BY-LAWS

AMENDED October 21, 2026

ARTICLE I
Name

The corporate name of the Club is SUFFIELD COUNTRY CLUB, INCORPORATED, a non-profit organization.

ARTICLE II
Object

The purposes for which the said Corporation is formed are the following: To promote the physical, social and moral welfare of the members of the Club; to foster and encourage proper sports and recreation for the mutual pleasure and benefit of the members of said Corporation and their friends, with power to buy, sell, lease, mortgage real estate and personal property, or both, and with all powers and privileges necessary to effect the purposes for which this Corporation is organized and with all the power conferred upon such a Corporation by the General Statutes and Laws of the State of Connecticut.

ARTICLE III
Government

Section 1. Governors

The management of the Club, its affairs, properties, and assets are vested in a Board of Governors, consisting of up to twelve (12) golfing members of the club (inclusive of officers). The Board of Governor shall be divided into three classes (Class I, Class II and Class III) with one of the classes standing for election each year.

The Chairperson of the following Standing Committees shall be ex officio members, voice but not vote, of Board of Governors unless they are duly elected members of the Board of Governors: Golf Committee, House Committee, and Grounds Committee. In the event the President, Vice-President, Treasurer, or Secretary, when elected as officers, are not members of the Board of Governors, they shall automatically become members of the Board of Governors during their term of office.

Section 2. Term of Office

Elected members of the Board of Governors shall serve a term of three (3) years. The term of office for the President, Vice President, Secretary and Treasurer shall be for two-year terms commencing January 1 through December 31. Members of the Board of Governors and officers may serve additional consecutive terms of office if approved by the members at the December meeting to elect officers and the Board of Governors under Article VI of the Bylaws.

Section 3. Meetings

The Board of Governors shall hold regular meetings at such intervals as the Board may determine in advance. Special meetings may be called by the President or by any three members of the board.

The annual meeting of members shall be held in June of every year, or at such other time of the year as determined by the Board of Governors.

Section 4. Quorum

Quorum for a meeting of the Board of Governors shall consist of fifty percent (50%) of the Board of Governors.

Section 5. Duties and Powers

It shall be the duty of the Board of Governors to conduct the object and purposes of the Club, subject to the By-Laws. They shall have the power to:

a) Admit members
b) Suspend and expel members
c) Fill vacancies for officers or members of the Board of Governors
d) Appoint, direct and dismiss all employees, including the General Manager and/or Club Professional
e) Make and amend rules for members and guests
f) Fix amount of application or initiation fees, dues, assessments, and charges for services and facilities
g) Establish rules and regulations for use of all Club facilities by members and guests, and such other matters consistent with the operation of the Club.
h) Buy, sell, lease and/or mortgage real estate and such other assets of Suffield Country Club and authorize expenditures in connection therewith.
i) Authorize expenditures in connection with the ordinary course operation of the Club.

If any single expenditure under this Section or any unbudgeted expenditure are estimated to surpass twenty percent (20%) of the anticipated annual operating revenue of the Club, approval of the membership must be obtained as follows:

1. A Special Meeting will be called for the purpose.

2. All members will be notified of the meeting and furnished with appropriate details in writing at least twenty-one (21) days in advance of the meeting.
3. Votes may be cast in person at the meeting or by written proxy.
4. A quorum of at least twenty percent (20%) of the total number of votes of the Club must be present at such meeting in person or by proxy.
5. The proposed expenditure must be approved by a plurality of sixty percent (60%) of the votes cast at each meeting.

ARTICLE IV
Officers

Section 1. Titles

The officers of the club shall consist of a President, Vice-President, a Secretary and a Treasurer, all of whom shall be elected at the December annual meeting to elect officers and Board of Governors

Section 2. Duties

A. President

The President shall be a golfing member and shall be a current member of the board of governors for at least one-year. The President shall not be required to pay membership dues during their tenure of office. The President shall preside at all meetings of the Club and of the Board of Governors and shall have general supervision over the affairs of the Club, its property and employees. The President shall appoint all standing committees and be an ex-officio member of all standing committees. The President shall be empowered to fill any vacancies on any standing committee. The President shall keep the Vice-President completely apprised of all affairs regarding the Club.

B. Vice President

The Vice-President shall discharge all the duties of the President in the absence of the President and shall assist the President in the general supervision over the affairs of the Club, its property and employees. The Vice-President will be the leading candidate to replace the President once that term has been fulfilled.

C. Secretary

The Secretary shall prepare minutes of all Club meetings and shall have the care and custody of the minute books and shall perform all duties ordinarily pertaining to the office of Secretary. Minutes of the Board of Governors shall be shared with all members of the Board of Governors in advance of the next meeting of the Board of Governors.

D. Treasurer

The Treasurer shall oversee the receipt of all club funds and keep an accurate record thereof. The treasurer shall be responsible for overseeing the disbursement of Club funds for payment of expenses upon receipt of proper invoices approved by the board of governors or other designated authority e.g., General Manager. The Treasurer shall send to the Finance Committee or Board of Governors a monthly report of all receipts and expenses since the last meeting. The Treasurer shall file the necessary reports for Club licenses, permits, leases, gas refunds, tax returns, etc. The Treasurer shall, at the annual meeting of the Club, render a report as to the financial status of the Club.

ARTICLE V
Membership

Section 1. Classes of Members

Suffield Country Club, Inc. membership classes include full-golf, busy golf, non-resident golf, tennis, pool and social. Full golf membership entitles a member to full use of the Club House facilities including golfing, swimming, and tennis. The Board of Governors will determine the qualifications for each type of membership.

The Board of Governors also has the authority to establish a category of customized memberships known as Corporate Memberships which shall be available to corporations, partnerships, limited liability companies, or other legal entities approved by the Board of Governors.

The corporate entity admitted to a Corporate Membership shall be the member of the Club for all purposes, including any rights and obligations under the Bylaws. The corporate member may designate for approval by the Board of Governors a certain number of individuals ("Designated Users") to exercise golf and other Club privileges as determined by the Board of Governors. Any changes to the Designated Users must be approved by the Board of Governors. Designated Users shall not be members of the club and shall have no membership rights, including, but not limited to, any rights to vote, hold office, or participate in Club governance independent of the corporate member.

Corporate Members shall be solely responsible for all initiation fees, dues, assessments, and charges applicable to the Corporate Member, as well as any charges incurred by the Designated Users. Failure by the Corporate Member to satisfy any of its financial obligations shall be grounds for suspension or termination of all privileges for the Designated Users.

Misconduct of any Designated User may, in the discretion of the Board of Governors, result in discipline of the individual, removal of the individual as a Designated User, and/or be attributed to the Corporate Member for purposes of discipline or termination of privileges as set forth in Section 4 below.

Section 2. Admission

A candidate for membership shall complete the Club's application form and submit it to the General Manager along with a check in the specified amount. Processed applications will be referred to the Board of Governors to be voted upon.

For acceptance as a member, a candidate shall be approved by a majority vote of the Board of Governors present at the meeting.

Section 3. Resignation

Membership is on a calendar year basis. Notice of resignation shall be made in writing to the General Manager or the Board of Governors.

Section 4. Termination

Any member may be subject to disciplinary action by the vote of two-thirds of the Board of Governors for violation of the Club's Code of Conduct. A member may be suspended for non-payment of dues, assessments, and all other obligations if such indebtedness remains unpaid for two months after it becomes payable. The member's name, including the amount owed, may be posted as delinquent, and such member may be denied the use of all Club facilities until all outstanding indebtedness is paid. Membership in the Club may be terminated for non-payment of dues, assessments, and all other obligations if such indebtedness remains unpaid for three months after it becomes payable. To be readmitted to the Club, any member whose membership has been terminated must pay in full all arrearages and the current initiation fee appropriate to the membership involved. In addition, such readmission must be approved by the Board of Governors.

Section 5. Initiation – Dues

The schedule of application, initiation fees, dues, and assessments, for all members of the Club will be set by the Board of Governors.

ARTICLE VI
Meetings and Elections

Section 1. Fiscal Year and Club Year

The fiscal year and the Club year shall commence January 1 and end December 31.

Section 2. Meeting to Elect Officers

There shall be a meeting of the members of the Club during the month of December each year or at such other time of the year as determined by the Board of Governors, at which meeting there shall be

an election of any officers and Board of Governors who are up for election. The Board of Governors shall set the date, time, and place of the meeting.

Section 3. Annual Meeting

The annual meeting of the Club shall be held in June. The Board of Governors shall set the date, time, and place of the meeting.

Section 4. Special Meetings

Special meetings of the Club may be held at any time on call of the Board of Governors or upon a petition signed by twenty-five (25) members in good standing, directed to the Board of Governors, specifying the purpose of the meeting. Thereafter, the said Board of Governors shall call a Special Meeting within three (3) weeks from the date of receipt of said petition. All members shall be given at least five (5) days written notice of said Special Meeting.

Section 5. Executive / Nominating Committee

The President shall appoint no more than five (5) individuals to the Executive / Nominating Committee comprised of past officers and past members of the Board of Governors, three of whom must be golfing members.

The Executive / Nominating Committee shall elect its own Chairperson. The Committee shall submit to the Board of Governors prior to the board meeting in November, a list of candidates for its approval for such offices as are to be filled at said December meeting, along with a list of candidates for the Board of Governors to be voted upon at the December meeting. Twenty-five (25) or more members of the Club, in good standing, may nominate other candidates for office and for the Board of Governors and place such nominations on file with the Secretary over their signatures, not less than ten (10) days prior to the election, which nominations shall be submitted to the membership. When separate balloting is necessary, tellers shall be appointed at the meeting to receive and count the ballots cast at election. A nominee receiving a plurality of votes cast for each office shall be declared elected. Those nominees for the Board of Governors receiving a plurality of votes shall be declared elected. Voting at the December election and Special Meetings is restricted in members of Suffield Country Club, Inc., in good standing, with the following number of votes for each type of membership:

Golfing Member (Single, couples, family, seniors)	5 Votes
Non-Resident Golfing Member	1 Vote
Swim Member	1 Vote
Tennis Member	1 Vote

Social Member 1 Vote

Any corporate member approved by the Board of Governors shall be entitled to the number of votes equivalent to a Golfing Member under this section. Busy golfers and junior golfers are not entitled to any voting rights under this section.

Section 5A. Vacancies

It shall be the full responsibility of the Executive / Nominating Committee to submit to the Board of Governors for approval, a list of candidates to fill any vacancies occurring in the elected officers or Board of Governors, and the Board of Governors shall fill such vacancies by appointing members who shall serve during the balance of the Club Year. At the December meeting to elect officers and Board of Governors, members shall be elected to fill the unexpired terms of any vacancy existing.

Section 6. Order

The Rules of Order as contained in Robert's Manual, when not inconsistent with these By-Laws, shall govern the meetings of the Club and the Board of Governors.

ARTICLE VII
Committees

Section 1. Finance Committee

The finances of the Club shall be overseen by the Finance Committee consisting of the President, Vice-President, Treasurer, and any other additional committee members, appointed by the President for one-year terms (subject to appointment by the President for additional one-year terms following the expiration of the initial committee term).

The Finance Committee shall prepare the annual budget of the Club and submit it to the Board of Governors at the November meeting of the Board of Governors. The Finance Committee shall oversee all financial matters of the Club including oversight of the Budget, and recommendations with regard to insurance, issuance of bonds, redemption of bonds, borrowing of money, repayment of money; all of which shall be subject to the approval of the Board of Governors. The Finance Committee shall elect its own Chairperson.

Section 2. Grounds Committee

The President shall appoint the Grounds Committee Chairperson and any additional committee members for one-year terms (subject to appointment by the President for additional one-year terms following the expiration of the initial committee term).

Except for the tennis complex, the pool complex, and clubhouse, the Grounds Committee shall have jurisdiction over the golf course, the grounds of the Club, all buildings, roads, parking facilities, and all work done thereon. The Grounds Committee shall meet at a time and frequency determined by the Grounds Chairperson and shall submit its annual budget to the Finance Committee by November 1.

Section 3. House Committee

The President shall appoint the House Committee Chairperson and two additional committee members for one-year terms (subject to appointment by the President for additional one-year terms following the expiration of the initial committee term).

The House Committee shall oversee the care and maintenance of the interior and exterior of the Clubhouse including the men's and women's locker rooms. It shall oversee the operation of the kitchen and dining facilities and the hiring of a concessionaire and/or manager with the approval of the Board of Governors. It shall establish rules for the use of the Clubhouse. The House Committee shall meet at a time and frequency as determined by the House Committee Chairperson and submit its annual budget to the Finance Committee by November 1.

Section 4. Golf Committee

The President shall appoint the House Committee Chairperson and additional committee members for one-year terms (subject to appointment by the President for additional one-year terms following the expiration of the initial committee term).

The Golf Committee shall be responsible for arranging Tournaments and setting handicaps for Club members. The Golf Committee shall meet at a time and frequency as determined by the Chairperson. The Golf Committee shall submit its budget to the Finance Committee by November 1. The Golf Committee shall be responsible for overseeing the Tournament Operations and Handicap Administration for the Club members. The Golf Committee shall oversee the Golf Pro, staff, the golf pro shop, storage area and golf carts.

Section 5. Other Committees

The President may appoint special committees, subject to approval of the Board of Governors, to conduct the functions of the Club. All committees of the Club may appoint sub-committees to conduct the functions of their committee.

Section 6. Indemnification

Each member of the Board of Governors and officers, employees and agents of the Club shall be indemnified to the maximum extent permitted under the Connecticut Revised Nonstock Corporation Act as amended.