee shall be composed of a minimum of three members.

The Board of Directors may appoint Special Committees, membership of which may include members who are not Directors.

The Committees shall in all respects be subject to the Directors, who shall decide all questions as to their duties, powers and jurisdiction, and may at any time control their actions. Subject, however, to this the decisions of each Committee shall be binding upon the members of the Society.

No Committee shall incur any expense without the authority from the Board of Directors. All bills shall be approved by the Chairman of the Committee that authorized the expenditure before presentations to the Treasurer.

IX

AUDIT AND LEGAL1. Auditor

An Auditor may be appointed by resolution of the Members at the Annual General Meeting and if appointed shall hold office until the next Annual General Meeting.

2. Solicitor

A Solicitor may be employed by the Board of Directors who may or may not be a Director, and who shall be entitled to be paid for services rendered.

X.

CUSTODY AND USE OF THE SEAL

The Seal shall be in the custody of the Secretary of the Society and shall be used only as directed by resolution of the Board of Directors.

XI.

FISCAL YEAR

The fiscal year of the Society shall begin on the first day of December and end on the last day of November of the next year.

XII ALTERATIONS OF BY-LAWS

The by-laws of the Society may be amended at any general, special or annual meeting of the Society by an extraordinary resolution adopted by two-thirds majority vote of the members of the Society present at any Special or Annual Meeting.

Notice to amend any by-law or to introduce a new one shall be given in writing at a meeting of the Society previous to the Meeting or circulated to the members two weeks in advance of the meeting at which it is intended to be considered.

XIII INTERPRETATION OF BY-LAWS

On all questions of interpretation of those By-Laws, the decision of the Board of Directors shall be final unless overruled by the members at an Annual or Special General Meeting.

XIV BORROWING POWER

The Directors may borrow, or raise or secure the repayment of money only in such manner and upon such terms as authorized to do so by an extraordinary resolution of the Society adopted by two-thirds majority vote of the members of the Society present at a special meeting called for that purpose and for which two weeks' notice in writing of the resolution to be presented shall be given to the members.

XV RECORDS

1. Custody and Preparation

The preparation and custody of minutes of proceedings of meetings of the Society and of the Board of Directors and other books and records of the Society shall be the responsibility of the Secretary.

2. Inspection

Every member shall be entitled to inspect the records of the Society upon payment of a fee of \$1.00 and to receive a copy of the Constitution and By-Laws on payment of a fee of \$0.50.

DATED the 4th day of November, A.D. 1975

Full Names, Addresses
and Occupations of Subscribers

Signatures
of Subscribers

Donald A. Close
5587 High Bury Avenue
Vancouver, B.C.
Businessman

Charles N. Menzies
903 - 144 West 14th Avenue
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Butcher

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Salesman

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Salesman

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Retired

George J. Milne
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3435 Mayfair Avenue
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Lumber Manager

H. Douglas Whittle
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Professor

Neil M. MacIntyre
4330 West 2nd Avenue
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Tour Manager

Gus Leonidas
21 West 21st Avenue
Vancouver, B.C.
Labour Mediator

WITNESS to the above signatures:

Name:	Jesse Cove
Address:	3825 West 23 rd Vancouver, B.C.
Occupation:	Barrister & Solicitor