

Rolling Hills Golf Club
Saudi Aramco Self Directed Group
CONSTITUTION & BYLAWS

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ARTICLE I – Name

- 1.1 The name of the organization shall be Rolling Hills Golf Club (RHGC), hereafter to be known as the Club.

ARTICLE II- Objectives

- 2.1 The Club was formed for the purposes of promoting, and conserving throughout the Middle East, but principally within the boundaries of the Kingdom of Saudi Arabia, the best interests, and true spirit of the game of Golf, as embodied in its ancient, and honorable traditions.
- 2.2 The objectives, and supporting activities of the Club are to:
- 2.2.1 Conduct the Club as an amateur body with respect to all Club sponsored competitions, employing, and abiding by the Rules of Golf as published jointly by the United States Golf Association (USGA), and the Royal & Ancient Golf Club of St. Andrews, Scotland (R&A).
 - 2.2.2 Promote the game of Golf, health, safety, good fellowship, and fair play.
 - 2.2.3 Undertake to do all such acts or things which are conducive to the furthering, and safeguarding of the interests of the Club, and to take such steps as are deemed necessary or expedient for these purposes.
 - 2.2.4 Apply the Rules of Golf to all Club competitions and any necessary modifications as permitted by local conditions.
 - 2.2.5 Establish and maintain member handicaps using an established methodology, such as those that exist under the World Handicap System (WHS) under USGA and the R&A.
 - 2.2.6 Establish, and implement an annual program of events, and tournaments for the benefit of Club Members.
 - 2.2.7 Act as the authoritative body in arbitration of controversies in determining answers to all questions presented by Members relating to the game of Golf, including decisions governed by approved local rules.
 - 2.2.8 Collaborate with Central Community Services Department to address suggestions or designs related to the golf course facilities and operations.
 - 2.2.9 Apply the RHGC Code of Conduct to all Members or Golfers during Competitions, Tournaments, and General Play—or whenever the Course is being used.
- 2.3 The Board shall maintain and publish Bylaws governing the operations of the Club.
- 2.4 The Club shall be a member of the Saudi Aramco Golf Association (SAGA) and will abide by the SAGA Constitution, Bylaws, and other duly approved directives with respect to activities, standards, and other actions insofar as they apply to the Club.

ARTICLE III – RHGC Financial Provisions

- 3.1 The Club shall keep such accounting records as are necessary to present the state of affairs and operations of the Club, and to explain the transactions and financial position of the Club, including:
 - 3.1.1 Records showing its assets and liabilities; and
 - 3.1.2 Records containing entries in sufficient details of all cash received, cash paid out, and of the matters in respect of which receipts and payments take place.
- 3.2 The accounting records may be kept in any manner where adequate precautions shall be taken for guarding against falsifications and facilitating its discovery and recovery.
- 3.3 The accounting records shall be kept by the Treasurer of the Club.
- 3.4 The financial year of the Club shall run from January 1 to December 31 each year, hereafter termed as the “fiscal year.”
- 3.5 Every fiscal year, the Treasurer of the Club shall prepare annual financial statements and shall obtain the approval of the Club’s RHGC Board prior to presenting the financial statements at the Annual General Meeting (AGM).
- 3.6 The Treasurer shall also submit any required financial statements to Recreation Division for endorsement in accordance with the rules and procedures applicable to self-directed groups as found in the Saudi Aramco Recreation Services Operational Manual.

ARTICLE IV – Membership

Section 1. Category & Criteria for Membership

- 4.1 The criteria for Membership are defined within the Saudi Aramco Recreation Services Operational Manual (Chapter 4. Section 4.3) as an active, Grade Code (GC) 11+ Saudi Aramco employee, eligible retirees, and dependents eligible to use family camp facilities.
- 4.2 The acceptance of Membership in the Club, or by using the Club facilities, shall bind each Member to uphold all provisions of the Constitution & Bylaws, the RHGC Code of Conduct, any other rule of the Club, the Recreation Services Operational Manual chapter on “Company Grass Golf Course,” and to accept and apply all rules, and decisions of the Board as may be issued from within its jurisdiction.
- 4.3 Membership is composed of six (6) categories of persons, collectively referred to hereafter as Member, Members, or Membership, as follows:
 - 4.3.1 **Regular Member:** Regular Membership (Family or Single) is restricted to active Saudi Aramco 11+ employees, their spouse, dependents who are eligible to use main Family Camp recreational facilities, as per the Saudi Aramco Recreation Services Operational Manual (Chapter 4. Section 4.3)

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4.3.2 **Temporary:** The definition and entitlements shall consist of:

- Regular Members, in good standing, of another Saudi Aramco Golf Association (SAGA) Member Club, and as a result of a temporary work assignment, are residing in Dhahran for not less than 60 days nor more than 180 days from the date of application;
- Employees of Saudi Aramco affiliate companies who are assigned to Saudi Aramco under a temporary work assignment and are residing in Dhahran for not less than 60 days or more than 180 days from the date of application;
- Temporary Membership shall entitle the Member and dependents to all privileges accorded to Regular Members during the period covered by payment of Membership Fee(s);
- Temporary Members are not entitled to vote at the Annual General Meeting (AGM) or any meeting of the Membership, nor hold an elected office.

4.3.3 **Junior:** Junior Membership definition and entitlements shall consist of:

- Junior Members shall consist of dependents of company employees, who have not passed his/her seventeenth birthday—sponsored by two Regular Members of RHGC—and must agree to comply and be bound by the Constitution, Bylaws, and Code of Conduct of the Club;
- Junior Membership shall entitle the Junior Member to maintenance of his/her handicap and competition in Club activities for Juniors;
- Junior Members may participate in adult Club competitions as specified within Article XI of this Constitution;
- Junior Members are not entitled to vote at the Annual General Meeting (AGM) or any meeting of the Membership.

4.3.4 **Executive:** Executive Membership is granted, as per the Recreation Services Operation Manual, to active employees holding the position of Senior Vice President or above. The entitlements shall consist of:

- Honorary RHGC Membership;
- Executive Members are exempt from the one-time initiation fee;
- Honorary Executive Membership is not granted to their spouse, and/or dependents;
- Executive Members are responsible for payment of any cart shed they may be assigned;
- Executive Members are not guaranteed a cart shed and will be offered a shed based on their position on the RHGC Cart Shed Waiting List;
- Executive Members are required to sign and submit Membership Renewal Form to maintain their Membership;
- Honorary Membership can be extended to the Executive and Corporate management throughout all business lines;
- Executive and Corporate Management employees are not eligible for election as a RHGC Officer unless a signed waiver from the Community Services Director is obtained.

4.3.5 **Retiree:** Retiree Membership and entitlements shall consist of:

- Executive retirees, as directed within Recreation Services Operational Manual (Chap. 2.1.4.26), provides for Executive retirees to continue to be classed as Regular Members of the Club;
- Retirees are ineligible for honorary Membership or election as an official of the Club;
- Retiree Membership shall entitle the Member to all privileges accorded to regular Members of the Club, including the right to vote.
- Approved non-executive company retirees, as directed within the Recreation Services Operational Manual (Chap. 2.4.3.31), are not entitled to a RHGC Cart Shed except those retirees who have been granted “grandfather” privileges.

4.3.6 **RHGC Community Services Professional Staff:** The Membership and entitlements shall consist of:

- The RHGC Golf Professional and Dhahran Gardening Superintendent are honorary Members of RHGC;
- The RHGC Golf Professional and Dhahran Gardening Superintendent may play RHGC Tournaments; however, the Golf Professional is not eligible to win or place unless there is a professional category;
- The Golf Professional is provided an honorary cart shed.

Section 2. Membership Application

- 4.4 Application for Membership shall be online forms provided by the Club and made available through the Club’s website under the auspice of the Membership Committee.
- 4.5 Applications shall be submitted to the Membership Director accompanied by relevant Membership Fees and associated fees—e.g., Green Fees and/or Cart Shed Fee.
- 4.6 Applications not accepted by the Membership Director will be forwarded to the Board for review and final decision. All Membership Fees and associated fees will be refunded to unsuccessful applicants.
- 4.7 In the event a Member wishes to convert from one Membership class to another e.g., from Temporary to Regular, the Member shall provide a written request, along with all applicable Membership Fees and associated fees to the Membership Director.

Section 3. Annual Payment Requirements

- 4.8 All classes of Membership will be provided an assessment of Annual Membership Fees for the upcoming Fiscal Year on or before December 15 of each year.
- 4.9 Members are required to effect payment for the upcoming Fiscal Year by December 31.

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- 4.10 Payments for Annual Membership Fees are applicable for the Fiscal Year, and such payments are nonrefundable in the event Membership ceases for any reason during the year.
- 4.11 Members who fail to pay their Annual Membership Fees on or before December 31 shall be considered delinquent thereafter.
- 4.12 During any period of delinquency in the payment of Annual Membership Fees, Members will be ineligible for participation in Club activities and the maintenance of their handicap.
- 4.13 If Membership Fees are not paid by January 31, such delinquent Members will no longer be considered Members of the Club. However, any member of the previous year that did not renew prior to January 31 has an opportunity to join the Club again prior to the end of February with an initiation fee of 250 SAR. Beginning on March 1, the initiation fee will be 500 SAR for all non-members. Appropriate consideration will be given for absences caused by vacations, business assignments, or other events and circumstances.

Section 4. Membership & Other Fees

- 4.14 Initiation Fee: The one-time fee payable when an individual initially becomes a Member of RHGC. The Initiation Fee will be established by the RHGC Board. New Members shall pay the fee in full, irrespective of the time of year when joining the Club, unless para 4.13 applies.
- 4.15 Annual Membership Fee and Cart Shed Fees: The annual fee payable by Members for the Fiscal Year, as approved by the RHGC Board. The RHGC Board shall review and approve the Annual Membership Fees and Cart Shed Fees required for the following Fiscal Year. The approved annual fees shall be utilized in preparing the Operating Budget, which will be approved by eligible voting Members at the AGM.
- 4.16 Terms of payment of the Annual Membership Fee:
 - Full payment is required from all Members who join within the first six (6) months of the Fiscal Year;
 - Members joining after June 30, of that Fiscal Year, shall be required to pay one-half of the yearly Membership Fee;
 - Regular Members in good standing at other Saudi Aramco Golf Association (SAGA) Member Clubs, transferred to Dhahran, will transfer their membership at no cost for the remainder of that Fiscal Year;
 - Annual Membership Fees are non-refundable at any time during the year including termination of employment from Saudi Aramco for any reason, including retirement.
- 4.17 Terms of payment of the Cart Shed Fee:
 - The annual Cart Shed Fee shall be based on the RHGC Fiscal Year, which is January 1 to December 31.
 - Full annual payment is required at the start of each Fiscal Year;

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- Failure to make the annual renewal payment by January 31 is considered a breach of the Annual Cart Shed Rental Agreement and will result in forfeiture of the shed and removal of all personal items from the shed;
- Full annual payment is required when a member takes possession of a shed during course of the Fiscal Year. If the full annual payment fee is not made within fifteen (15) days of signing the Cart Shed Rental Agreement, this is considered a breach of the Agreement and will result in the forfeiture of the shed and removal of all personal items from the shed;
- The Cart Shed Fee is not refundable to any Member at any time during the Fiscal Year for any reason.

Section 5. Continuity of Membership

- 4.18 Regular Membership shall be automatically continuous unless interrupted by resignation, suspension, or dismissal from the Club.
- 4.19 Regular Members shall be responsible for all Membership Fees accruing to the date of such resignation, suspension, or dismissal.

Section 6. Memberships Obligations & Discipline

- 4.20 Any Member failing to fulfill the obligations, as set forth within this document, the RHGC Code of Conduct, or other relevant policy, may be subject to disciplinary procedures, and sanction, as outlined in the RHGC Code of Conduct and/or the Recreation Services Operations Manual.
- 4.21 The enforcement of any such disciplinary action shall be carried out by action of the RHGC Disciplinary Committee, in coordination, as and when necessary, with the Recreation Services Division of Central Community Services Department.
- 4.22 The RHGC Board shall hear complaints of all disputes between the Membership. If, and when a Board Member is involved in such a dispute, the Board Member is not permitted to sit in the arbitration process of that matter.

ARTICLE V – Meetings

Section 1. RHGC Annual General Meeting (AGM)

- 5.1 The Annual General Meeting (AGM) will normally be held in the first week of December of each year.
- 5.2 The AGM's primary purpose is for the RHGC Board to present and discuss the proposed budget, amend the proposed budget as appropriate, and seek approval of a final operating budget for the following Fiscal Year from the Membership, and conduct such other business as may require Membership decision.
- 5.3 The RHGC Board will establish the order of business and will include, but not limited to:
- Meeting called to order;
 - Approval of Minutes of the previous Annual General Meeting;

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- Report of the Treasurer and the presentation of the following fiscal year Operating Budget for approval by eligible voting Members;
 - Consideration of Appeals from actions of the Board as provided by Article IV, Section 6, para 4.22, of the Constitution;
 - Notification of newly elected Officers and Board Members;
 - General Business;
 - Adjournment.
- 5.4 Notice of the AGM, and any special meetings shall be provided to all Regular Members, in good standing, not later than twenty (20) days prior to the proposed meeting.
- 5.5 The notice shall state the purpose of the meeting and outline the agenda of known business to be transacted, and shall be accompanied with a copy of the proposed operating budget.
- 5.6 Written notice of all meetings shall be posted on the Club website and shall be sent by electronic means to all Regular Members.
- 5.7 The failure on the part of any Member to receive actual notice of a meeting shall not invalidate the meeting.
- 5.8 Notice of any resolution to be proposed at the AGM, other than the normal business thereof, must be sent to the Club Secretary not later than fifteen (15) days before the date fixed for the said meeting.

Section 2. RHGC Special Meetings

- 5.9 Special meetings of the Regular Membership may be called by:
- The President;
 - A majority of the RHGC Board Members present in Saudi Arabia;
 - Submitting a written request to the RHGC Board, signed by no less than thirty (30) Regular Members, in good standing.
- 5.10 No other business, other than the matter for which the meeting is called, shall be transacted at the special meeting.

Section 3. Regular & Primary Members Voting Privileges

- 5.11 Voting privileges are provided on the basis of one vote per Regular Member, in good standing. However, in regard to Family Membership, irrespective of the numbers within the family, shall be limited to one vote and is awarded to the Primary Member.
- 5.12 All matters requiring Membership decision will be determined by those present at respective meetings, with voting conducted, and recorded in a manner designated by the Club Secretary and concurred with by a majority of those present. Where electronic balloting is used, votes should be verified against the Membership roster to ensure one vote per Member is cast.

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- 5.13 A simple majority of officially recorded votes shall constitute a Membership decision on the issue voted upon unless a provision within Article XIII of this document is applicable, i.e. a motion to this Constitution.

Section 4. RHGC Board Meetings

- 5.14 The regular meetings of the Board shall be held on a monthly basis, or as directed by the President, or following a request by three (3) Board members.
- 5.15 No action of the Board shall be effective unless such action is taken at a Board meeting with a quorum of members present at such meeting. A quorum shall be defined as 50% of the Board positions, including a minimum of two Elected Officers.

ARTICLE VI – RHGC Board

Section 1. Elected Officers & Directors

- 6.1 The pre-qualification for eligibility for election, or appointment to a Board of a Self-Directed Group, is prescribed in the Saudi Aramco Recreation Services Operational Manual (Chapt.4.1.4).
- 6.2 The Club Board, consisting of elected Officers and appointed Directors, is responsible for the delivery of the objectives of the Club as listed in Article II of this document.
- 6.3 The elected Officers and appointed Directors must be Regular Members in good standing of RHGC.
- 6.4 The elected Officers of the Club shall consist of a President, Vice President, Club Secretary, and a Treasurer.
- 6.5 Appointed Director positions shall be filled by a majority vote of the Officers of the Club; in the case when the Officer's vote is tied, the President will cast an additional and deciding vote.
- 6.6 The following appointed Director positions shall be filled by majority vote of the elected Officers.
- Facilities Director;
 - Grounds & Rules Director;
 - Handicap Director;
 - Junior Golf Director;
 - Ladies Golf Director;
 - Media Director;
 - Membership Director;
 - Tournament Director;
 - Social Director;
 - Other Director-level positions, and support, as prescribed by the Board.

Section 2. Term of Office

- 6.7 The term of office for elected Officers shall be two (2) years and, for the purpose of continuity, the elections are staggered such that the positions of President and

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Secretary will take place in November of one year while the positions of Vice President and Treasurer will take place the following year in November.

- 6.8 The term of office for an appointed Director shall be one year.
- 6.9 Officers shall be elected by a simple majority vote of eligible Regular Members in the November of each year.
- 6.10 Newly elected Officers shall be announced at the Club AGM and take office at the start of the first Fiscal Year following the election, remaining in position until their successor is installed.
- 6.11 Officers may also fill any Director position while in office.
- 6.12 Any vacancy, which opens within the Board term of office, will be filled by a majority vote of the Club Officers. See para. 6.5 above.

Section 3. RHGC Board Powers & Duties

- 6.13 Subject only to provisions of the Constitution, and to such approved actions as may be taken by a majority vote of the Regular Membership at a Special Meeting, the Board shall have full authority, control, and management over the affairs, property, and policy of the Club—and shall in every way safeguard the best interests of the game of Golf.
- 6.14 Subject to the rules applicable to Saudi Aramco Self-Directed Groups as specified in the Recreation Services Operational Manual (Chapt. 4.1.3), the Board shall maintain the Constitution & Bylaws governing the operations of the Club.
- 6.15 The following are additional powers and duties approved by the RHGC Board:
 - 6.15.1 **Rules of Golf:** The Board shall interpret the Rules of Golf in a manner consistent with the United States Golf Association (USGA) or Royal & Ancient Golf Club of St. Andrews, Scotland (R&A), as currently published, and in effect, such to include modifications permitted for local conditions within the framework of such rules.
 - 6.15.2 **Competitions:** The Board shall review and approve the schedule of competitions submitted by the Tournament Committee. The Board shall also confirm Captains designated for external exchanges/matches as proposed by the Tournament Director.
 - 6.15.3 **Constitution & Bylaws:** The Board shall exercise absolute discretion in the interpretation and enforcement of the Constitution & Bylaws, and shall in every way safeguard the best interests of the game of Golf. The Board shall have power to impose penalties and sanctions in each case such as its judgment deems warranted.
 - 6.15.4 **Saudi Aramco Golf Association:** The Club shall be a member of the Saudi Aramco Golf Association and will abide by its Constitution, Bylaws, and other duly approved directives with respect to activities, standards, and other actions insofar as they apply the Club.

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- 6.15.5 **Junior Golf:** RHGC Board will support the development of a progressive junior golf program within the community, including the sponsorship of junior golf tournaments to be organized by the Junior Golf Director.

Section 4. RHGC Board Voting Privileges

- 6.16 On all matters requiring RHGC Board action, each Board Member shall be entitled to one vote, except co-Directors, who will have a split vote.
- 6.17 RHGC Board decisions shall be determined by majority vote of RHGC Board Members present in Saudi Arabia.
- 6.18 The President shall only vote in the case of a tie between other RHGC Board Members, and those provisions within in para. 6.5. above, i.e. a deciding vote to select an appointed Director in the event of a tie.

ARTICLE VII – Board Rules & Procedure

- 7.1 Robert's Rules of Order shall be the parliamentary authority governing the meetings of the Club. Should Robert's Rules of Order conflict with this Constitution, this Constitutions will take priority.
- 7.2 The Club will abide by the rules and procedures, including financial regulations of Saudi Aramco and the Recreation Services Operational Manual. Should the Constitution & Bylaws conflict with the regulations of Saudi Aramco or the Recreation Services Operational Manual, the regulations of Saudi Aramco and the Recreation Services Operational Manual will take priority.

ARTICLE VIII – Board Incentives

- 8.1 Each member of the RHGC Board will be entitled to the following incentives during their term of office:
- Ten (10) day advanced tee time booking;
 - 100% discount on the RHGC Regular Membership fee. Note: The amount of a Regular Membership shall be applied to the cost of a family membership if the Director is a spouse;
 - 100% discount on the Recreation Services annual green fee.
- 8.2 Officers, and appointed Directors will be entitled to the incentives, as listed in para 8.1, from the start of each Fiscal Year. All incentives will cease with the cessation of the RHGC Board Member tenure.
- 8.3 In the event a Board Member position ceases before the end of their term, and they remain a Member, the Membership Fees and Green Fees will fall due for the remainder of the Fiscal year, calculated on a pro-rata basis utilizing the cessation date of that Board Member.

Article IX. Nomination & Election Committee

- 9.1 A Nomination & Election Committee will be appointed to select Officers of the RHGC Board in a manner which is auditable, ethical, and fair. The Committee

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shall consist of a minimum of two (2) and a maximum of five (5) Regular Members in good standing of the Club.

- 9.2 The President shall designate the Chairperson and the Members of the Nomination & Election Committee, following concurrence of a majority of the RHGC Board Members present in Saudi Arabia.
- 9.3 It shall be the duty of the Nomination & Election Committee to solicit nominations of candidates for expiring elected Officer positions and to coordinate the voting and election process, including the use of electronic voting. In addition, details of the approved RHGC Board incentives, prescribed in Article VIII of this document, will be included in the nomination announcement communicated to all Regular Members.
- 9.4 Candidates nominated must meet the prequalifying requirements as per Article IV of this document.
- 9.5 The nominations shall be reported jointly to the President and Secretary of the Club in a time and manner as established by the RHGC Board.
- 9.6 The following has been established by the RHGC Board:
 - The names of the candidates nominated for election to the RHGC Board shall be provided by the Nomination & Election Committee to the President and Secretary of the Club no later than three (3) weeks prior to the AGM.
 - The Nomination & Election Committee shall tabulate the votes and inform the President and Secretary of the Club on the day the voting closes and the tabulation is made.

ARTICLE X – Elected Officers & Committees

Section 1. Elected Officers

- 10.1 Except as provided herein for the respective office, Officers' actions are subject to provisions of the Constitution & Bylaws, and decisions of the RHGC Board.
- 10.2 **PRESIDENT:** The President shall preside over all Club and RHGC Board meetings and, in general, perform the duties incidental to his or her office. The duties shall include, but are not be limited to, coordination of the business and affairs of the Club, its Officers, Directors, Committees, and such other duties as may be assigned by the RHGC Board. The President shall also execute, sign, and transmit in the name of the Club, all correspondence with third parties. The President may, however, delegate signature authority on matters which are of a routine and repetitive nature on which policies and procedures are clearly established.
- 10.3 **VICE PRESIDENT:** In the event of the absence or failure for any cause of the President to act in his official capacity, the RHGC Board shall direct the Vice President to perform the duties of the President. When not required to perform the duties of the President's office, the Vice President shall perform such duties as may be assigned by the President or the RHGC Board. The Vice President will

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take the lead on the coordination and delivery of externally sponsored RHGC tournaments at the Club and annual Matchplay events.

- 10.4 **SECRETARY:** The Secretary shall keep the records of all Club and RHGC Board Meetings. The Secretary shall give and serve all notices of meetings, provide all official communication to the Membership other than communications sent by Media Director, and shall have charge of all correspondence, paper, and records of the Club—except as pertaining to the office of Treasurer, ProShop operations, and the Clubhouse. The Secretary shall be prepared to present at the Annual General Meeting a full report on all matters relating to the Club with the exception of financial matters. The report shall include a summary of significant actions taken by the RHGC Board during its term of office. Additionally, the Secretary will advise the Administrator, Dhahran Recreation, of any changes to the elected Officers within two weeks after the election. In general, the Secretary shall perform the general administrative duties incidental to the office, and as requested by the RHGC Board.
- 10.5 **TREASURER:** The Treasurer shall have authority to receive and to give receipt for all monies due and payable to the Club from any source whatsoever, as well as arrange for the endorsement on behalf of the Club for—all checks, drafts, notes, warrants, and orders for the payment of money to the Club—and to give full discharge for same. The Treasurer is responsible for all operations of the ProShop, providing equipment, and golfing supplies to Club Members. The Treasurer shall keep or cause to be kept full, and accurate accounts of all funds received, and shall deposit same in the name, and to the credit of, the Club in such depositories as may be designated by the RHGC Board. The Treasurer shall disburse all monies under direction of the RHGC Board and keep or cause to be kept accurate records thereof. Whenever requested by the President, or by a written request signed by three (3) RHGC Board Members, but at least once at the Annual General Meeting, the Treasurer shall prepare and present a written report on the financial affairs of the Club. The Annual Financial Report shall be audited as may be directed by the RHGC Board, or Recreation Services. In general, the Treasurer shall perform the duties incidental to the office. The Treasurer shall serve as Chairperson of the Finance Committee.

Section 2. RHGC Committees

- 10.6 Standing Committees (listed in Attachment I), under direction of the RHGC Board, will be responsible for the functions indicated. These responsibilities can be updated at any time by the RHGC Board.
- 10.7 Other Committees, as may be required to manage special events or temporary situations, may be created by the President or by majority vote of the RHGC Board with the exception of the Nomination & Election Committee, which under Article IX of the Constitution is established by the President alone.
- 10.8 The President shall be an ex-officio member of all RHGC Committees.

Article XI - Junior Golf

- 11.1 Junior Members of the Club and Saudi Aramco dependents under the age of 17 will be allowed to participate in adult Club competitions, subject to the following requirements:
- Juniors must have an official RHGC Tournament Handicap with a maximum handicap allowed for males of 28 and females of 36.
 - Juniors must have received a certification by the Grounds & Rules Committee that the Junior Member is familiar with course etiquette guidelines and has a basic understanding of the Rules of Golf.
 - Participation in adult competitions will be allowed on a space-available basis following procedures established by the Tournament Committee.
 - Examples of the tournaments include all medal tournaments or other tournaments where the maximum number of adult participants is not reached at the tournament signup closing date.

ARTICLE XII - Cart Shed Policy & Regulations

Section 1. Qualification

- 12.1 The RHGC Board will administer the annual leasing of a Cart Shed to Members of the Club.
- 12.2 Other than relevant sections established within the Recreation Services Operating Manual (Chapt. 4.3.31-4.3.32), the RHGC Board shall establish and amend, when necessary, the policy, rules, and procedures for the assignment, lease, and maintenance of the Cart Sheds.
- 12.3 The RHGC Board shall establish a waiting list, which will determine the rules, and procedures as to when Members will be given the opportunity to lease a Cart Shed.
- 12.4 No exceptions to the Cart Shed rules and procedures will be made without the approval of the RHGC Board, providing that such approval is sustained by a two-thirds vote of a quorum of the RHGC Board, see 5.15 above.
- 12.5 The qualifying requirements to lease a Cart Shed are as follows:
- Must be a Regular Member in good standing, as defined within this Constitution & Bylaws;
 - Only the Primary Member, within a family unit, as listed in the current RHGC Membership Record, is eligible to lease a Cart Shed, and;
 - The Member must be an “active Golfer”—defined as to be those Regular and/or Primary Members who have paid their Annual Green Fees to Saudi Aramco to play golf on Rolling Hills Golf Course for the same Fiscal Year as that for the Cart Shed.
- 12.6 The qualification requirements to be placed, and remain, on the Cart Shed waiting list are as follows:
- Must be a Regular Member in good standing, as defined within this Constitution;

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- Only the Primary Member, within a family unit, as listed in the current RHGC Membership Record, is eligible to be placed and remain on the list, and;
- The Member must be an “active Golfer”—defined as to be those Regular and/or Primary Members who have paid their Annual Green Fees to Saudi Aramco to play golf on Rolling Hills Golf Course.

Section 2. Register & Maintain Position - Cart Shed Waiting List

- 12.7 To register and maintain his or her position on the RHGC Cart Shed Waiting List, the qualifying Member must be an “active Golfer,” i.e. having a record of continuous annual payments of the RHGC Membership Fee and full payment of the Green Fees by January 31 of each Fiscal Year.
- 12.8 Failure to maintain continuous payments, as listed in 12. 7 above, will result in removal of the Member from the Cart Shed Waiting List.
- 12.9 RHGC Members on the Cart Shed Waiting List, who are required to leave Dhahran for extended work commitments (such as OOK Assignments) may keep their position on the Cart Shed Waiting List by providing the Membership Director with prompt documented evidence of such work commitments, prior to their departure from the Kingdom.
- 12.10 Should that RHGC Member, as described in 12.9 above, become eligible for a Cart Shed assignment during their work assignment period, the Cart Shed will be assigned to the next RHGC Member on the list. The RHGC Member having to forgo the Cart Shed assignment will be assigned the next available Cart Shed upon their return to Dhahran.
- 12.11 Should the status of a Primary Member change to Dependent status and/or not renew as the Primary Member, the Dependent Spouse can become designated as the Primary Member and may elect to take the Primary Member’s position on the Cart Shed Wait List.

Section 3. Reinstatement on the Cart Shed Waiting List

- 12.12 Once a Member is removed from the Cart Shed Waiting List, the Member loses all rights to their previous position on the list.
- 12.13 A Member, as qualified in 12.6 above, may apply for reinstatement on the Cart Shed Waiting list, and will be assigned the last position on the list.

Section 4. Error in Notification

- 12.14 Any errors, and or omissions made in the administration of the Cart Shed Waiting List due to a lack of prior procedural direction will be corrected as soon as they are discovered by decision of the Membership Director. These decisions will be based on the spirit and intent of the Cart Shed Waiting List.

Section 5. Notification & Acceptance Procedures

- 12.15 When a RHGC Member becomes eligible for a shed, the Member will be notified in writing, via email, by the Membership Director at the email address the Member has provided to the Membership Director. It is the sole responsibility of the Member to ensure that the Membership Director has an up-to-date email address.
- 12.16 The Member has five (5) working days to provide a written reply of acceptance to the offer of a shed.
- 12.17 Failure of the Member to respond to the Membership Director within five (5) working days of the offer will be understood as the Member's declination of the offer for a Cart Shed.
- 12.18 If the Member is on authorized medical leave, vacation, business travel, and cannot be contacted during the offer acceptance period, the Membership Director will give the Member a reasonable amount of time to respond.
- 12.19 If the Member accepts the Cart Shed, he or she will be required to sign and execute a Cart Shed Rental Agreement and make the annual rental fee payment in full within fifteen (15) working days of the acceptance, regardless of the time of year the offer is accepted.
- 12.20 If the offer of the Cart Shed is declined in writing, or by the expiration of the acceptance period, the Member will be allowed to request their name remains on the Cart Shed Waiting List under the following conditions:
- The request must be in writing, via email, to the Membership Director;
 - The request must be made within ten (10) working days of the date the Memberships Director made the email offer;
 - If the above conditions are met, the Member will be placed at position five (5) on the waiting list.
- 12.21 Should a Member, after an offer has been made, fail to request their name remain on the waiting list, the Member will be removed from the list.

ARTICLE XIII – Amendments

- 13.1 Amendments to this Constitution & Bylaws may be proposed at any meeting of the Board and approved at any meeting of the Regular Membership by two-thirds majority of the Members present, and voting, or by electronic voting with a minimum of thirty (30) votes.
- 13.2 Bylaws of the Club, and policy documents may not be amended, altered, or suspended without notice at any meeting of the Board, providing such action is sustained by a simple majority vote of Board Members, see para 5.15 above.
- 13.3 Proposed amendments to this Constitution will be effective following concurrence, and approval by Recreation Services, in accordance with the rules

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and procedures applicable to Self-Directed Groups within the Recreation Services
Operational Manual.

DEFINITIONS

Member in Good Standing: Is defined as a Regular Member, not expelled or suspended, who has paid the Annual RHGC Membership Fee.

Primary Member: Is defined as a Regular Member in good standing, whose spouse and/or dependents have paid the Annual RHGC Membership Fees. The Primary Member holds the single voting right for his or her household.

Active Golfer (Qualifying Member for Cart Shed): Is defined as a Regular and/or Primary Member in good standing who has paid the Annual Green Fee to Saudi Aramco.

Eligible Voting Member: Is defined as a Regular Member in good standing with the right to vote on RHGC matters i.e. Single Member or those defined as a Primary Member.

ATTACHMENT I – STANDING COMMITTEES

Each Committee will be chaired by the listed Board member, who is also responsible for recruiting member volunteers for their Committee as needed.

More details are documented in a separate Roles and Responsibilities document that is maintained by the President. If there are any differences, the most recent approved version of Roles and Responsibilities document should govern.

1. Finance Committee

- The Treasurer shall serve as Chairperson of the Finance Committee;
- Responsible for overall administration of the Club's finances (including audits), the determination of ways and means for obtaining revenue and for review and recommendations with respect to Annual Dues and Fees assessment, donations and the like;
- Under the leadership of the Treasurer, the Finance Committee shall also conduct all functions, events, or activities in connection with the raising of funds and be responsible for managing the annual audit of the Club in line with Community Services requirements including, but not limited to, the appointment of the auditor and agreeing payment for such audit.

2. Tournament Committee

- The Tournament Director shall serve as Chairperson of the Tournament Committee and is responsible for the development, scheduling, and organization of Club tournaments;
- Responsible for all matters in connection with the Club's tournament program including, but not limited to, submission of a proposed tournament schedule and budget, carrying out the approved schedule, notifying Members of tournament dates and the results thereof, recommending and arranging for approved awards and prizes, and appointment of Tournament Officials and other volunteers to assist with competitive events;
- The Tournament Director shall have sole discretion, and after consultation with the President, to alter the approved schedule through cancellation or rescheduling of events according to changing circumstances or as deemed appropriate in the best interests of all Members;

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- The Tournament Director will also have sole discretion to determine the official results of all competitive events subject to previously published eligibility criteria and count-back procedures.

3. Handicap Committee

- The Handicap Director shall serve as Chairperson of the Handicap Committee;
- The Handicap Committee is responsible for the computation, maintenance, and publication of Members' and their participating dependents' handicaps in accordance with rules and guidelines established by the USGA and R&A;
- The Handicap Committee shall assign hole indexes and observe and make any necessary recommendations to the Board concerning the Course Rating for its consideration and presentation to the Saudi Aramco Golf Association;
- The Handicap Committee shall also provide guidance to the Tournament Committee with respect to handicaps utilized during Club competitions.

4. Grounds & Rules Committee

- The Grounds & Rules Director shall serve as Chairperson of the Grounds and Rules Committee;
- Responsible for publication of rules applicable to competitive events (including local rules), and interpretation of such rules in the event of disputes arising during tournament play;
- Responsible for maintaining and updating all Permanent Local Rules as necessary. This includes updating the RHGC website Rules Page as well as the back of the scorecard;
- Responsible for instituting Local Rules to address short-term changes to course conditions;
- Responsible for providing Community Services (Gardening Division) with any necessary updates to the Score Card prior to each new order being placed with the printer;
- Responsible for observing conditions of the Rolling Hills Golf Course (Course) and making necessary recommendations concerning its maintenance and layout to the Board and Community Services;
- The Grounds & Rules Committee shall ensure that the Course meets the conditions specified for tournament play and shall, in consultation with the Tournament Director of the Tournament Committee, determine whether or not the Course is fit for play;
- The Grounds & Rules Committee shall make recommendations regarding the implementation of temporary Local Rules to address short-term changes to course conditions.

5. Facilities Committee

- The Facilities Director shall serve as Chairperson of the Facilities Committee;
- Responsible for Clubhouse operations and all Club property contained within the Club facilities;
- The Facilities Committee shall be directly responsible for activities relating to a routine catering operation on behalf of the Club and shall work closely with the Treasurer with respect to all monetary receipts and disbursements from operations, as well as maintenance of complete records of Clubhouse property under the responsibility of the Facilities Committee;
- Complaints concerning Clubhouse operations will be heard by the Facilities Committee who will review and recommend corrective action to the Board.

6. Membership Committee

- The Membership Director shall serve as Chairperson of the Membership Committee;
- Responsible for maintenance and publication of Club Rosters identifying members by name, location, and box number;
- Shall also examine prospective Club Members' applications and process same, directing the Initiation Fees and Annual Dues to the Treasurer and notifying the Handicap Committee of the new Member's status, such in accord with Article IV of the Constitution;
- Responsible for all activities of the Cart Sheds, from working with Community Maintenance on repairs to handling the records of new and departing tenants (including the Cart Shed Rental Agreement) as well as maintaining the current Cart Shed waiting list.

7. Social Committee

- The Social Director shall serve as Chairperson of the Social Committee;
- Responsible for all matters in connection with the Club's Social Program including, but not limited to, submission of proposed Social Calendar and budget for Board approval, carrying out approved programs, proper notification to Members of upcoming functions and determining and procuring the type of entertainment, food, decorations and the like to be utilized during these programs.

8. Ladies Golf Committee

- The Ladies Golf Director will serve as the Chairperson of the Ladies Golf Committee;
- Responsible for the schedule and activities of the Ladies Golf activities including the budget provided by the Board.

9. Junior Golf Committee

- The Junior Golf Director shall serve as Chairperson of the Junior Golf Committee;
- Responsible for the activities of Junior Golf including tournaments at RHGC as well as other SAGA tournaments.

10. Media Committee:

- The Media Director shall serve as Chairperson of the Media Committee;
- Ensure that up-to-date information is shared with Recreation for relevant Community Services channels and reports;
- Responsible for all published information to inform the membership regarding RHGC activities on both RHGC-owned channels and appropriate Company channels.

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Recreation Services Approvals

Date	Changes & Amendments to Constitution	Recreation Services Approval Date
December 2009	<ul style="list-style-type: none"> Added Cart Shed Policy to Section 5 Fees and Dues of Board Bylaws 	
February 2014	<ul style="list-style-type: none"> Required 5-year review per Recreation Manual Added appointed Director positions under Article VII Committees – 1) Ladies Golf, 2) Junior Golf and 3) Media which increased appointed Directors from 5 to 8, and Board from 11 to 14 Disciplinary procedures under Article IX Obligations and Discipline were simplified and delegated as per Recreation Services Operating Manual 	Approved by Recreation Services Nov 17, 2014
February 2014	<ul style="list-style-type: none"> Removed Appeals section from Board Bylaws Added 3 new Committees 1) Ladies Golf, 2) Junior Golf and 3) Media to Board Bylaws 	Approved by Recreation Services Nov 17, 2014
October 2018	<ul style="list-style-type: none"> Updated rotation of elected Officers terms 	Approved by Recreation Services Oct 21, 2018
November 2019	<ul style="list-style-type: none"> Required 5-year review per Recreation Manual Both documents merged References added to Recreation Manual for clarity Added Retiree Membership definition Changed requirement for sponsoring Junior Golf member from 1 to 2 Regular Members Changes to make Handicap & Rules Director and Tournament Director appointed positions instead of elected Board added that approved incentives are included in the nomination communications to all members Board changed reporting requirement of nominations for election to 3 weeks in advance of AGM (instead of 2) Board moved Rules Committee from Grounds Director to Handicap Director Other wording changes for clarity 	Approved by the Board Nov 3, 2019 Approved by Recreation Services Nov 19
February 2021	<ul style="list-style-type: none"> Update Article VII to include a new section related to Board incentives. This change is required to align the RHGC Constitution and Bylaws to the Recreation Manual. Renaming of Article VIII 	
January 2022	<ul style="list-style-type: none"> Moved Rules Committee to Grounds & Rules Director. Removed the ProShop Director and Committee as this is controlled by the Treasurer. Changed name of Club House Director to Facilities Director. Included 7.1.5. (Instruction from Community Services Policy Group re Spouses as Board Members). 	Approved by Board on January 16, 2022

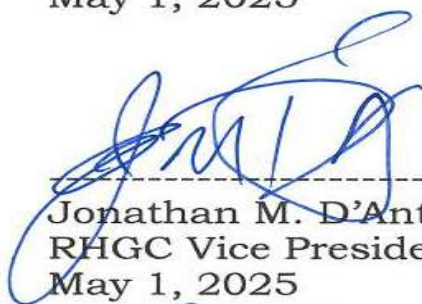
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May 2022	<ul style="list-style-type: none"> • Removed 7.1.4 and 7.1.5 (to be reintroduced in bylaws when separated from the constitution) 	Recommended by CS Policy Approved by Recreation Services June 1, 2022
May 2025	<ul style="list-style-type: none"> • Define Regular Member in good standing and Primary Members. • Define Executive Member, and RHGC Community Services Professional Staff • Added to Presidents voting right in deciding appointed Directors. • Removes Bylaw that exempts Members from initiation fee if rejoining within five years of prior lapse. • Remove Club Notice Board from publication requirements; website to be used. • Notice of motions for AGM reduced to 15 days. • Includes references to the RHGC Code of Conduct. • VP to lead on externally sponsored RHGC events • Incorporates the Cart Shed Policy into C&BL document. 	Approved by Recreation Services

Signatures



David R. Bedford
RHGC President
May 1, 2025



Jonathan M. D'Antoni
RHGC Vice President
May 1, 2025



Hayden R. Ponsford
RHGC Treasurer
May 1, 2025



Kevin Capstick
RHGC Club Secretary
May 1, 2025