

AMENDED AND RESTATED BYLAWS
OF THE
DALLAS-FT. WORTH CHAPTER
OF THE
AMERICAN SINGLES GOLF ASSOCIATION, INC.

ARTICLE I - NAME

The name of this organization shall be the Dallas -Ft. Worth Chapter of the American Singles Golf Association, Inc. (hereinafter referred to as "Chapter"). The Chapter is affiliated with the American Singles Golf Association, Inc., (ASGA) headquartered in Charlotte, North Carolina. The chapter derives its charter from ASGA.

ARTICLE II - PURPOSE

The purpose of the Association is to promote and facilitate the sport of golf and particularly to promote cooperation between and among single golfers, and any other lawful activity in which the chapter may be engaged.

ARTICLE III - MEMBERSHIP

Section 1 - Constituency. The Association will consist of those persons interested in the sport of golf who wish to be members, who promise to abide by these Bylaws and who are accepted into membership in conformity with the rules and policies promulgated by the Board or membership.

Section 2 - Qualifications. Any person of good character, age twenty-one (21) or over, not married or is legally separated and who is interested in the purposes of the Association, shall be eligible for membership upon fulfillment of the requirements set forth herein.

Section 3 - Loss of Single Status. Any single member who becomes married shall be allowed to remain a member for the remaining period for which dues have been paid.

Section 4 - Revocation of Membership. Any three or more members of the Association may present a written statement to the Board of Directors detailing conduct by a member that may warrant investigation by the Board to determine if the member should be expelled from the Association. If, after an appropriate investigation by the Board of Directors, it is determined the Association should pursue the matter, the Board will notify the complainants and the member in question of the place and time for a hearing. At such meeting the member in question may rebut any allegations made. In the event the Board of Directors finds the conduct of the member has damaged or is likely to damage the good order, reputation or character of the Association, then the Board of Directors may revoke the membership of said member by a two-thirds (2/3rds) affirmative vote of the Board members present.

ARTICLE IV - ASSOCIATION YEAR

Section 1 - Fiscal Year. The Association shall operate on a fiscal year beginning January 1 of each year and ending on December 31.

Section 2 - Legal Requirements. All required legal filings, such as state and federal tax reporting, shall be prepared by the Treasurer and signed by the Treasurer and President of the Association by the legal date required.

ARTICLE V - FUNDING

Section 1 - Dues. Annual dues for memberships shall be the prevailing ASGA National dues plus \$10 for local dues. Initial and renewal dues shall be due and payable to ASGA on the first day of a member's renewal date. Dues are non-refundable.

Section 2 - Membership Year. Membership shall be valid twelve (12) months from the last day of the month joined. Dues shall be due and payable on or before the members' membership year expiration date.

Section 3 - Delinquency. If the dues are not paid by the last day of the month in which a member comes up for renewal according to the records maintained by ASGA, that member shall forfeit immediately membership privileges including the right to vote and hold office or position. Any member dropped from the roster for non-payment of dues may be reinstated upon submitting a new application for membership and paying in advance the current dues amount.

Section 4 - Fund Raising. The Board of Directors may raise funds from non-dues methods at any time by a majority vote of the Board.

ARTICLE VI - GOVERNMENT

Section 1 - Governing Body. The Board of Directors shall be the governing body of the Association and shall manage the business affairs of the Association and shall have control over its property, finance and activities, except as otherwise provided for in these Bylaws. Furthermore, the Board of Directors shall establish policy necessary to fulfill the duties specified herein.

Section 2 - Composition. The Board of Directors shall be composed of Association members, as follows: the Past President, the President, the Social Committee Chair, the Golf Committee Chair, the Membership Committee Chair, the Communications Committee Chair, the Treasurer, the Secretary, and Co-Chairs, as deemed appropriate, who will work under the supervision of each of the Committee Chairs.

Section 3 - Officers. The Board Members described in this Article shall be the officers of the Association: the President, Treasurer, Secretary and the four Committee Chairs.

Section 4 - Eligibility. Any member in good standing shall be eligible to serve as an officer or serve on the Board of Directors as a non-officer board member.

Section 5 - Term of Office. The terms of office for the Board Members shall be as follows:

A. Elected Officers and Directors. The elected officers, Co-Chairs and Past President shall serve a one year term beginning on the first day of January following their election and ending December 31.

B. Partial Terms. At any time an officer or co-chair is appointed or elected to complete a partial term of office, that term of office shall end at the same time the original term of office would have expired.

Section 6 - Consecutive Terms. The President, Treasurer and Secretary shall not be eligible to serve consecutive terms in the same office. The Committee Chairs shall not be eligible to serve more than two (2) consecutive terms as Committee Chair. These restrictions shall apply to only full terms and shall not include terms of less than one year where a person served to fill a vacancy. Any member serving a full one year term as President is barred for a period of one year thereafter from holding any office, except that of Past President. No member shall be appointed to serve more than three (3) consecutive terms as a Co-Chair. These restrictions shall apply to only full terms and shall not include terms of less than one year where a person serves to fill a vacancy. Prior service as an officer shall not affect eligibility to serve as a Co-Chair.

Section 7 - Dual Positions. No two offices or positions shall be held simultaneously by the same person.

Section 8 - Vacancy. Vacancy in any office or position shall be filled as provided herein.

A. Past President. Should the immediate past President be unable to serve as Past President, the most recent, eligible past President shall serve as Past President.

B. President's Temporary Absence. In the event of the President's temporary absence or disability, the President shall appoint his/her replacement from among the Board members to act in their stead until such absence or disability ceases. If the President is either unable or fails to appoint such replacement, the replacement shall be appointed by the Past President.

C. Vacancy of Presidency. If the office of President becomes permanently vacant for any reason, the vacancy shall be temporarily filled by the Social Committee Chair, or in the event of their unavailability, by the Golf Committee Chair. A new president shall be elected within sixty (60) days of said vacancy at a general membership meeting selected by the Board of Directors.

D. Elected Officer. If any elected office shall become vacant for any reason, the vacancy shall be filled by an election to be conducted within sixty (60) days of said vacancy at a general membership meeting selected by the Board of Directors. Provided, however, that should such vacancy occur within the last three (3) months of the fiscal year, the vacancy shall be filled by an appointment to be made by the President and approved by a majority of the Board of Directors present.

E. Co-Chairs. If the Co-Chair's position shall become vacant for any reason, the vacancy shall be filled by an appointment made by the supervising officer and approved by a majority of the Board of Directors present.

Section 9 - Removal or Resignation from Board. Any officer or Co-Chair shall be removed from office or position, automatically,

A. by loss of status as a member in good standing, or

B. by becoming married, or

C. by missing two (2) consecutive regular board meetings or four (4) regular board meetings during the year. Special or called board meetings shall not be counted as regular board meetings.

D. by removal for cause upon the vote of at least two-thirds (2/3rds) of the members of the Board present at any duly held meeting thereof. The President shall give written notice to such member stating the cause(s) for removal at least ten (10) days prior to such meeting. The party to be removed shall have the opportunity to show cause why he/she should not be removed, and after a fair hearing, the Board shall vote. It shall take the signature of at least three (3) members of the Board to require a member to show cause why he/she should not be removed under this sub-section.

Any officer or Co-Chair may resign from office or position, by written resignation which shall become effective upon approval of the Board of Directors at any meeting thereof.

ARTICLE VII - APPOINTMENT, NOMINATION AND ELECTION OF OFFICERS AND BOARD

Section 1 - Elected Officers. The office of President shall be filled by nomination and election at the first regular membership meeting in October of each year. The offices of the four (4) Committee Chairs, Treasurer and Secretary shall be filled by nomination and election at the first regular membership meeting in November of each year.

Section 2 - Co-Chairs. The appointed Co-Chairs shall be appointed by the supervising Committee Chairs as soon as possible after elections have terminated. Appointed Co-Chairs shall be presented to the Board of Directors. A majority of the Board present at a Board meeting must vote in favor of approval of Co-Chairs.

Section 3 - Procedure. In any elected position before the general membership, all voting shall be done by secret ballot, unless however, any candidate for office is unopposed. The candidate(s) having the highest number of votes shall be elected to the position for which he/she is running. The current President shall preside over all elections at general membership meetings.

At each election, the floor shall be open to nominations from the general membership. The current President shall determine the amount of equal time allotted for nomination and campaign speeches for each candidate. Order of nomination and speeches shall be determined by a coin toss. No member's name shall be placed on the ballot until the President and Treasurer have certified that he/she is eligible to serve.

Each member present and in good standing shall be entitled to cast one vote for each office to be filled. In the instance of a tie vote, a run-off vote between the candidates with the two (2) highest vote count shall take place immediately. Further election procedures may be defined by policy of the Board of Directors so long as such policy is not in conflict with these Bylaws.

ARTICLE VIII - DUTIES OF OFFICERS AND BOARD

Section 1 – Past President. The Past President shall provide counsel at all meetings of the Board of Directors.

Section 2 - President. The President shall:

- a) preside at all regular and special meetings of the Association and all meetings of the Board of Directors;
- b) supervise the affairs of the Association as the chief executive officer;
- c) appoint such committees as are authorized by the Board of Directors;
- d) be an *ex-officio* member of all the committees of the Association;
- e) prepare and formulate a budget for the entire year of its administration and shall present same to the Board of Directors for adoption;
- f) make a report to the membership by February of each year of the plans for the Association for the upcoming year;
- g) present to the membership an annual report on the state of the Association in December;
- h) work towards a smooth transition for the incoming administration, specifically in the areas of records, policies and financial matters;
- i) act as a liaison with ASGA; and
- j) any other duties assigned to him/her by the Board of Directors.

Section 3 - Committee Chairs. The Committee Chairs shall supervise all activities within the portfolios assigned to them by the President, and shall be responsible for planning and implementing those portfolios as well as budgeting and funding of said activities. They shall carry out all other duties assigned by the President and Board of Directors. They shall make a report to the Board of Directors at each meeting of the Board, updating the Board on activities within their areas.

The Social Committee Chair shall be responsible for all socials and related areas, if any, as well as membership meetings, as well as securing membership meeting facilities and special program material for membership meetings.

The Golf Committee Chair shall be responsible for golf outings and tournaments, handicaps, clinics and other golf related activities.

The Membership Committee Chair shall be responsible for membership growth, activation of new members, member retention and maintaining the roster in association with ASGA.

The Communications Committee Chair shall be responsible for matters relating to Association communications, including external communication activities such as public relations and community awareness and internal communication activities such as the monthly newsletter and other notices.

Section 4 – Treasurer. The Treasurer shall:

- a) have charge and custody of, and be responsible for, all funds of the Association;
- b) coordinate with the Golf Committee Chair on receipt of all monies due and payable to the Association, deposit all receipts in the name of and to the account of the Association, or see that all receipts are so deposited;
- c) coordinate with the Golf Committee Chair to render a regular statements of the condition of the finances of the Association to the general membership or Board of Directors;
- d) serve as an internal auditor for a year-end financial statement within thirty (30) days of the end of the fiscal year in which he/she served as Treasurer;
- e) approve all contracts for signature by second officer of the Board; and
- f) perform any other duties assigned by the President or Board of Directors.

Section 5 – Secretary. The Secretary shall:

- a) be responsible for keeping minutes of all meetings of the general membership and Board of Directors. Such minutes shall be typed and filed in the office of the Chapter;
- b) see that all notices are duly given in accordance with the Bylaws or as required by the Board or the President;
- c) record and maintain within a policy manual all policies passed by the Board; and
- d) perform any other duties assigned by the President or Board of Directors.

Section 6 – Co-Chairs. The Co-Chairs shall have charge of all activities assigned to them by their respective Committee Chairs.

ARTICLE IX - COMMITTEES

Section 1 - Standing Committees. Standing Committees shall be those deemed necessary or advisable by a majority of the Board of Directors to carry out the regular functions and activities of the Association. Chairs of such committees shall be selected by the Officer and/or Co-Chair in charge. Committee Chairs may appoint such other members of their committee as are necessary and advisable.

Section 1(a) - Handicap Committee. The handicap committee shall be appointed by the Golf Committee Chair and approved by the Board of Directors. It shall be responsible for establishing a fair and proper system of handicaps in accordance with the procedures set forth in the United States Golf Association Handicap System Manual, as currently revised.

Section 2 - Special Committees. Special committees shall be those committees necessary to manage any project or special undertaking of the Association. Such committee shall be appointed by the President and approved by the Board of Directors, unless otherwise directed in these bylaws.

Section 2(a) - Nominations Committee. The Nominations Committee shall be appointed by the President with the approval of the Board of Directors at least thirty (30) days prior to the annual election of officers. The committee shall be composed of the Past President, who shall chair the Committee, a present or former member of the Board, and a non-Board member of the Association who shall insure that at least one qualified person be nominated for each office and submit a list of all known candidates to the Elections Committee prior to each election.

Section 2(b) - Elections Committee. The Elections Committee shall be appointed by the President, subject to the approval of the Board of Directors. It shall consist of a non-candidate Board member, who shall serve as Chair of the Committee, and two other non-candidate members. The Committee is charged with supervising all elections, including distributing and counting of ballots. No Election Committee members may serve on the Nominations Committee.

ARTICLE X - MEETINGS

Section 1 - Membership Meetings. The general membership meeting shall meet at a time and place selected by a majority vote of the Board of Directors. Said meeting shall be held during the second or third week of each month on any evening, Monday through Thursday, inclusive. Special membership meetings may be called at the discretion of a majority of the Board of Directors by postal or e-mail notice, at least seven (7) days in advance of such meeting, of the date, time, place, and purpose of such meeting to all regular members in good standing. The members present and in good standing shall constitute a quorum at general membership meetings.

Section 2 - Board of Directors. The Board of Directors shall meet in January of each new fiscal year, on a day, time and place selected by the President. Additionally, the Board will meet at least one time in each of the other three quarters of the year on a day, time and place selected by the President. Special meetings may be called by the President upon advance notice in postal or e-mail, by telephone, or in person of the date, time, place and purpose of such meeting. At such a special meeting, no action shall be taken on any matters not specified on the advance notice without the consent of a majority of the Board, whether present or not. A majority of the members of the Board shall constitute a quorum at any meeting of the Board of Directors.

ARTICLE XI - FINANCIAL MANAGEMENT

Section 1 - Budget. At the first regular meeting of the Board of Director in January of each year, the President shall submit for approval the Association's budget for the following year. Such budget shall outline all income and expenses anticipated during the fiscal year. Any non-budgeted proposed expenditures in excess of Two Hundred Fifty dollars (\$250.00) must be approved by a two-thirds (2/3rds) vote of the Board of Directors present at a Board meeting.

Section 2 - Borrowing. Any borrowing by the Association must be approved by a three-fourths (3/4) vote of the Board of Directors present at a Board meeting.

Section 3 - Financial Examination. The President shall appoint, subject to a majority vote of the Board of Directors, a committee of three active members to perform the annual financial examination of all the books and records of the Association for the just completed fiscal year. Such report shall be delivered to the Board of Directors in March of each year. Should any discrepancies occur, the Board of Directors shall take appropriate action.

ARTICLE XII - RULES OF PROCEDURE AND POLICY

Section 1 - Contracts. Only an officer, duly authorized by majority vote of the Board of Directors, shall have authority to execute any contract on behalf of the Association, to bind it by any obligation, to pledge its credit, or to render it liable for any purpose or in any amount. Any such contract or undertaking must be approved by the Treasurer prior to or contemporaneously with approval of the Board of Directors.

Section 2 - Notices. The notice requirements contained in these Bylaws shall be deemed to have been met by: timely mailing of written notice to the latest known mailing address of each member, publication in any newsletter or material of the Association, or by other means reasonably designed to give actual notice. It shall be the duty of each member to keep their current address recorded with the Membership Committee Chair, and failure to do so shall not of itself invalidate any action at meetings about which they received no notice.

Section 3 - Rules of Order. *Robert's Rules of Order*, as currently revised, shall govern the proceedings of all official meetings of the Board of Directors, the general membership meeting and official committees of the Association except as modified by these Bylaws.

Section 4 - Policy. The Board of Directors shall establish policy for the Association. Such policy shall be established by motion and approval of a majority of the Board of Directors. Such policies shall be maintained by the Secretary in a separate Policy Manual. No policy may be enacted if such policy is in conflict with these Bylaws.

Section 5 - Voting of the Board of Directors. In reference to voting requirements imposed on the Board of Directors by these Bylaws, "Board of Directors" shall be defined as Board members present at any meeting where a quorum has been reached.

ARTICLE XIII - ASGA NATIONAL POLICY

Section 1 - Affiliation with ASGA. Each Chapter member is a member of ASGA and shall abide by all bylaws, policies, rules and regulations of ASGA and the Chapter.

Section 2 - Member Benefits. Each Chapter member shall receive certain benefits provided by the Chapter and/or ASGA. Such benefits are subject to change without notice.

Section 3 - Membership Roster. The membership roster of the Chapter, as provided by the Chapter or ASGA, is the property of ASGA and shall not be used for any purposes other than Chapter activity. Rosters may not be used for members' business purposes, solicitations, etc. Members may request any information not to be printed on rosters, such as home phone, address, etc. by notifying ASGA in writing.

ARTICLE XIV - AMENDMENTS

Section 1 - Amendments. The Bylaws may be amended by not less than a two-thirds (2/3rds) affirmative vote of those members in good standing and present at any duly held membership meeting, provided that:

A. At least ten (10) days prior to such meeting a copy of the proposed amendment(s) shall have been mailed, or otherwise delivered to all members in good standing; and

B. The proposed amendment(s) shall have been approved by a majority vote of the Board, or shall have been contained in a petition signed by at least twenty-five percent (25%) of the members in good standing and presented to the Secretary.

C. Any proposed amendment affecting the relationship with ASGA, including, but not limited to its policies or procedures, must first be approved by ASGA in writing prior to such proposed amendment being submitted before the membership.

ARTICLE XV - AUTHENTICATION

Section 1 - Authentication. These Bylaws shall become effective on the "effective date" indicated below.

Section 2 - Filing of Bylaws. The Chapter president shall keep on file the most current set of bylaws, as revised or amended, for the Chapter by submitting same to the ASGA national headquarters office.

(As approved by Chapter Membership 09/09/2004)
Effective Date: 09/09/2004