

BYLAWS OF CINNABAR HILLS MEN'S GOLF ASSOCIATION

ARTICLE 1

Name: The name shall be the Cinnabar Hills Men's Golf Association (formerly named the Coyote Creek Men's Golf Association, and the Riverside Men's Golf Association.)

ARTICLE 2

Purpose: The purpose of the Association is to stage golf tournaments and social events for members of the Association.

ARTICLE 3

3.1 Board of Directors: The powers governing and managing the Association, except as otherwise provided in these Bylaws, shall be vested in, exercised, conducted and controlled by a Board of Directors who shall be members of the Association. The Board of Directors shall consist of four Officers and up to five Chairmen. The Board of Directors shall be elected by the general membership.

3.2 Terms: The term for Officers shall be for one year and the term for Chairmen shall be for two years.

3.3 Vacancy: Whenever a vacancy occurs it shall be filled by a majority vote of the remaining Board of Directors, and the person so elected shall hold office until the next annual membership meeting, at which time the vacancy shall be filled by election of the members.

3.4 Options: The majority of the Board of Directors has the option to replace any Officer or Chairman who misses three consecutive business meetings.

3.5 Powers: The Board of Directors shall conduct, manage, and control the affairs and business of the Association and make any rules and regulations, not inconsistent with these Bylaws, as are proper and necessary. No expenditure of money, except that are common and necessary for ordinary operation of the Association, shall be incurred without the prior approval of the membership at a regular or special meeting.

ARTICLE 4

4.1 Officers: The Officers of the Board of Directors shall be President, Vice President / Tournament Director, Secretary / Membership Director, and Treasurer.

4.2 President: The President shall preside at all meetings of the Board of Directors and membership meetings, and serve as Chief Executive Officer of the Association. He shall represent the Association at all USGA and NCGA meetings. The President shall appoint a committee of two members who are not Board members to audit the financial and administrative book / records of the Association

yearly and the committee shall report on the audit to the Board of Directors at the annual meeting. The President shall report to the membership on the status of the Association activities and events.

4.3 Vice President / Tournament Director: The Vice President / Tournament Director shall serve as Chief Executive Officer in the absence or disability of the President, and otherwise replace the President when necessary. The Vice President / Tournament Director shall plan, schedule and coordinate with the Golf Course staff, in conjunction with the Operations Chairman, the Association's yearly tournament schedule, report to the membership on the status of the Association tournaments, and the acquisition and presentation of tournament awards and trophies.

4.4 Secretary / Membership Director: The Secretary shall keep minutes of the proceedings of all Association Board of Directors and membership meetings provide a monthly written report of the proceedings including current headcount, manage publications, mailings, elections, and other club business events. The Membership Director will manage the roster, NCGA communications, the membership renewals process, etc.

4.5 Treasurer: The Treasurer shall serve as Chief Financial Officer managing the Association's financial planning, scheduling, receipt, and disbursement of funds. The Treasurer shall receive all dues, fees, and other receipts and deposit them in the name of the Association in such bank or banks as the Board of Directors designate. His signature shall be necessary on all checks, which shall be countersigned by the Board members listed on the bank's signature card. In the absence or inability of the Treasurer to function, the Board of Directors may authorize the signing of checks by the President and Secretary / Membership Director. The Treasurer shall provide a monthly written status report of the Association finances, prepare an annual budget for approval by the Board of Directors and file all necessary Federal and State income tax returns.

ARTICLE 5

5.1 Chairmen: The Chairmen of the Board of Directors shall consist of the Handicap Chairman, the Rules Chairman, the Meeting Night Chairman, the Event / Invitational Chairman and the Operations Chairman.

5.2 Handicap Chairman: The Handicap Chairman shall provide liaison with the Board of Directors related to matters associated with the Association's members' handicaps. The Handicap Chairman will review all members' inquiries and complaints, and provide recommendations for appropriate action in cases related to handicap discrepancies, posting, and irregularities. The Handicap Chairman, jointly with the Operations Chairman, shall maintain monthly handicap records.

5.3 Rules Chairman: The Rules Chairman provides liaison with the Board of Directors pertaining to all USGA and Local rules. The Rules Chairman shall maintain a working knowledge and understanding of USGA and Local rules for interpretation and assistance to the Association membership.

5.4 Meeting Night Chairman: The Meeting Night Chairman provides liaison with the Board of Directors related to the Golf Course restaurant and the Association's membership meetings and social events requiring dinner and/or lunch. The Meeting Night Chairman records attendance and coordinates the sweeps and raffle events at the monthly membership meetings, as well as other club activities.

5.5 Event /Invitational Chairman: The Event Chairman provides liaison with the Board of Directors on the planning, coordination, and implementation of the Association's Special golf tournaments, e.g., Invitational, and other Association social events. The Event Chairman may also manage communications regarding club business and event notices, as well as other club activities.

5.6 Operations Chairman: The Operations Chairman provides liaison with golf course management and the Board of Directors on matters related to golf course condition, tee block positioning, summer or winter rules playing conditions, etc. In conjunction with the Tournament Director, provides assistance, advice, and direction for planning and execution of tasks involved with tournament operations, as well as other club activities.

ARTICLE 6

6.1 Qualifications of Membership: Any male 18 years of age or older shall be eligible for regular membership in the Association after completing an application form, submitted to the Board of Directors, paying the dues as determined by the Board of Directors, and being approved by the Board of Directors.

6.2 Expulsion of Members: The Board of Directors, by majority vote, may expel any member for conduct prejudicial to the welfare or reputation of the Association.

ARTICLE 7

7.1 Annual Meetings: There shall be a regular annual membership meeting for the purpose of nominating Officers and Chairmen, and any other business proposed by the membership. Twenty Five members shall constitute a quorum for the transaction of business, and members may vote by proxy.

7.2 Business Meetings: There shall be a regular monthly Board of Director's meeting to be held on the second Wednesday of each month or such other day as the Board deems appropriate. Such meeting shall be for the primary purpose of presenting Officers' reports on Association activities and events, expenditures, tournaments, membership data, and Chairmen reports on related responsibilities.

7.3 Special Meetings: Special meetings of the membership may be called and held at any time on seven days notice by order of the President or any three members of the Board of Directors.

ARTICLE 8

8.1 Initiation Fee: An initiation fee, to be determined by the Board of Directors, shall be charged to all new members, and their membership shall not be effective until the dues are paid.

8.2 Annual Dues: Annual dues for regular members shall be determined by the Board of Directors.

8.3 Payment of Dues: All dues shall be payable on December 1st and shall be delinquent 30 days thereafter. No individual who is delinquent in his dues or any other obligation owing to the Association is eligible play in any Association golf tournaments or enjoy other Association privileges. If a member is delinquent in his dues, his membership shall be automatically suspended, and if he rejoins the Association he may be subject to payment of a new initiation fee. A member in good standing may apply to the Board of Directors for a withdrawal for good cause, and be eligible for reinstatement at a future date.

ARTICLE 9

9.1 Amendment to the Bylaws: These Bylaws may be amended, or new Bylaws adopted, at the annual meeting of members, or at a special meeting of members called for that purpose, by an affirmative vote of no less than twenty five members.

Minor Updates

11/25/2008hp – non-substantive wording changes to clarify board position duties.

11/25/2008hp – adjust quorum size to reflect current peak membership of ~200.

12/19/2009hp – non-substantive typo, grammar, and punctuation corrections.

12/08/2011tl - non-substantive typo corrections and clarifications.