

CONNECTICUT SECTION,  
PGA OF AMERICA, INC.

CONSTITUTION

ARTICLE III  
ORGANIZATION

**Section 1. JURISDICTION**

The Section Board of Directors may exercise the power to create and charter Chapters and subsidiary membership groups within the Section boundaries. Such Chapters and Subsidiaries shall be subordinate to the Section and may conduct business in accordance with the Constitution, Bylaws and Regulations of the Section, which shall not be inconsistent or at variance with the Constitution, Bylaws and Regulations of the Association.

(a) Subsidiaries

A Subsidiary of the Section shall be named "The Assistants' Association of the Connecticut Section PGA". The members of the assistants association must be Section members, apprentices or pre-registrants. (The current and approved regulations of the Assistants' Association of the Connecticut Section of the PGA are to be considered a corporate part of the Section's Bylaws, and for convenience are printed separately.)

(b) Financial Obligations

The Section shall manage its financial affairs in a fiscally sound manner and shall be responsible for its financial obligations and those of its Chapters.

**Section 2. OFFICERS**

(a) Officers

The Officers of the Section shall include the President, the Vice-President and the Secretary.

(b) Chief Executive Officer

The Chief Executive Officer shall be the Section Executive Director who shall be selected by the Board of Directors.

(c) Officers' Committee

Between meetings of the Board of Directors, the President, Vice-President and Secretary shall constitute an Officers' Committee, which shall be authorized to act for the Section in accordance with the Bylaws, Regulations and Policies adopted by the Board of Directors.

### **Section 3. BOARD OF DIRECTORS**

(a) **Composition**

The Board of Directors shall be composed of three officers, the Honorary President, the Honorary Life President, and such other directors as set forth in the Bylaws.

(b) **Authority and Responsibility**

The Board of Directors shall conduct its business and shall be responsible for the management of the Section in accordance with the Articles of Incorporation, Constitution, Bylaws, and Regulations. Between Annual Meetings the Board of Directors shall have full authority in all matters, including the power to interpret the Constitution and Bylaws and to give direction in cases not provided for therein. In matters involving emergencies, for the good of the Section, shall have complete and final authority.

(c) **Policies and Procedures**

The Board of Directors shall conduct its business in accordance with the Bylaws.

### **Section 4. AMENDMENTS**

The Constitution, Bylaws and Regulations may be amended as set forth in Article XIV of this Constitution.

### **Section 5. INDEMNIFICATION**

The Section shall indemnify every person who was or is a party or was or is threatened to be made a party to any action, suit, or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he/she was or is a Director, Officer, employee or agent of the Section, against expenses, judgments, fines and amounts paid in settlement.

### **Section 6. INTERPRETATION**

All disputes or issues regarding the interpretation of this Constitution shall be interpreted and resolved by the Board of Directors whose decision shall be final.

### **Section 7. DISSOLUTION**

The Section shall use its funds only to accomplish the objectives and purpose specified in the Constitution and no part of said funds shall inure or be distributed

to the Members of the Section. On dissolution of the Section, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, or philanthropic association selected by the Board of Directors.

#### **Section 8. RULES OF ORDER**

Meetings shall be conducted in accordance with Roberts Rules of Order. There shall be no proxy voting at any meeting of the membership.

#### **Section 9. FISCAL YEAR**

The fiscal year shall end December 31st of each year.