

## THE ARROYO DEL OSO GOLF ASSOCIATION ARTICLES OF ORGANIZATION (BYLAWS)

WHEREAS, Arroyo Del Oso Golf Course has authorized the creation of a men's golf association and delegated the authority to establish Articles of Organization (Bylaws) the following is adopted.

### ARTICLE I Name

The name of this organization shall be "Arroyo Del Oso Golf Association", known as ADOGA hereafter.

### ARTICLE II Purpose

The purpose of the organization shall be to promote friendship, fellowship, and sportsmanship through regular competition. The association will promote education on golf course etiquette, the rules of golf, and other aspects of the game, consistent with the spirit of the game of Golf.

### ARTICLE III Membership

Membership shall be open to all male golfers in good standing in the community regardless of race, color, or religion.

The Board of Directors shall have the power, by majority vote, to suspend or terminate the membership of any member for conduct which in its opinion is has been detrimental to the welfare, interest, repute, integrity or character of the game of golf or ADOGA.

There will be three (3) types of memberships offered: Full, Associate, and Junior.

All paid Full and Junior Members shall be provided access to the Golf Handicap and Information Network (GHIN) to establish a valid USGA handicap.

All Associate Members must have an established USGA handicap and be members in good standing at another Sun Country (SCAGA) member course.

Members in good standing shall be entitled to one (1) vote at the Annual Association meeting. No proxies will be recognized.

To qualify for all events, members must comply with all rules and regulations established by the ADOGA Board of Directors.

ARTICLE IV  
Membership Dues

Members shall be able to pay their dues beginning December 1 for the next year and membership will remain open throughout the season. The amount of the dues will be determined by the ADOGA Board of Directors. Paid members shall be included in the annual roster.

Annual dues are non-refundable.

Member's annual dues shall be for the current business year of the association and shall make the member eligible to play in all of the ADOGA events for that year. The business year for ADOGA shall be from January 1 through December 31.

Prizes and entry fees for ADOGA events shall be determined by the Board of Directors.

ARTICLE V  
Board of Directors

The Board of Directors of the Association shall consist of eight (8) voting members, three at-large members, and five (5) officers: namely, a President, a Vice-President, a Secretary, a combined Handicap and Tournament Chairman, and a Treasurer. The Director of Golf and/or head golf pro shall be honorary members of the Board and shall be encouraged to participate in all discussions of the Board but may not vote.

All officers of the Board of Directors shall be elected by the membership and hold office for two (2) years. At-Large members of the Board shall be elected by the membership and hold office for one (1) year.

In order to promote the continuity and stability of the Board of Directors, the elections for officers shall be staggered. The President and Treasurer positions shall be up for election on even numbered years. The Vice-President, Handicap/Tournament Chairman, and Secretary positions shall be up for elections on odd years.

In order for the Board of Directors to transact some types of business a quorum must be present. Since some members of the Board may not be able to attend in person, those members may be present via telephone or other virtual connection in such cases.

Any officer can be removed from his position on the Board by a majority vote of the Board of Directors at a meeting called for that purpose. A quorum of the Board (5 members) shall be required to vote at any meeting to remove a Board member.

The Board of Directors may pass tournament and other week of tournament issues without a quorum; these issues shall be decided by a simple majority vote of those Board members present.

Proposed changes to the ADOGA By-Laws are covered in Article XI of these By-Laws.

Members of the Board of Directors shall be elected by the general membership at the Annual Association Meeting.

Any member in good standing may ask to be nominated to any Board of Directors position. This includes a member nominating themselves. A member in good standing is any member current in their ADOGA dues.

Voting shall take place by a show of hands or by other approved means by members at the Annual Association Meeting. All election results are final at the adjournment of the Annual Association Meeting. Any protest to the election results shall be handled by the Board of Directors.

The Board terms shall start on December 1 of their elected year and run until December 31 of the final year of their term unless otherwise decided by the Board of Directors. Note that there will be a one (1) month overlap of responsibilities to allow for transfer of duties and responsibilities for certain Board positions.

Any Board member whose term has expired shall continue in office until his successor is chosen and qualified.

All vacancies, other than the President, occurring on the Board shall be filled for the unexpired term of the member being replaced by election of the remaining Board Members. In the event of the President position becoming vacant the Vice-President shall assume the position of President and the Board shall fill the Vice-President position as described above.

Net earnings of the Association may not inure to the benefit of any person having a personal and private interest in ADOGA activities.

## ARTICLE VI Powers and Duties

Board of Directors – The Board of Directors shall determine and execute the policy of the Association. They may establish rules and regulations for the governing of the Association, the Association members, and may establish such committees as they deem necessary for the purpose of carrying out their duties. The Board may enact such rules and procedures as it deems necessary in governing its own actions. The Board may receive compensation for their work in the form of reduced or free tournaments fees and reduced ADOGA dues.

President – the ADOGA President shall preside over all meetings of the Association and the Board and shall have the power to perform the duties usually incumbent upon a presiding officer up to and including establishing Special Committees. He shall submit a report on the doings and progress of the Association at the Annual Meeting held in October of each year.

Vice-President – the Vice-President shall have all the powers and shall perform the duties of the President in his absence or during his inability to act. In addition he shall act as a liaison between the Board and all parties concerned; the ADO Golf Course, and the membership. He shall create and distribute all notices and literature necessary to the betterment and growth of the Association. He shall maintain a current membership roster.

Secretary – the Secretary shall take minutes of all meetings and provide a copy of the minutes to each Board member for approval. He will carry on whatever correspondence is necessary to conduct the business of the ADOGA Board.

Treasurer – The Treasurer shall continuously keep the Board informed of which individuals have met membership eligibility requirements and have paid their annual dues and should be included on the membership roster. He shall keep a reconciliation of all monies received and paid out of the Association account and report to the Board on a monthly basis. He will collect entry fees for each tournament and ensure that payments to the winners are promptly issued.

Handicap/Tournament Chair – As a Tournament Chair, this individual shall be responsible for setting up all of the ADOGA tournaments. As Handicap Chair, he shall input and delete members of the Association in the Golf Handicap and Information Network (GHIN) system in accordance with the information provided to him by the Treasurer. In addition, he shall ensure tournament scores are promptly submitted to GHIN, he shall be in charge of encouraging the membership to uphold the rules of the USGA handicap system, and, acting on the Association's behalf, investigate and recommend a course of action for members not in accordance with ADOGA score posting guidelines.

At-Large Members – At-Large Members shall be available to perform various duties on tournament days, which include but are not limited to, tee placement, setting and then collecting the Closet-to-the-Pin markers. At-Large Members will receive training and be called upon to be deputies in providing a back-up to the other Board positions. Three (3) At-Large Members shall be elected to the Board of Directors.

## ARTICLE VII Business Year of the Association

The business year of ADOGA will commence on January 1<sup>st</sup> and end on the following December 31<sup>st</sup>.

ARTICLE VIII  
Meetings of the Association and Board of Directors

The Annual Meeting of the Association each year shall take place immediately following the annual ADOGA October tournament. The Board shall notify the members of the Association of the meeting no less than fourteen (14) days prior to the event. In the event of the cancellation of the October tournament, the meeting shall still take place on the same date at a location decided by the Board of Directors. No quorum is necessary at the Association meetings.

Meetings of the Board of Directors shall take place on a monthly basis on the Monday preceding the ADOGA tournament. In addition, the President may call a meeting if he deems it necessary for the welfare of the Association.

ARTICLE IX  
Standing Committees of the Association

The Association shall have the following “Standing Committees” and other committees deemed necessary by the President or the Board. The President shall approve the members of each committee. All committee chairmen will report to the Board on their committee’s deliberations and progress.

HANDICAP COMMITTEE – The Handicap Committee shall be led by the Handicap Chairman and shall be responsible to the Board of Directors on all aspects of handicapping. The committee will be prepared at all times to monitor and audit all member’s handicaps. It will make recommendations to the Board whenever an individual’s handicap should be adjusted from what the GHIN system reflects.

RULES AND REGULATIONS COMMITTEE – The Rules and Regulations Committee shall be led by the Tournament Chairman and shall be responsible to the Board of Directors on all aspects of the Rules and Regulations for tournament play. The Committee will recommend revisions, additions and deletions to the current tournament rules and regulations as it deems appropriate. The Committee shall also rule on any and all rules questions during tournament play.

SPECIAL COMMITTEE – The President may as needed appoint a special committee to work on “other” projects when and if needed.

ARTICLE X  
Rules Governing Tournament Play

All tournaments shall be conducted in accordance with the ADOGA Tournament Policies.

Tournament entries must be received and paid in full by 4:00 pm the Friday of the week prior to the event. No extensions will be granted for any reason. The Tournament Director and

Treasurer, or their designees, will reconcile tournament entry fees at the monthly Board meeting.

The ADOGA Board must provide to the membership a tournament schedule by January 1<sup>st</sup> of the upcoming season.

ADOGA sponsored tournament play is restricted to dues paying members in good standing only.

In order to be eligible to play in the Major Championships, participants must have played in at least one (1) prior ADOGA stroke play event in that calendar year.

ADOGA tournaments shall pay a prize to at least 30% of the field's participants.

With the exception of the Member/Guest tournament, 100% of all tournament fees shall be applied to the tournament purse and paid out to the participants.

Entry fees for all tournaments shall be determined by the Board of Directors.

All ADOGA tournament participants must have a valid USGA or equivalent Handicap to enter ADOGA play.

Valid Handicaps must have at least 5 scores posted within the last 12 months.

Once a USGA handicap has been established, it will take precedence over all other handicaps for play at an ADOGA event. The Board of Directors may direct that members be required to participate with a handicap derived solely from ADOGA events.

#### ARTICLE XI Amendments

These By-Laws/Articles of organization may be amended by the members of the Board present at the annual meeting or at another Board of Directors meeting. A quorum of at least five (5) member of the Board shall be required at any meeting at which an amendment of the By-Laws/Articles of organization will be presented for a vote.

Any proposed changes or amendments to these By-Laws must be made available and communicated to the general membership no less than 15 days prior to the proposed vote. Failure to do so will make any changes or amendments null and void.