

BY-LAWS OF THE CLARKSTON GOLF & COUNTRY CLUB, INC.

ARTICLE 1  
ORGANIZATION AND OBJECT

Section 1. Name

This club is incorporated not for pecuniary profit under the laws of Washington as the Clarkston Golf and Country Club.

Section 2. Object

Generally. This corporation is organized and at all times hereafter shall be operated and organized for the pleasure, recreation, and similar non-profitable purposes within the meaning of Section 501(c)(7) of the Internal Revenue Code. Membership shall furthermore be restricted in conformance with Section 501(c)(7) of the Internal Revenue Code. ***Donations are not tax deductible under this code.***

Specifically. In furtherance of the general purposes set forth above this corporation is authorized to engage in the following activities:

- 1) To purchase or acquire, to own or hold, to lease or rent real estate and personal property for the purpose of operating a golf course in the vicinity of Clarkston, Asotin County, State of Washington.
- 2) To improve real estate by erection of club houses, greens, water system or in anywise improve real estate for the purpose of conducting and operating a golf course.
- 3) To borrow money and pledge the credit of the corporation and its real and/or personal property as security therefore.
- 4) To do any and all things which may be necessary, fitting or proper, pertaining to owning, leasing and/or operating a golf course not for profit.
- 5) To engage in the operation of a dining room and bar facility, tennis courts, swimming pool, and other associated recreational activities.

### Section 3. Address

Its principal place of business shall be Clarkston, Washington, at its Clubhouse at 1676 Elm Street.

### Section 4. Seal

The corporate seal shall be circular in form and shall have inscribed thereon on the outer circle the words, "Clarkston Golf and Country Club, Clarkston, Washington".

## ARTICLE II

### Section 1. **Certificates** Membership

(Moved from Article II, Section 2, Certificate Membership)

**A. Certificate** ~~Stock~~ purchase **is of one value – that established by the Board of Directors and approved by General Membership (See Appendix A).** - ~~\$500.00 (for members that joined the club previous to March 4, 1999) and \$100.00 for members joining the Club on or after March 4, 1999 plus and initiation fee to be determined from time to time by the Board of Directors.~~ **Only Full Certificate Members and Corporate Members are allowed to purchase, hold and vote Certificates. Upon membership termination, former Certificate Members shall relinquish their Certificates to the Club except as otherwise permitted under these By-Laws. The worth of the Certificate will be reimbursed to the former member when the Certificate is reissued to a new Certificate Member or Corporate Member. ( See Article II, Section 1, Paragraph D). The worth of the Certificate will be that value for which the Certificate was reissued.** ~~Certificates shall be redeemed at the price the certificate is sold by the club, which shall be the price currently in effect at the time the certificate is sold, provided member has been in good standing one (1) year, and is free of all current financial obligations to the Club and that said Stock Certificate has been resold by the Club. The Board of Directors may authorize a resigning member to sell his/her Certificate membership to a candidate whose application he/she submitted and~~ **providing that the candidate is approved by the Board for membership and pays the current initiation fee. Entitles members and immediate family (spouses and unmarried children under age 19 when residing permanently or temporarily with member) use of all facilities.**

~~Section 11. Membership Certificates~~

(Moved from Article II, Section 11)

**B.** A) Certificates of Membership shall be contained in a book, and be issued there from under the Corporate Seal of the Club, in consecutive order, and shall be numbered, registered and signed by the President and Secretary in the order in which they are issued. All certificates returned to the Club shall be cancelled by the Secretary, and such cancelled Certificates pasted in their original places in said book.

(Moved from Article II, Section 12.)

~~Section 12. Certificate Transfer~~

**C.** A) No form, **rights or privileges of a Certificate Membership** is transferable at any time **except under the provisions of the Club By-Laws.**

(Moved from Article II, Section 12)

**D.** B) A member, or his/her legal representatives, desiring to sell a **Certificate membership**, shall offer it through the Board of Directors at such price as is designated in **Appendix A. these by-laws, to candidates approved for membership by the Board of Directors. Certificates will be reissued to new members and reimbursements made in the order the Certificates were received from former members, i.e. "first in, first out".** **However,** in the order of their approval, provided however, that the Board of Directors may authorize at any time at their discretion, a resigning member to sell his/her membership to a candidate whose application he/she has signed and who has been approved by the Board of Directors **for membership** irrespective of the time of such approval and of such resignations.

(Moved from Article II, Section 13)

**E.** ~~Section 13. Descent~~

The title to a Certificate Membership shall, **may,** upon the death of a member, pass to his/her legal representatives without the payment of any initiation fee.

(Moved from Article II, Section 1)

Section 2. Membership

**A.** The membership of this corporation shall consist of the following classes:

- 1) Certificate Membership

- 2) Business/Corporate Membership
- 3) Non-Certificate/Promotional Membership
- 4) Young Adult Membership
- 5) Out of Town Membership
- 6) Social Membership
- 7) Adolescent/Student Membership
- 8) Special Older Adult Membership
- 9) Honorary Lifetime Membership

***B. Each class of membership is subject to fees as outlined in Appendix A, Schedule of Fees and, excepting cost of living increases as authorized below, changes in the fee structure must be approved by general vote of the membership. Members may also be subject to a minimum monthly food purchase (minimum dining) that is set annually by the Board of Directors. If monthly purchases of food from the Clubhouse are less than the specified minimum dining amount, the differences will be assessed on the member's monthly bill.***

***C. Dues as established by the Board of Directors, approved by the general membership and modified according to these By-Laws are ~~Dues \$1,800 per year, payable in advance or monthly (See Appendix A) at \$150.00~~ Monthly bill and dues payments must be made not later than the end of the month in which they are due. Delinquent monthly bill and dues payments are subject to a late fee as determined by the Board of Directors.***

***D. There will be an initiation fee for all class of members joining the Club to be determined from time to time by the Board of Directors.***

~~Section 18. Dues Waiver~~ (Moved from Article II, Section 18)

***E.*** The Board of Directors may waive or modify dues payment in special cases such as illness or ***when*** catastrophic happenings occur. This waived period should not exceed one year. This problem should be such where the member cannot participate in the club but wishes to maintain his/her certificate.

~~Section 16. Special Memberships~~ (Moved from Article II, Section 16)

***F.*** The Board of Directors, in its discretion, may waive the payment of the initiation fees ***from time to time. This will apply to all categories of membership.***

(Paragraph moved from Article II, Section 2)

**D.** Any of the dues provided ~~from in~~ Article II, **Section 2, Paragraph A, membership classes**, Sections ~~2, 2(a), 3, 4, 5, 6, and 7~~ may be adjusted once per calendar year by the Board of Directors, without convening a General Meeting of the members, to reflect any cost of living increases. The cost of living increase shall be obtained from the Consumer Price Index published by the Bureau of Labor Statistics of the United States Department of Labor

**E.** The total of all **classes of membership** (~~1,2,3,4,5, and 7~~) which are entitled to **full** use the golf course shall not exceed 400 members.

**F. Although all members are encouraged to participate in Club affairs and activities, only full Certificate Members may vote in General Membership Meetings.** The Certificate Membership may include Incorporated Businesses in good standing. However, a Corporate Member may designate **only** one (1) person to enjoy membership voting privileges.

**G.** None but the Certificate Members shall be entitled to hold office or shall have any rights or interest in the property or the assets of the Club.

**H.** Certificate membership to be limited to 325. If membership is cancelled, a waiting period of 12 months will be required prior to rejoining.

### **Section 3. Membership Types and Definitions**

#### **A. Certificate Membership.**

**Certificate Purchase, Fees and Dues – See Appendix A. Initiation Fee to be determined from time to time by the Board of Directors (See Appendix A). Minimum Dining applies. Dues are payable in advance or monthly. Certificate Membership allows full use of the Club facilities by the member, their domestic partner and any unmarried children who reside with the family and are less than 19 years of age. Full Certificate Members are voting members with privileges and responsibilities as defined in Club By-Laws, Article III, Members and Elections. Only Full Certificate Members may serve on the Board of Directors. Only Full Certificate Members have reciprocal golfing privileges as established with other Country Clubs.**

~~Section 2(a). Business/Corporate Membership~~

**B. Business/Corporate Membership**

Certificate purchase - ~~\$100.00~~ **Cost of Certificate (See Appendix A)** plus an initiation fee to be determined from time to time by the Board of Directors. This entitles the Business/Corporation to designate an employee to vote the certificate at Club meetings. The Business/Corporation may also designate any number (subject to Board approval) of employees to be golfing or social members under the Business/Corporate Membership. The employees designated as golf members will be entitled to full use of the club facilities and course under the same rules as a certificate member. The designated golf members will be responsible for the same dues, fees, and charges as any certificate members. The employees designated as social members will be entitled to the full use of the club facilities under the same rules as a social member. The designated social member will be responsible for the same dues, fees, and charges as any social member. The Business/Corporation may elect to have the Club bill them directly for any charges incurred by their designated members or the Club will bill each designated member their individual charges and fees. Should any designated employees leave the employment of the Business/Corporation the Club must be notified in writing to cancel their membership or the corporation will be responsible for their fees and charges until such notification is received.

The Business/Corporation may change, add, or delete designated members at any time by written notice to the Club. The Business/Corporation is entitled to schedule meetings or events in the dining room with no facility charge provided those events include a meal or cocktails and do not conflict with a scheduled Club event. The Business/Corporation will also receive a discount **to be negotiated per event with the Board of Directors** of ~~\$10.00 plus tax~~ for green fees per participant for any golf outing or sponsored tournament they schedule for their business. The Board would also consider any request for paid advertisement that Business/Corporation would like to place on the Clubs menu/activity newsletter.

Should the Business/Corporation resign its membership, the Club is under no obligation to repurchase or resell their certificate for any amount. The Business/Corporation may sell their certificate to another business or successor (subject to Board approval).

**C. ~~Section 19.~~ Non-Certificate/Promotional Membership**

Initiation **and other fees and dues** and duration to be determined by the Board of Directors. **The member has no voting privileges but has full golfing privileges and use of facilities at the Clarkston Golf and Country Club. *Member has no reciprocal golfing privileges at other Country Clubs.***

**D.** ~~Section 3.~~ Young Adult Membership (21 to 35)

Initiation **and other fees and dues** – **See Appendix A. Dues are payable in advance or monthly. Minimum Dining charges apply. Individuals (non- students) that are ages 21 – 35 may join as Young Adults. Young Adult membership allows full use of the Club facilities by the member, their domestic partner, and any unmarried children who reside with the family and are less than 19 years of age. At age 36, young adult members must purchase a certificate and transfer to certificate membership. Reciprocal golfing privileges at other Country Clubs do not apply.** ~~\$200.00. Age 21 through 25 dues are \$85.00 per month. Age 26 through 30 dues are \$105.00 per month. Age 31 through 35 dues are \$125.00 per month. Entitles member and immediate family (spouse and children under 19 when residing permanently or temporarily with member) use of all facilities.~~

**E.** ~~Section 7.~~ Out-of-Town Membership

Initiation **and other fees and dues** – **See Appendix A.** ~~As determined from time to time by the Board of Directors. Dues are \$840.00 per year, payable in advance or monthly. at \$70.00. No minimum dining. Entitles *member, their domestic partner and any unmarried children who reside with the family and are less than 19 years of age* the use of all facilities **except the golf course. No reciprocal golfing privileges apply.**~~

Eligibility requirements:

1. Must have permanent residence status at least 90 miles from Clarkston.

**F.** ~~Section 6.~~ Social Membership

Initiation **and other fees and dues** – **See Appendix A** ~~as determined from time to time by the Board of Directors. Dues (See Appendix A) are \$300.00 per year, payable in advance or monthly at \$25.00 until cancellation. Entitles members, *their domestic partner and any unmarried children who reside with the family and are less than 19 years of age* the use of clubhouse, swimming pool, tennis courts, and 5 free rounds of golf for both~~

member and **domestic partner** spouse per year. If membership is cancelled, a waiting period of 12 months will be required prior to rejoining. Social members are also subject to the ~~\$25.00 per month~~ minimum dining **charges**.

**G.** ~~Section 5.~~ Adolescent/ Student Membership

**Initiation and other fees and dues – See Appendix A.** ~~\$200.00 per year, No initiation fee. Dues are~~ payable in advance. **No minimum dining fees apply.** Entitles the member use of golf course, clubhouse, swimming pool and tennis courts. Adolescent membership must be converted to Young Adult Membership at the age of 21 or through 25 if he/she is still a full time student at an accredited college or university.

**H.** ~~Section 4.~~ Special Older Adult Membership

Initiation **and other fees and dues – See Appendix A. Initiation fee and minimum dining** not applicable. ~~Dues – \$216.00 per year, payable in advance or monthly at \$18.00 until cancellation.~~ Entitles members use of Clubhouse, Swimming Pool and ten (10) free rounds of golf each year. Eligibility requirements are:

- 1) continuous membership in the Club twenty-five (25) consecutive years or longer
- 2) age 80 or older
- 3) certificate member may surrender the certificate or keep same, if desired.

**I.** ~~Section 17.~~ Honorary Lifetime Memberships

An honorary lifetime membership may be granted at the sole discretion of the Board to honor a longstanding member deserving of recognition who desires to redeem his or her certificate. Entitles the member **and their domestic partner** the use of all facilities. **All dues and fees are waived (See Appendix A).**

**Section 4** ~~Section 8.~~ Membership Privileges

**A.** Members of the immediate family of a member(s), unmarried daughters and sons under the age of nineteen (19) years - may enjoy the privileges of the Club, subject to such rules and regulations as the Board of Directors may adopt.

**B.** An unmarried certificate member shall be entitled to designate one and only one person of the opposite sex as a guest golf playing partner for that calendar year without payment of green fees. Such guest may play only when accompanied by the certificate member. All other club privileges will be extended to the designated guest only when accompanied by the certificate member.

**C.** A Certificate Member who is single or who has a spouse or any immediate family member who never plays golf at the Club is entitled to bring a guest five times a year for open play without the payment of greens fees provided they play with the Certificate Member. Guest must not be eligible for other golfing privileges. Certificate Members who want this privilege must register in the office each year and obtain five (5) coupons that will have the member's name on them, which will be turned into the Pro Shop on the day of play. Coupons are valid for the calendar year only and cannot be transferred or given to other Certificate Members. Members whose spouse or family plays only occasionally are not eligible for this privilege.

#### **Section 5.** Guests

**A.** Members are entitled to invite a social guest a reasonable number of times per year, exclusive of tournaments and member/guest functions.

**B.** A member may invite a member of another private golf club to play golf an unlimited number of times.

**C.** A member is entitled to invite any particular golfing guest (not a member of another private golf club) a maximum of five (5) times, exclusive of tournaments and member-guest functions. A guest, not a member of another golf club, is limited to playing five (5) times without joining, exclusive of tournaments and member/guest functions.

#### **Section 6.** ~~Section 9.~~ Applications

A) All applications for membership shall be signed by the applicant who shall be recommended by at least two (2) members who are personally acquainted with the applicant.

B) Completed applications for membership shall be presented to the Board of Directors. The Board shall act upon each membership

application it receives, and a majority vote of the Board of Directors shall be final. The voting may be secret or not at the discretion of the Board of Directors. No person failing of election shall again be proposed for membership until after the expiration of one (1) year from the time of such action.

C) If any person **approved for membership** ~~elected shall not, within thirty (30) days after notice of his/her election shall have been sent to their post office address~~ **does not** signify their acceptance **within thirty (30) days of Board approval** and pay the admission fee and such other obligations as are due, they shall be deemed to have forfeited their **membership** ~~election~~.

**Section 7.** ~~Section 10.~~ Termination of Membership

A) Any member guilty of any misconduct and especially any member whose conduct shall be injurious to the character or interest of the Club, or who shall violate the By-Laws or established rules, may be expelled or suspended from the Club by the affirmative vote of not less than three (3) members of the Board of Directors.

B) Before any member can be expelled, ten (10) days notice in writing that such action will be considered by the Board of Directors at a time and place mentioned in said notice, together with a written specification of the charge against him/her shall be personally delivered to them, if practicable. In the event that a personal delivery of said notice is impracticable, the notice may be deposited in the mails, directed to member's last known address.

C) The Board of Directors shall be the sole judge of what constitutes misconduct, what conduct is injurious to the character or interest of the Club, and what constitutes a violation of the By-laws and established rules of the Club.

D) Any person who, for any cause, shall cease to be a member, shall immediately thereafter forfeit all their membership privileges.

**Section 8.** ~~Section 14.~~ Special Restrictions

**A.** The holders of all forms of membership shall, together with the members of their families, be subject to such special restrictions in the use of the clubhouse and grounds as the Board of Directors may, from time to time, adopt.

~~Section 15. Special Restrictions~~

**B.** No member of the Club shall advertise for sale or permit his/her membership to be so advertised for sale, in any newspaper. Any member violating this section of these By-Laws shall be deemed and adjudged guilty of conduct injurious to the Club.

ARTICLE III  
MEMBERS AND ELECTIONS

Section 1. Fiscal Year

**A.** The fiscal year of the Club shall commence on the first day in January in each year.

Section 2. Annual Meeting

A. The Annual Meeting and election of Officers and Directors of the Club shall be held at the Clubhouse, or at such other convenient place as the Board of Directors may lawfully designate, on the 4th Monday in June of each year, or such other date as the Board of Directors may designate. The polls will be open from 6:15 p.m. to 7:00 p.m. on said date.

B. The Secretary shall give ten (10) days notice, by mail, of the date, hour and place of the Annual Meeting, and where such election shall be held, and enclose therewith a copy of the ticket containing all the names of the candidates nominated, in accordance with the provisions of these By-Laws.

C. Members unable to be present may only vote by absentee ballot in a sealed envelope received by mail or hand delivered at the Manager's office at the Clubhouse no earlier than ten (10) days prior to the meeting and not later than the time the polls will be open at the meeting. No absentee ballot shall be valid unless the club membership number and signature of the member appear thereon.

Section 3. Special Meetings

**A.** Special Meetings of the Club may be called at any time by the order of the President, or by three (3) members of the Board of Directors. Ten (10) members of the club may call a special meeting, with or without the consent of the officers, by posting a written call over their own signatures upon the bulletin board of the Club, which shall be kept in a conspicuous place in the clubhouse, and notifying the Secretary. The call for a special meeting shall set forth the purpose of the meeting and the notice thereof shall be mailed by the Secretary to each member, ten (10) days prior to the time of such meeting, and no business other than specified in the call and notice shall be transacted.

#### Section 4. Quorum

**A.** Ten (10) percent of the number of members shall constitute a quorum at any meeting of the club.

#### Section 5. Order of Business

**A.** The order of business of all meetings of the Club and of the Board of Directors shall be as follows:

- a) Reading of Minutes
- b) Reports of Committees
- c) Treasurer's Report
- d) Elections
- e) General Business

#### Section 6. Rules of Order

**A.** The Rules of Order, as contained in Robert's Manual when not inconsistent with these By-Laws, shall govern the meetings of the Club and Board of Directors.

#### Section 7. Nominating Committee

**A.** The Board of Directors shall appoint a Nominating Committee consisting of three (3) Certificate Members of the Club, none of whom shall be a member of said Board nor a member of the Nominating Committee for the previous year. It shall be the duty of such Nominating Committee to Nominate and have placed on the bulletin board of the Club, at least four (4) weeks previous to the Annual Meeting, a list of the candidates for such offices as are to be filled at said Annual elections. No member of the Nominating Committee shall be nominated as candidate for office for the current year.

## Section 8. Member's Ticket

**A.** Ten (10) or more Certificate Members of the Club may nominate other candidates and place such nominations, over their signatures, upon the bulletin board of the Club not less than two (2) weeks previous to the Annual election, and shall file a copy of said nomination with the Secretary on the same day. After the names have been posted, the Secretary shall cause the names of all legally posted candidates to be printed alphabetically on one (1) ticket, indicating thereon the offices for which the candidates are several nominated. No ticket showing how the nominations were made, placing as nearly as possible all on an equality with each other.

## Section 9. Right to Vote

**A.** None but the Certificate members shall be entitled to vote. Certificate members shall have one (1) vote per certificate. Vote may not be divided on any issue or for candidates for office. No Certificate member shall be permitted to vote at the annual election or meeting whose indebtedness to the Club accrued prior to April 30th remains unpaid.

## Section 10. Voting Procedures

**A.** From the slate of nominees for the board, each member must vote for one candidate for each position open on the board. Assuming that two board members are to be elected, the ballot instructions will read: "For ballot to be valid you must vote for two nominees. The two candidates receiving the highest number of votes are elected."

**B.** A board position vacated before completion of the term shall be filled by a temporary presidential appointment, with board approval, for the rest of the year. A permanent board member shall be elected at the next annual meeting to complete the remainder of the term. In this case, three votes must be cast for each voting member. The candidate receiving the 3rd highest number of votes will complete the uncompleted term.

**C.** Election ties shall be broken by a coin toss.

## Section 11. Tellers

**A.** The Board of Directors at their meeting preceding the election, shall appoint three (3) members who shall not be members of the Board of Directors, to be tellers of the annual elections. Such tellers shall receive and count the ballots cast at each election and certify the results to the Secretary. The person receiving a plurality of votes shall be declared elected.

#### Section 12. Certificate of Election

**A.** After each election it shall be the duty of the Secretary of the Club to prepare and sign a certificate under the seal of the Club, giving the names of those elected to office and holding office in the Club and the term of their offices.

### ARTICLE IV

#### Section 1. Officers

**A.** The officers of the Club shall be President, a Vice President, a Secretary/Treasurer.

#### Section 2. Duties of officers

**A. President:** The President shall preside at all meetings of the Club and of the Board of Directors, and shall have general supervision over the affairs of the Club, its property and servants. He shall be ex officio a member of all committees.

**B. Vice President:** In the absence of the President, the Vice President shall perform his/her duties. Should neither be present at any meeting, a chairman shall be chosen by vote.

**C. Secretary:** The Secretary shall keep the records of the meetings of the Club and of the Board of Directors, the Corporate Seal of the Club, and the list of members, and shall perform such other duties as may, from time to time, be fixed by the Board. He/she shall mail notices of all meetings of the Club and of the Board to members thereof, as provided by the Bylaws and shall conduct all correspondence, excepting that pertaining to the office of Treasurer.

**D. Treasurer:** The Treasurer shall, together with the Club Manager, supervise the Collections and disbursement of funds as directed by the Board. He/she shall supervise the keeping of accounts in books belonging to the Club, which shall be at all times open to inspections of the Board of Directors. The Treasurer, shall

together with the Club Management, make monthly reports in writing of monies received, disbursed, and the amount of funds on hand.

E. The Authority and Form of Signatures: All checks, drafts or orders for the payment of money shall be signed by an officer and countersigned either by another officer or by such executive employee of the Club as the Board of Directors may from time to time designate.

F. In lieu of a petty cash fund there shall be maintained a Manager's Bank Account, checks on which shall be signed by the Manager or bonded employee or Board Member, which account shall be reimbursed only from the General Fund. The amount of such bank account shall be determined by the Board of Directors.

## ARTICLE V GOVERNMENT

### Section 1. Board of Directors

A. The control and management of the Club and its affairs and property shall be entrusted to a Board of Directors, consisting of six (6) Directors. During their term, elected presidents of the men's and women's associations shall be additional ex-officio non-voting members of the Board.

### Section 2. Tenure of Office

A. The President, Vice President/Treasurer and Secretary shall be elected by the Directors of the Club at the Annual Meeting and shall hold their respective offices for one (1) year, and until their successors are elected and qualified.

B. At each annual election Directors shall be elected for terms of three (3) years, and until their successors are elected and qualified, to fill vacancies occurring by expiration of terms of Directors.

### Section 3. Meetings of Board

A. The regular meetings of the Board of Directors shall be held at the Clubhouse, or at such other convenient place as they may lawfully designate, at the same time each month as the Board of Directors may decide annually at its organizational meeting held immediately after the Annual Membership Meeting.

B. Special meeting of the Board of Directors may be called at request of the President or any three (3) of the Directors. The President or his designee shall telephone the Directors and notify each of the time and place of such meeting.

#### Section 4. Quorum

A. Four (4) members of the Board of Directors shall constitute a quorum for the transaction of business.

#### Section 5. Duties and Powers

A. It shall be the duty of the Board of Directors to carry out the object and purpose of the Club, subject to the By-Laws. They shall have the power to admit members and to suspend and expel members by ballot; to fill any vacancy that may occur in any office or in the membership of the Board until the next succeeding Annual Meeting or until his/her successor or successors are elected and qualified; to appoint, direct and dismiss all key positions, i.e., Club Manager, Golf Professional, Greens Superintendent, of the Club; to make and amend rules for the use of the Club by its members and for their conduct while in the clubhouse and grounds, and such other rules and regulations, not inconsistent with these By-Laws, that they may deem necessary, and to fix and remit penalties for the violation of the By-Laws and rules. The Board of Directors shall be limited to a capital expenditure not to exceed FIFTEEN THOUSAND DOLLARS (\$15,000.00) of Club funds, without the prior written approval of at least fifty-one (51) percent of the certificate membership present and or voting by absentee ballot at the Annual Meeting or present and voting at a duly called Special Meeting, provided, however, this limitation shall not apply when either:

(1) an emergency exists and such is declared by the Board, or,

(2) the capital expenditure is necessary to maintain current standards of facilities or grounds.

#### Section 6. Committees

A. For the better execution of their powers and duties, the Board shall appoint from their own number, or from members of the Club, such committees as occasion may require and as they may deem necessary, and they shall define the duties thereof, provided that the following committees shall be among those designated and appointed:

- A Committee of House
- A Greens Committee
- A Committee on Finance
- A Tournament and Handicap Committee
- A Social Committee

B. The President of the Club shall be, ex-officio, an advisory member of each of these committees. Members of these committees shall be appointed by the President. Standing committees may submit recommendations to the President for committee appointment. Terms of office for Committee with the exception of the Board member appointee, shall be staggered to enhance continuity. The Board member appointee shall have full committee member status. The chairman of the committee shall make periodic reports and recommendations to the Board of Directors. The Chairman of each committee shall notify the President each year of the expiration of term of committee members. Committee members may serve more than one term at the discretion of the President.

C. The Committee on House shall assume overall planning responsibility for the clubhouse and its contents.

D. The Committee of Greens shall have charge of the grounds and the enforcement of ground rules, subject to the direction of the Board of Directors.

E. The Committee on Finance, subject to the Board of Directors, shall be concerned with the financial aspects of the Club, consider all matters involving its finances, review the Club's monthly statements and submit any recommendations to the Board of Directors.

F. The Tournament and Handicap Committee shall arrange the details of and record all matches; attend to the correspondence in regard to outdoor games; announce handicaps, and arrange plans for the entertainment and recreation of the members of the Club. The Committee and the Golf Professional will ensure the integrity of the members' handicaps and make certain that the members comply with the USGA handicap system.

G. The Social Committee shall be in charge of all social functions of the Club, in conjunction with the Club Manager.

H. The Board of Directors shall have power to remove any member of any Committee, by an affirmative vote of four (4) members of the Board present at any meeting thereof.

#### Section 7. Annual Report

A. The Board of Directions shall present the Club, at each annual meeting a report as to the conditions of the Club and of its property; also an account of the financial transactions in the past year; and this report and account shall be posted at least three (3) days before the meeting.

#### Section 8. Assessment

A) An assessment may only be approved by certificate members at the annual meeting or a duly called special meeting as provided in Article V, Section 5. In any fiscal year an assessment may not exceed One Hundred Dollars (\$100.00). In any fiscal year the value of the stock certificate of a certificate member may increase by the amount of the assessment authorized by the certificate members.

B) Monies collected from an assessment shall be deposited in a Capital Budget account and be expended only for major acquisitions, repair, or replacement of buildings or equipment as determined by the Board of Directors.

### ARTICLE VI FORFEITURE OF MEMBERSHIP

#### Section 1. Unpaid indebtedness

A. When the dues or other indebtedness of any member shall remain unpaid for a period of ten (10) days after proper notice is sent, his/her name shall be posted as delinquent on the bulletin board of said Club until such indebtedness shall be paid. When such indebtedness shall remain unpaid for a further period of one (1) month after the proper notice is sent, his/her membership shall be forfeited and he/she shall thereupon cease to be a member of the Club. A member thus forfeiting his/her membership may be reinstated within three (3) months after such forfeiture, upon payment of all arrears, by two-thirds vote of the Board of Directors present at any meeting of the Board.

#### Section 2. Admission to Grounds

PROPOSAL 1: Encode minimum dining. Consolidate topics, move fee info in By-Law appendix

A. No member who shall forfeit his/her membership in the Club shall ever be admitted into the Clubhouse or grounds under any circumstance, unless reinstated or re-elected.

ARTICLE VII  
AMENDMENTS

A. These By-Laws may be modified, altered or amended at any annual meeting, or at any duly called special meeting, and called for that purpose by a majority vote of those present and voting and or voting by absentee ballot at the Annual Meeting or present and voting at a duly called special meeting. Any amendments of these Bylaws shall be proposed in writing to the Secretary, and notice of such amendments shall be given by the Secretary to each member of the Club not less than ten (10) days in advance of the meeting at which amendments are to be voted upon.

~~(Changes Revised/Approved June 26, 2006)~~

***Appendix A: Current Fees for Membership.***

***Unless otherwise specified, fees may be prepaid annually or assessed monthly; if prepaid annually, any dues increases will not be applied until the term for which dues are prepaid expires. The Board of Directors may approve promotional rates that temporarily modify initiation and membership fees or other terms/conditions in a specific membership definition.***

***Minimum Dining:***

***February through November, \$35/month***

***January and December, no minimum dining assessed***

***Stock Certificate:***

***\$100.00***

***Certificate Membership:***

***Initiation Fee: \$1000.00***

***Membership Fee: \$2004.00/ year ((\$167.00/month)***

***Minimum Dining: (See above)***

***Tax***

***Corporate Membership:***

***Non-Certificate/Promotional Membership:***

***Initiation Fee: Determined by the Board of Directors***

***Membership Fee: Determined by the Board of Directors***

***Minimum Dining: (See above)***

***Tax***

***Young Adult Membership:***

***Initiation Fee: \$500.00***

***Membership Fee: \$1200.00/year (\$100/month)***

***Minimum Dining: (See above)***

***Tax***

***Out of Town Membership:***

***Initiation Fee: \$300.00***

***Membership Fee: \$900/year (\$75.00/month)***

***No Minimum Dining***

***Tax***

***Social Membership:***

***Initiation Fee: \$25.00***

***Membership Fee: \$300.00 (\$25.00/month)***

PROPOSAL 1: Encode minimum dining. Consolidate topics, move fee info in By-Law appendix

***Minimum Dining: (See above)  
Tax***

***Adolescent/Student Membership:***

***Initiation Fee: None***

***Membership Fee: \$200.00/year, payable in advance***

***Minimum Dining: None***

***Tax***

***Special Older Membership:***

***Initiation Fee: None***

***Membership Fee: \$216.00/year (\$18.00 /month)***

***Minimum Dining: None***

***Tax***

***Honorary Lifetime Membership:***

***Initiation Fee: None***

***Membership Fee: None***

***Minimum Dining: None***

***Tax: None***