

ANTELOPE HILLS MEN'S GOLF CLUB

January 11, 2012

BY-LAWS

ARTICLE I

Name

The name of this organization shall be Antelope Hills Men's Golf Club.

ARTICLE II

Objectives

The objectives of this club shall be:

1. To promote the interest of golf at Antelope Hills Golf Course and within the vicinity of Prescott, Arizona.
2. To establish and maintain a uniform system of handicapping as dictated by the Club's Board of Directors.
3. To conduct tournaments sponsored by the Club and such other golf events as, in the discretion of the Board of Directors of the Club, may be deemed to come within its jurisdiction.

ARTICLE III

Dues and Membership

Section 1. Annual dues of each member shall be determined yearly by the Board of Directors and shall be due December 15th of each year for the next calendar year. Dues shall be delinquent January 1 and members so delinquent shall have their names removed from the membership roll. Seniors over 80 years old will pay only the fee established by the AGA fees and the Board of Directors. All members are to play golf in accordance with the United States Golf Association, Arizona Golf Association and local Antelope Hills Men' Golf Club rules. The Antelope Hills Men's Golf Club Board of Directors reserves the right to reject any applicant or terminate any member's membership, at any time, for any reason. In any proceedings to enforce the terms hereof, the prevailing party shall, be entitled to the recovery of reasonable attorney fees in addition to the other reasonable costs of suit expended by the prevailing party.

Section 2. Any male person 18 years of age or older and an amateur golfer under the Rules of United States Golf Association or the Arizona Golf Association, or currently applying for amateur status, shall be eligible for Club membership.

Section 3. Male persons qualifying in all aspects except age shall be eligible for a Junior Membership in this Club. Dues and participation in Club events shall be at the discretion of the Board of Directors.

Section 4. Male persons who are professionals may join the Club as an Associate Member for handicap reasons. The Associate pays full fees but cannot vote or be a member of the Board of Directors. The Associate may be a committee member and may play in events for a score only and cannot receive prizes. The Associate may not teach or give any professional advice (other than the rules of golf) during the event.

ARTICLE IV Board of Directors

Section 1. The control and management of the affairs, funds and property of the Club shall be vested in the Board of Directors (Board). The Board shall consist of no less than seven and up to twelve members, one-third of which will be elected annually for a three-year term. If the past President is not a regular member of the Board by virtue of his unexpired term, he will still be a member for one year after his term as President has expired.

Any vacancy occurring on the Board during an unexpired term, shall be filled by Board appointment from a list of candidates submitted by the Nominating Committee. The selected candidate shall serve a three-year term.

Any member of the Board absent for more than two non-excused absences in succession shall be considered as resigned from the Board, unless excused by the Board. Any member of the Board not performing in the best interests of the Club may be replaced by Board action. Such member shall be given proper notice of the action of the Board and shall be allowed to appeal to the Board if he so desires. The regular membership must be notified of such action through the next newsletter.

The Treasurer shall create a proposed budget for the upcoming fiscal year prior to the end of the current year. A completed conveniently available

software budget worksheet shall be presented for approval to the Board of Directors prior to but no later than the first scheduled meeting in January.

Section 2. The Board shall elect its officers from within the Board. These positions shall be President, Vice-President, Secretary and Treasurer. Officers shall be elected annually prior to the end of the year and take office January 1 of the following year.

Section 3. Each year at the first regular meeting of the Board, the President shall appoint committee chairmen to chair the Tournament, Handicap, Rules, Publicity, Entertainment, Finance, Membership, Monday/Wednesday play, Nominating Committees, and such other committees as the President deems proper. The committee chairmen shall be responsible for the selection of the other members of their committee as for the proper completion of the function of their committee.

Article V Duties and Powers

Section 1. **PRESIDENT:** The President shall preside at all meetings of the Board and the general membership, shall, under authority of the Board, conduct the business of the Club, and shall enforce strict observance of these By-Laws.

Section 2. **VICE-PRESIDENT:** In the absence of the President, or in case of the inability of the President to act, the Vice-President shall then perform in his stead.

Section 3. **SECRETARY:** The Secretary shall record the proceedings of the Club; keep the records of the Club, and act as Recorder at all meetings of the Board and at the meetings of the Membership when elections are held.

Section 4. **TREASURER:** The Treasurer shall keep all funds of the Club, maintain proper and adequate financial records, and make all authorized Club disbursements by check, signed by one of the of the following officers in addition to the Treasurer; President, Vice President or Secretary. The Treasurer shall also be responsible for the proper filing of all tax returns

prior to April 15th of the current year for the prior year's business. Financial accounts shall be audited annually by the Finance Committee. If there is a change within the year in the office of Treasurer, there shall also be an audit at that time. The Treasurer is exempt from coordinating any tournaments or Monday/Wednesday play, but will be responsible to coordinate all payouts with the appropriate coordinator.

Section 5. COMMITTEES:

1. The Tournament Committee shall arrange, schedule, and conduct all Club sponsored competitions. This committee will maintain records of all tournaments.
2. The Handicap Committee shall establish and administer the Handicap system selected by the Board for use by Club Members.
3. The Rules Committee shall establish rules and regulations as required for Club competitions and be responsible for settling rules disputes. The Committee can be combined with the Handicap Committee.
4. The Publicity Committee shall publicize the Club news both to the membership and the news media; as well as produce and distribute the bi-monthly Tee Times. They will also encourage member participation in Club meetings and events.
5. The Entertainment Committee shall be responsible for providing entertainment and/or food at those Club events where deemed necessary. This Committee will also be responsible for making all the appropriate arrangements for all directed social events.
6. The Finance Committee shall perform the audits of the financial records and advise on all financial matters such as dues, fees, and expenditures.
7. The Membership Committee shall be responsible for renewing of old memberships and solicitation of new memberships, establish local numbers for new members, maintain the Arizona Golf Association member database, and notify new members of the Club's activities.
8. The Nominating Chairman shall, no later than the October Board meeting, present to the Board a slate of candidates for the Board vacancies. Upon approval by the Board, ballots shall be distributed to all members. Said ballots shall provide space for write-in candidates. Ballots will be e-mailed to all members and extra copies made available for those who do not have access to e-mail. Ballots must be returned no later than November 1.
9. The Monday/Wednesday Committee shall be responsible for selecting all Monday/Wednesday in-house play and for assigning board members as chairs for each month of play.

Section 6. COMPENSATION:

There shall be no monetary compensation for any of the officers or committeemen of The Club, but the Board may authorize gratuities such as Presidents jacket, past Presidents photo, etc. The Board may have an annual golf outing consisting of current Board Members and selected guests as compensation of the previous year's work. Expenses incurred by an officer or committeeman in the performance of his duties shall be submitted to the Treasurer for reimbursement. The Board may offer to pay yearly membership dues and/or other compensation to members and AHMGC Board members for special services or services provided to the membership.

**ARTICLE VI
Meetings**

Section 1. Meetings of the Board may be called at any time by the President, or by a minimum of five Board members, providing at least twenty-four hours notice is given to all Directors of the designated time and place of such a meeting. It is expected that regular Board meetings will be called monthly. Club members who are not Directors may attend all such meetings; however, they shall have no voice in the proceedings of the meeting. 50% plus one member of the current Board shall constitute a quorum for conducting Club business. All meetings shall follow a prepared agenda and be governed by Roberts Rules of Order.

Section 2. Meetings for the regular membership of the Club may be called at various times by the Board for tournaments or social purposes, or for general enlightenment of the membership regarding the proceedings of the Board. These meetings shall be presided over by the President, but no official business shall be conducted.

Section 3. If deemed necessary by the Board, a meeting of the regular membership shall be held on the second Thursday of November, at which time the results of the election of four (4) new Directors will be announced. Annual reports of the various Committees may also be given at this time. This information may also be distributed via e-mail, regular mail, and by posting on the Club's bulletin board no later than 30 days after the regular annual membership meeting.

Section 4. The Board of Directors will determine whether/when one or more social events will be held for Club members and their guests. The board will also be responsible for all aspects of social events.

Section 5. The Board of Directors have determined, in accordance to known rules and legal precedence, that all decisions are to be made by a quorum of Board members present with the exception of e-mail voting for agenda items that do not impact the financial condition, membership relations and organizational structure of the Club.

ARTICLE VII Tournaments

Eligibility

Unless specifically exempted by the Tournament Director, participation in an AHMGC sponsored or sanctioned tournament will require current membership and a current USGA index. Members must have played at least six (6) rounds at an AHMGC sponsored event (Monday/Wednesday play or another AHMGC event) with at least one member within the past six (6) months.

Handicaps

The Handicap Committee has the sole right and responsibility in accordance with USGA rules and guidelines to determine the handicap index of each tournament participant. AHMGC members' USGA index will be the basis for establishing Tournament handicaps. However, if the Handicap Committee has reason to believe that a member's current USGA index is not indicative of his true ability, the committee may establish a "local" tournament handicap for such member taking into account his past tournament performance.

TOURNAMENT Signup sheets

Members moving, removing, changing, or erasing another member's name or group after the tournament sheet entries have been posted, and tee time slots have been filled in, will not be allowed in the competition for that day and will lose any entry fee paid. A second offense will result in termination from AHMGC membership in accordance with Article III, Section 1 that states "The AHMGC Board of Directors reserves the right to reject any applicant or terminate any member's membership, at any time, for any reason."

Article VIII Amendments

These By-Laws may be repealed, amended or new By-Laws adopted by a two thirds majority of the Directors present at a duly constituted meeting, provided such change or amendments has been presented to all directors at least two weeks prior to the meeting wherein the vote will take place.