

Rockford Country Club

Constitution and By-Laws

January 2026

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ROCKFORD COUNTRY CLUB
ESTABLISHED 1899



Mission Statement

To provide an exceptional **“Members First”** experience by combining the uniqueness of our Rock River location with excellent golf, premier dining, tennis, skeet and social activities for the enjoyment of our Members, their families and their guests.

Vision Statement

To enhance the **“RCC Experience”** by continuously improving amenities and service to achieve the highest level of Member Satisfaction.

Strive to make our Golf, Tennis, Pool and Skeet facilities the best in our area, and ensure that all of our facilities are inviting, functional and well maintained.

We will offer a variety of enjoyable dining alternatives and maintain a level of service throughout the Club wherever Member and Guest is treated as a preferred customer.

The long-term success of our Club will be further assured through our dedication to financial soundness and fiscal responsibility, securely establishing Rockford Country Club as the first choice for those seeking the best private club experience in our area.

Core Values

- Our Members are our most important asset.
- Our Staff is a critical and vitally important element in our continued success.
- We treat all people, fellow members, guests, staff and suppliers, as we would like to be treated.
- We are respectful, friendly, courteous and honest in our relations.
- We value friendships and enjoyable recreational and social experiences.
- We value teamwork and volunteerism in pursuing excellence.
- Leadership and Management will be open and transparent as they strive to continuously improve our quality of Member satisfaction in a fiscally responsible manner.
- We manage all of our resources responsibly, human, financial, and natural.
- We cultivate an environment in which creates lasting memories for our members and our guests.

BY-LAWS OF ROCKFORD COUNTRY CLUB

ARTICLE I

Name

This corporation is incorporated under the General Not-for-Profit Act for the State of Illinois as "Rockford Country Club," and is herein referred to as "the Club".

ARTICLE II

Object

The purpose of Rockford Country Club is to fulfill the needs of its Members and their immediate families by perpetuating its long established wholesome family atmosphere through the provision of the best Clubhouse and recreational facilities in the area; attentive, courteous, prompt, personal service in all facets of operation; consistently high quality food preparation and presentation; and the exercise of prudent management in the accomplishment of the prescribed standards of excellence.

ARTICLE III

Board of Governors

A. General Powers. The affairs of the Club shall be managed by its Board of Governors.

B. Number, Form and Qualification

1. The Board of Governors shall consist of the Immediate Past President and up to twelve elected Members.
2. A person elected to serve on the Board of Governors shall have been a full Member of the Club, a junior member, a social member, and/or a spouse of any Member of the Club, full, junior, or social, at least two years prior to his/her election.
3. Four Members of the Board of Governors shall be elected annually, for a three-year term, by voting Members.
4. a. It shall be the duty of the Immediate Past President and the Board of Governors who has retired from service to the Board, to appoint a nominating committee. This committee shall consist of five voting Members, none of whom are Members of the Board of Governors, and the Immediate Past President. Their names shall be posted in the Clubhouse promptly upon appointment. Such committee shall prepare and submit to the Secretary, at least three weeks before the annual meeting, a list of nominations for the places to be filled on the Board of Governors. Not more than two Governors who are retiring from full three-year terms may be nominated for reelection by this committee. Any other twenty Members of the Club, full, junior, or social Members, may make nominations and file with the Secretary over their signatures not less than one week prior to the annual meeting. Only nominations made as aforesaid will be voted upon at the annual meeting.

- b. All nominations made shall be listed in the notice of the annual meeting.
- c. If no more than six nominees for the three-year terms are placed before the meeting, the nominees receiving the highest votes shall be declared elected. In case more than six (6) are nominated, the vote shall be on the entire list, and the number of nominees required to be elected that receive the highest number of votes shall be declared elected.
- d. Any vacancy in the Board of Governors, other than the Immediate Past President, may be filled by the remaining Governors for the balance of the vacant term.
- e. Notwithstanding anything herein to the contrary, no Member of the Board of Governors may serve for more than a consecutive period of twelve (12) years.

C. Meetings. Meetings of the Board shall be held as the President or any two Governors shall call, giving at least one day's notice thereof personally, by telephone, mail or by electronic mail with delivery confirmed.

D. Quorum. A majority of the Board of Governors shall constitute a quorum for the transaction of business at any meeting of the Board.

E. Manner of Acting. Except as may be otherwise provided herein or by law, the act of a majority of the Governors present at a meeting at which a quorum is present shall be the act of the Board of Governors.

F. Regulations and Privileges. The Board of Governors shall make, publish, and mail to each Member, and enforce, rules and regulations and privileges regarding the use of the Clubhouse, grounds, golf course, tennis courts, and other buildings. The Board of Governors is further charged with the responsibility to enforce such rules, regulations and privileges for all club Members.

G. Dues, Assessments, Fees and Expenses. Subject to Article III H, the initiation fee, annual dues, assessments or other expenses for Members shall be established by the Board effective April 1 of each year. Any increase in the annual dues shall be limited to not more than three percent (3%) of the preceding Fiscal Year's dues. Notwithstanding, any increase in the annual dues, capital or operational assessments, initiation fees or other Expenses payable by the Members in excess of 3% must be approved by the Voting Members.

H. Election and Expulsion of Members. The Board shall elect to the appropriate class of Membership to those applicants whom the Governors believe will make desirable Members. The Board shall have the right by a two-thirds vote of the full Board, to expel any Member the Board determines to be detrimental to the welfare and good of the Club.

I. Assessments. Should the income of the Club be found inadequate for its continued operation, or for the Improvement or preservation of the Club's property, a capital or operational assessment or a dues increase in excess of 3% may be levied. Such capital or operational assessment or dues increase must first be approved by a majority of the voting Members, present in person or by proxy, at an annual meeting, or at a special meeting called for the purpose of obtaining such approval, at which meeting there is a quorum as set forth in Article XI, Section B, herein.

J. Miscellaneous. The Board shall perform such other duties and matters not contrary to law or by-law, as are incident and necessary to the efficient control and management of the Club.

ARTICLE IV

Officers

A. Officers. The Officers of this Club shall be the President, Executive Vice President, Vice President, Secretary, Treasurer and Immediate Past President. The President and the Executive Vice President must be a Voting Member at the time of his/her election.

B. Election. The President shall appoint a nominating committee consisting of himself and four other Members of the Board of Governors. No more than two officers shall be appointed to the committee. The recommended slate of officers shall be presented to the Board of Governors at the Board's May annual meeting. All offices shall hold offices for one (1) year, and thereafter until each successor has been duly elected and qualified.

C. The President and Executive Vice President may not serve more than two consecutive one (1) years terms.

D. Duties. The duties of said officers shall be such as are customarily incident to the proper discharge of the duties of each office, and such other duties as may be prescribed by the Board of Governors.

E. Vacancies. In the event of any officer's death, resignation or inability to serve, the Board shall elect one of its Members to the term of such officer.

ARTICLE V

Committees

A. Permanent Committees.

1. The Executive Committee shall consist of the officers of the Club and shall conduct the business of the Board between the Board meetings except such matters as are reserved to the Board or Membership.

2. The Advisory Committee shall consist of the six living Immediate Past Presidents of the Club. It shall be the function of the group to concern itself with the long-range planning of future developments and facilities of the Club, and when called upon to act in an advisory capacity to the Board of Governors.

B. Other Committees. Other committees may be designated by the Board, and Members of each committee shall be appointed by the President from the Club Members, their spouses or designated significant others.

1. Term of Office. Each Member of a committee shall continue as such until the next annual meeting of the Club, unless the committee shall be sooner terminated or such Member shall cease to qualify as a Member thereof.

2. Organization. Each committee shall have a chairman or cochairman and adopt rules for its own government not inconsistent with these by-laws or rules adopted by the Board of Governors.

ARTICLE VI

Club Membership

A. VOTING MEMBER

1. A Voting Member shall be any person approved by the Board of Governors as a member with unlimited golfing privileges, is responsible for the Club's maximum levy as to any operational assessment during the current fiscal year and is current on his or her financial obligations to the Club. Junior and Social Members shall be entitled to fractional voting rights such that their vote shall constitute a one-half (1/2) voting interest. Preview members (first year of membership) do not have the right to vote. Designees under a Corporate membership do not have the right to vote.

2. All Members shall elect the Board of Governors and Officers of the Club consistent with Article IV, paragraph 1 above. Only Voting Members shall be allowed to vote on any other such matters as shall be required by these By-Laws.

3. The Voting Member shall be entitled to the use of all of the Club facilities.

B. OTHER CLUB MEMBERSHIPS

1. It shall be the responsibility of the Board of Governors to establish such other forms and classification of Membership and set forth the rights, privileges and obligations attendant to any such Membership classifications.

2. The Board of Governors shall publish not less than annually a complete listing of the various Membership setting forth the various rights, privileges and obligations, including initiation fees, dues, assessments, and minimum spending requirements.

3. Upon any changes to the Membership list, the Board of Governors shall immediately publish such changes to the entire Membership.

C. FAMILY PRIVILEGES

The privileges to which any Member shall be entitled under these by-laws shall extend to such Member's spouse, designated significant other and unmarried children under 25 years of age who reside in the Member's household.

D. CHANGE IN CLASSIFICATIONS

All questions regarding classifications, changes in classifications, and other Membership matter not specifically set forth in these by-laws shall be determined by the Board of Governors.

E. NON-ASSIGNMENT

Membership is personal in nature and is neither assignable nor transferable.

ARTICLE VII ***Proposed New Members***

The name of every person desiring Membership in the Club may be presented by any Member of the Club.

ARTICLE VIII ***Membership***

Each Member shall be subject to the By-Laws made and adopted, together with any rules and regulations of the Board of Governors which shall be considered as an essential part of the contract of Members and acceptance of each Membership.

ARTICLE IX ***Resignation***

Resignation from the Club shall be made in writing to the Club Secretary. The written resignation must be received by the Club Secretary prior to February 28th after which the resignation shall become effective as of the next succeeding April 1st. However, no resignation shall become effective until all indebtedness to the Club, including dues and assessments for the current year, have been paid. Any written resignation received after February 28th shall not be effective until April 1st of the next calendar year. Notwithstanding the foregoing, any Member shall be entitled to resign for "extraordinary circumstances" which is defined and limited to the following:

- (1) Death of a Member;
- (2) Death of a Member's spouse;
- (3) Death of a Member's child; or
- (4) Terminal illness of a Member.

Resignation for extraordinary circumstances shall be accepted in the sole discretion of the Board of Governors and shall become effective upon thirty (30) days' notice, provided all indebtedness to the Club, including dues and assessments for the current year have been paid.

ARTICLE X
Indebtedness

On the first (1st) day of each month, or as soon thereafter as may be practicable, there shall be sent to each Member a statement of the amount of the Member's indebtedness to the Club as of the last day of the preceding month. The amount of the indebtedness is due on receipt of the statement and is delinquent after the last day of the month in which it is received. Notice of any delinquency shall be given to the Member. In the event the delinquency continues after receipt of such notice, the Treasurer shall thereupon send such Member a notice of suspension, and if said Member fails to pay his indebtedness within sixty (60) days following the mailing of the notice from the Treasurer, the Member's Membership in the Club shall thereupon cease and be wholly forfeited unless for good cause the Board of Governors shall otherwise determine. A Member thus forfeiting the Member's Membership may be reinstated by two-thirds (2/3) vote of the Board of Governors within three (3) months after any such forfeiture upon the payment of all delinquent dues and indebtedness. The Board of Governors shall have authority to suspend credit of any Member of the Club whenever, in their judgment, such action is in the best interest of the Club.

ARTICLE XI
Meetings

A. Annual Meeting. The annual meeting of the Club shall be held on the second Wednesday of May each year, or at such other time, and at such other place as the President of the Board of Governors shall appoint.

B. Meetings. Twenty-five (25) Voting Members shall constitute a quorum for the transaction of business at any annual or special meeting of the Club, whether in person or by proxy.

ARTICLE XII
Dissolution

Whenever said Club shall cease to exist or shall for any reason be dissolved or disbanded, the property and assets thereof shall be distributed equally prorated among the Voting Members, and no other Member shall receive any part or portion thereof.

ARTICLE XIII
Amendments

These by-laws may be amended only upon affirmative vote of two-thirds of the Voting Members present at any annual or special meeting in person or by proxy at which there is a quorum as set forth in Article XI, Section B, provided a copy of the proxy has been sent to each Voting Member with the notice of said meeting.

ARTICLE XIV

Notice

Notification of the day, time, and place of all regular and special meetings shall be mailed or emailed to each Member at least five (5) days in advance of said meeting.

ARTICLE XV

Fiscal Year

The fiscal year of the Club shall begin on April 1st and end on March 31st of each year.