

**The  
Tin  
Whistles**

**INCORPORATED**



**PINEHURST  
NORTH CAROLINA**

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**HISTORICAL NOTES  
ARTICLES OF INCORPORATION  
BY - LAWS**

Printed 1967

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## HISTORICAL NOTES

**THE TIN WHISTLES**, national golf organization, had its beginning in Pinehurst, North Carolina, in 1904.

The many and varied accounts of its birth run all the way from one that a tin whistle was blown in the village street to call the players to the links to another that the whistle was blown at the spring, near the present twelfth hole on No. 1 course, advising golfers that a corn concoction was being served.

However, the consensus is that a group of New Yorkers were vacationing at the Holly Inn, dividing their time equally between the links and the little brown jug. They organized a tournament, the prizes being "two Scotch golf clubs" to be opened at the finish and dispensed, forthwith. The winners carried the "clubs" back to the Inn, beneath checkered vests, and with great pomp and ceremony, promptly consumed them. At this time, outsiders called them the Wow Wows.

During this Pinehurst visit, a copy of Alfred Henry Lewis' book, "The Boss," appeared. It is a story of the old Tammany and gave considerable space to a hoodlum gang known as the TIN WHISTLES. The name was given them because they were summoned to their duty of breaking up polling places, which were unfriendly to Tammany, by the blowing of a whistle. For some reason unknown, this appealed sufficiently to have the golfers adopt the name "THE TIN WHISTLES."

The stated objectives of the organization were:

"To promote a golfing fellowship at Pinehurst and to maintain there a neutral zone for a choice and chosen few from outside organizations to which it will be pleasant to return year by year."

"It shall be the duty of each member to suppress the incipient conceit of any fellow member who thinks he is in line for the United North and South Amateur Championship."

In recent years, the Constitution has been rewritten and the more prosaic wording of the club objectives states, "It is formed for social purposes and to promote an interest in the game of golf at Pinehurst, North Carolina."

The club was incorporated in August of 1974.

# THE TIN WHISTLES

## ARTICLES OF INCORPORATION

We, the undersigned natural persons of the age of twenty-one years or over, do hereby associate ourselves into a non-profit corporation under the laws of the State of North Carolina, as contained in Chapter 55A of the General Statutes of North Carolina, entitled "Non-Profit Corporation Act", and the several amendments thereto, and to that end do hereby set forth:

1. The name of the corporation is "The Tin Whistles", Inc.
2. The period of duration of the corporation shall be perpetual.
3. The purposes for which the corporation is organized are:
  - (a) To create a private non-profit corporation to be operated exclusively for social purposes and to promote interest in the game of golf at Pinehurst, North Carolina and other non-profit purposes, no part of the net earnings of which shall inure to the benefit of any member or individual.
  - (b) To enter into, perform and carry out contracts of any kind necessary to, or in connection with, or incidental to the

accomplishment of any one or more of the purposes of the corporation.

4. The corporation shall have the various classes of membership provided by the By-Laws.
5. The affairs of the corporation shall be managed by a Board of Governors, fifteen in number, five to be elected each year to serve for three years or until their successors are chosen. The Board of governors shall elect the officers. The initial Board shall consist of the fifteen persons serving as Governors of the predecessor Club. Their successors shall be elected by the members in the manner provided in the By-Laws, with qualifications, requirements and terms of officers as so provided. The acts of the majority of the Governors present at a duly constituted meeting shall be the acts of the Board of Governors.
6. The address of the registered office of the corporation is Pinehurst, North Carolina and initial registered agent of the corporation at such address is Robert L. Gavin.

7. The names and addresses of the incorporators are:

|                           |                 |
|---------------------------|-----------------|
| John J. Farrell           | Pinehurst, N.C. |
| Col. Coleman Romain(ret.) | Pinehurst, N.C. |
| Harold E. Mahony          | Pinehurst, N.C. |

8. The initial By-Laws of the corporation shall be adopted by the Board of Governors. The power to alter, amend, or repeal the By-Laws or adopt new By-Laws shall be vested in the Board of Governors.
9. These Articles of Incorporation shall not be altered, amended, or repealed except by the affirmative vote of 2/3 of the members present in person at a meeting Duly Constituted called for that purpose.
10. This corporation shall have all the powers granted corporations under the laws of the State of North Carolina.

In Testimony whereof we have set our hands this seventh day of August, 1974.

John J. Farrell (seal)  
Coleman Romain (seal)  
Harold E. Mahony (seal)

# THE TIN WHISTLES

## BY-LAWS

### ARTICLE I

The name of the Club shall be "The Tin Whistles, Inc.". It is formed for social purposes and to promote an interest in the game of golf at Pinehurst, N. C.

### ARTICLE II

The officers shall be a President, a Vice-President, a Secretary, a Treasurer, or a Secretary-Treasurer, and a Club Captain. They shall hold office for one year, or until their successors are elected.

### ARTICLE III

The affairs of the Club shall be managed by a board of fifteen Governors, five to be elected each year to serve for three years or until their successors are chosen. Active Members only shall be eligible for election as Governors. The Board shall have the power to fill, until the next annual election of directors, any vacancies occurring in its own membership. It may make by-laws which are not inconsistent with the articles of Incorporation. All dues and initiation

fees shall be fixed by the Board of Governors, and the Board may from time to time change the membership limit by the consent of two-thirds of the members of the Board.

#### ARTICLE IV

There shall be four standing committees: The Membership Committee, the Handicap and Tournament Committee, the Finance Committee, the Audit Committee, and members of all committees shall remain posted in a conspicuous place in the Club Room.

#### ARTICLE V

There shall be three classes of Members, to wit: Honorary, Associate, and Active. Honorary and Associate Members shall be elected by unanimous vote of the Board of Governors present at a regularly constituted meeting. Associate Members shall be elected for one year or less. Active Members shall be voted upon at a regularly constituted meeting of the Board of Governors by secret ballot and shall be elected unless there are three or more negative votes.

## ARTICLE VI

The annual meeting of the Club shall be held the third Monday of May. Special meetings may be called by the President, and he must call one upon the petition of fifteen members, setting forth in writing the desire for a special meeting, and its purpose, he shall call such meeting within fifteen days from the receipt of such petition, and he shall give due notice of the date for holding same. At least seven days before any special meeting the Secretary shall post a notice in the club Room stating the time, place, and purpose of such meeting. Fifteen members entitled to vote shall constitute a quorum at the annual or any special meeting of the Club. A majority of the members of the Board in Pinehurst at the time shall constitute a quorum for a Board meeting, provided, however, there shall be at least five present.

Majority rule shall govern on all questions except where it is otherwise herein provided. There shall be no voting by proxy. The Board of Governors shall meet each month. Special meetings of the Board may be called by the President, Vice-President, or anyone acting in that capacity, upon twenty-four hours notice to the Governors at that time in Pinehurst. At a meeting of the Board of Governors held immediately after the annual meeting, the Board

shall elect a President, a Vice-President, who shall be members of the Board, a Secretary and a Treasurer, or a Secretary-Treasurer, and a Club Captain, who need not be members of the Board, but who shall attend all Board meetings.

## ARTICLE VII

At least fifteen days previous to the date of the Annual Meeting, the Board of Governors shall elect a Nominating Committee of five members who shall nominate candidates for all vacancies in the membership of the Board which will occur by expiration of their terms at the time of the Annual meeting. The Committee shall post its report on the bulletin board at least seven days before the date of the meeting. Five members of the Club entitled to vote may nominate any other candidate or candidates to be voted on at the same time, by posting notice to that effect over their signatures on the bulletin board at least five days before the meeting. No other candidate shall be voted on at the meeting.

## ARTICLE VIII

The Board of Governors at a regular or duly called special meeting, by vote of two-thirds of those present, may suspend or expel any member of the Club for conduct which in the opinion of the Board is prejudicial to the best interest of the

Club. But no member shall be suspended, or expelled, until he shall have had an opportunity to appear in his own behalf.

## ARTICLE IX

SECTION 1. Honorary and Associate Members shall not be required to pay either initiation fees or annual dues, except in the case of Associate Members, who are in residence and intend to participate regularly in tournaments. They shall be subject to the annual dues paid by an Active Member. Associate Members shall not be entitled to vote or hold office.

SECTION 2. The maximum number of Active dues paying Members shall be fixed at three hundred and twenty-five. Of this number, no more than two hundred shall be local residents. This limit may be exceeded as a result of an active member subsequently becoming a local resident, but no additional local residents may be admitted until the total of local members reduces to 200. This limitation shall not be changed without the consent of a two-thirds vote of the entire Board. The initiation fee of newly elected members shall be due and payable within thirty days after written notice of their election is mailed to their resident address. The annual dues shall be payable on or before December 1st in each year. Save and except, in order to be eligible to win a prize a member's dues must have been paid.

However: When a member has reached the age of eighty years and shall have paid annual dues for a period of ten consecutive years, he shall thereafter be relieved from the payment of further dues but shall continue to exercise and enjoy all of the rights and privileges of an Active Member. In case of default in the payment of either initiation fees or annual dues, for a period of thirty days the Board may, except for sufficient reason exhibited, in the former case annul the election and in the latter drop the name from the roll.

**SECTION 3.** It shall be the duty of the Membership Committee to consider all recommendations for membership. Candidates must be over twenty-one years of age. No golf professional or former golf professional who has competed in tournaments for prize money or who has given golf instruction for remuneration shall be eligible for Active Membership.

(a) **SPONSORS.** All candidates must have a sponsor and two seconders, all being members in good standing and having known the candidate for at least one year before proposing or endorsing him for membership. A member of the Board of Governors or the Membership Committee may not sponsor or second a candidate for Active Membership. Members in business as described in Section 3 (c) are also ineligible to sponsor or second a candidate for membership.

(b) PROCEDURE. All sponsors should discuss their candidates informally with the Chairman and/or members of the Membership Committee, giving all information requested regarding the candidate, as a first step in presenting him for membership. As no candidate may be considered unless he has starting time privileges, each sponsor must notify the Chairman of the Membership Committee as to the candidate's status in regard thereto. The sponsor shall certify that the candidate has played at least eighteen holes with two or more members of The Tin Whistles, or shall arrange for him to do so. The candidate should be, or recently have had a golfing membership and/or family privileges in at least one U.S.G.A. recognized Golf or Country Club. Exceptions may be equivalent club in foreign countries. This requirement does not apply to Senior Officers of the Military Services.

As soon as these requirements have been complied with, the sponsor will so advise the Chairman of the Membership Committee, who will then have the Secretary post on the bulletin board the candidate's name, address sponsor for 30 days. After this time, if there has been no unfavorable reaction from members, the Chairman will issue an

application blank to the sponsor. When the application has been completed it must be given to the Chairman of the Membership Committee together with a letter of recommendation from the sponsor and the two seconders. In his letter each sponsor shall state whether he has been requested by the applicant to act as his sponsor.

The completed application shall be kept in a book in The Tin Whistle room and shall be available at all times to the members.

If the Committee is unable to agree as to the desirability of admitting any candidate it may, at the written request of the sponsors, refer the matter to the Board for action. Any recommendation for membership which has not been completed within one year from date thereof shall be withdrawn and returned to sponsor without prejudice against the initiation of a new application.

(c) MEMBERS IN BUSINESS. Those engaged in business in the Pinehurst area, which is designated as within 35 miles of Pinehurst, shall constitute not more than 10% of the membership. This class of member shall be ineligible to become a Governor or to sponsor a candidate for membership. A member shall be so classified if his

judgment or action in regard to The Tin Whistles could possibly be influenced by business considerations.

SECTION 4. The President, as soon as possible after his election, shall appoint the following standing committees to serve for one year or until their successors have been appointed, and report such appointments at the next meeting of the Board of Governors.

- (a) Membership Committee, three members or more.
- (b) Tournament and Handicap Committee, five members or more.
- (c) Audit Committee, two members or more.
- (d) Finance Committee, three members or more.

## ARTICLE X

### OFFICERS

SECTION 1. The President shall preside at all meetings and discharge all the duties which usually pertain to the office. He shall also be a member ex-officio of all committees.

SECTION 2. The Vice-President shall perform the duties of the President in his absence.

SECTION 3. The Treasurer shall have the custody of the property of the Club. He shall give bond to indemnify the Club from loss due to his negligence or default. He shall keep books of account open to inspection at any time by any member of the Board. He shall perform such other duties as may be authorized by the Board of Governors or which are customarily performed by a Treasurer.

SECTION 4. The Secretary shall keep the minutes of all meetings of the Club and of the Board, also the record of members pertaining to their Club membership and perform the duties usually incident to the office of Secretary, and any other duties assigned to him by the Board.

SECTION 5. The Club Captain shall be a member and Chairman of the Handicap and

Tournament Committee, and shall, under the supervision of the said committee, fix all handicaps, have charge of all tournaments and make rules and regulations pertaining to them. A Vice Chairman may be appointed to call meetings and act for the Chairman in the event of his absence.

SECTION 6. All Salaries for the following year shall be fixed at the May meeting of the Board.

## ARTICLE XI

SECTION 1. The Audit committee shall annually audit the accounts of the Treasurer and report its findings in writings to the Board of Governors by June 15 of each year. The fiscal year end of the club will be April 30.

SECTION 2. At the July Meeting of the Board of Governors it shall be the duty of the Finance Committee to have prepared and present a statement of estimated income and expenses for the coming year and comparative figures of the actual income and expenses for the preceding year. It may also, from time to time, make recommendations to the Board concerning the Club's finances and investments but authority to purchase, sell or transfer investments of the Club shall reside solely in the Board of Governors. When any such transaction is approved by the

Board, the President, or in his absence or incapacity, the Vice President shall be authorized to effect such purchase, sale or transfer and to make the necessary endorsements in the name of the Club and it shall be the duty of the Secretary to make such certifications as may be required of the By-Laws, minutes and resolutions of the Board or parts thereof or of the present authority of the officer endorsing the investments.

## ARTICLE XII

SECTION 1. At every regular meeting of the Club and the Board, the following shall be the order of business.

- (1) Reading of the minutes of previous meeting.
- (2) Reports of Committees.
- (3) Unfinished business.
- (4) New business.

## ARTICLE XIII

SECTION 1. Additions or amendments to these by-laws may be made with the approval of a majority of the entire Board at any regular meeting, or at a special meeting called for the purpose provided that notice of the proposed addition or amendment has been given in the call for the special meeting.