

BYLAWS
of the
SENIOR GOLFERS OF SOUTH CAROLINA, INC.

ARTICLE I
Name

SECTION 1. The name of the Association shall be the Senior Golfers of South Carolina, Inc.

ARTICLE II
Objects

SECTION 1. The objects of this Association shall be to promote friendly golf competition and good fellowship among senior players, and in general to advance the best interest of golf among seniors.

ARTICLE III Membership

SECTION 1. Any male amateur golfer who has reached the age of fifty- five (55) years, is a legal resident of the State, and subscribes to the handicap system administered by the USGA, is eligible for membership subject to the approval of the Membership Committee and the Board of Governors.

SECTION 2. Prospective members shall be proposed by a member and seconded by another member of this Association. Both members sponsoring an applicant shall also write letters to the Executive Secretary of the Association setting forth the qualifications of the applicant for membership.

SECTION 3. Any member may be expelled from the Association by the Board of Governors upon written notice of the charges against him and due opportunity to be heard.

SECTION 4. Members who have maintained a continuous membership for twenty (20) years or more shall be titled as Emeritus Members, shall not be levied annual dues, and the letters EM shall be appended to the listing in the directory.

SECTION 5. The membership of this Association shall be limited at the discretion of the Board of Governors.

ARTICLE IV
Board of Governors

SECTION 1. The government and management of the affairs of the Association shall be vested in a board of twelve (12) Governors.

SECTION 2. At each annual meeting of the Association, members shall be elected to the Board of Governors for a term of three (3) years, beginning January 1 of the following year, to succeed the members of the Board whose term of office shall then expire. No member of the Board of Governors shall serve more than two (2) full terms in succession.

SECTION 3. The Board of Governors shall govern the affairs of the Association, enforce its bylaws and take cognizance of all infractions thereof, fill vacancies on the Board, and shall have the power and authority to delegate such duties and responsibilities to any officers or committees as it deems advisable in the interest of the Association and for the purpose of carrying out its objectives.

SECTION 4. The Board of Governors shall meet at the call of the President or at the request of any four (4) members of the Board. At least ten (10) days' notice shall be given by the President or Executive Secretary of any meeting of the Board.

SECTION 5. A quorum of the Board of Governors shall consist of six (6) members for the purpose of transacting business at any meeting of the Board.

SECTION 6. The unexpired term of any member of the Board of Governors, which may be vacated for any cause between the Annual Meetings, shall be filled at the discretion of the President, and this appointee shall serve until he has been duly elected to succeed himself or until his successor has been duly elected.

ARTICLE V
Officers

SECTION 1. The Officers of the Association shall consist of a President and a Vice-President, each of whom shall be elected by the Board of Governors from its members at its annual meeting to serve for two (2) years or until their successors shall have been elected. The election of a President and Vice-President for a two (2) year term shall automatically extend their membership on the Board of Governors to completion of their term. The Board of Governors shall have the power to appoint an Executive Secretary-Treasurer, and such other assistant officers as it deems necessary.

SECTION 2. The President shall preside at all meetings of the Association and of the Board of Governors and in general shall perform the duties incident to his office.

SECTION 3. The Vice-President shall perform the duties of the President during the absence or inability of the President to serve and act.

SECTION 4. The Executive Secretary shall keep full, complete and accurate records of all meetings of this Association, including meetings of the Executive Committee and regular and special meetings of the Board of Governors. It shall also be the duty of the Executive Secretary to give notice of said meetings at least ten (10) days in advance.

The Executive Secretary may also be designated as Tournament Director. In the capacity of Tournament Director he shall arrange the details of all tournaments, subject to the approval of the Tournament Committee, and shall actively run and manage each event. He shall also have full charge and care of the handicap records of the members of the Association.

The Executive Secretary may also be paid compensation for his services as approved by the Board of Governors. Additionally, all traveling and other proper expenses, including mileage allowance, incurred by the Executive Secretary in the arranging of, and the conduct of, any and all tournaments of this Association shall be paid to the Executive Secretary from the funds of this Association.

SECTION 5. The Treasurer shall collect all monies due the Association, and disburse the same under the direction of the President and/or the Board of Governors. The Treasurer shall countersign all checks of this Association with the signature of one of the officers duly authorized by the Board to sign checks of the Association. The position of the Treasurer may be filled by the Executive Secretary at the discretion of the Board of Governors.

ARTICLE VI

Meetings

SECTION 1. The annual meeting for the transaction of business and the election of members of the Board of Governors shall be held in the evening of the first day of the annual tournament.

SECTION 2. The special meetings of the Association may be called at any time by the President and shall be called at the request of four (4) members of the Board of Governors, or at the written request of ten (10) members of the Association.

SECTION 3. At least ten (10) days' notice in writing shall be given to the members of the Association of each regular or special meeting.

SECTION 4. Twenty-five (25) members or more shall constitute a quorum at an annual or special meeting of the Association.

SECTION 5. The order of business at each annual meeting shall be as follows:

1. Reading of minutes.
2. Report of the President.
3. Report of the Executive Secretary.
4. Report of the Treasurer.
5. Report of Committees.
6. Unfinished Business.
7. New Business.
8. Election of Members of Board of Governors.

SECTION 6. The Board of Governors shall hold its annual meeting after the adjournment of the annual meeting of the members of the Association for the purpose of electing officers for the ensuing year and to transact such business as may come before it.

ARTICLE VII

Initiation Fees and Dues

SECTION 1. The initiation fee for membership in the Association shall be fixed by the Board of Governors.

SECTION 2. The annual dues shall be fixed by the Board of Governors.

SECTION 3. The statements for annual dues for each year shall be mailed to members on or before December 1st of the preceding year and shall be payable on or before December 15th following the mailing of such statement. Any member failing to pay said dues on or before the 15th of January following the mailing of said statement for dues shall cease to be a member of the Association and his name shall be removed from the roll of members of the Association. Membership may be reinstated only upon election in due form, or at the discretion of the Board if non-payment was due to extenuating circumstances, and the payment of the initiation fee and the annual dues.

SECTION 4. A member in good standing can request a one-year medical leave of absence by providing written or verbal notice to a board member and receiving approval by the Membership Committee. Dues payment will be waived for a period of one year and the leave will coincide with the financial calendar year.

While on leave, the member accrues one year of active membership toward Emeritus status. A member cannot participate in golf events during the leave

period. A member can return to active status and play in golf events by requesting an early termination of the one-year leave. A payment of prorated dues will be required prior to reinstatement to active status.

ARTICLE VIII Committees

SECTION 1. The President shall, at the first meeting of the Board of Governors following his election, appoint the following Committees to serve for one (1) year:

1. A Membership Committee
2. A Tournament Committee
3. An Executive Committee
4. A Nominating Committee

and such other committees as he shall from time to time consider necessary or advisable for carrying out the objectives of the Association.

ARTICLE IX Membership Committee

SECTION 1. The Membership Committee shall act upon all applications for membership in the Association.

SECTION 2. No applicant shall be elected as a member of the Association except upon the unanimous vote of the Membership Committee.

SECTION 3. Meetings of the Membership Committee may be held at any time upon call of the Chairman of the Committee, and the votes of any absent members upon any application for membership may be made and taken by mail or telephone.

ARTICLE X Tournaments

SECTION 1. All tournaments shall be conducted by the Tournament Director in conjunction with the Tournament Committee, which Committee shall have full power and authority to fix conditions and regulations of play and the amount of the entry fee for each tournament. Normally the Executive Secretary shall act as Tournament Director.

SECTION 2. Members of the Association may be classified for Tournament play as follows:

- Class A - Age 75 and over
- Class B - Age 70 to 74 inclusive
- Class C - Age 65 to 69 inclusive
- Class D - Age 60 to 64 inclusive
- Class E - Age 55 to 59 inclusive

and such other classes, e.g. by handicaps, as are designated by the Tournament Committee.

ARTICLE XI Executive Committee

The President, with the approval of the Board of Governors, shall have the power to appoint its members to include the President, Vice President, and any other board member(s), and, as ex officio non-voting members, the immediate Past President and Executive Secretary. The Executive Committee shall have and exercise all of the powers of the Board of Governors when the Board is not in session; provided, however, that any such action shall be subject to ratification by the Board of Governors at its next meeting.

ARTICLE XII Nominations

SECTION 1. Nominations for members of the Board of Governors shall be made by a Nominating Committee of no less than three (3) members to be appointed by the President not less than fifteen (15) days prior to the annual meeting. The Committee shall nominate for election to the Board of Governors not less than the number of members whose terms on the Board shall expire.

SECTION 2. Other nominees for the Board of Governors may be placed in nomination at the annual meeting upon written request to the Board of Governors signed by not less than fifteen (15) members of the Association and filed at least seven (7) days before the annual meeting of the members.

ARTICLE XIII Amendments

These Bylaws may be repealed, amended or supplemented at any annual or special meeting of the members of the Association by a majority vote provided written notice thereof is given not less than five (5) days prior to the meeting, or at any regular or special meeting of the Board of Governors by a vote of not less than two-thirds of the Board of Governors, provided, however, that the Board of Governors shall not have the right to change their number or term of office.

ARTICLE XIV Dissolution

This Association shall continue until the event of dissolution by its members at which time the entire assets of the Association, together with and all accumulations thereto, shall be distributed to such charitable organizations as are described in Section 501 (c) (3) of the

Internal Revenue Code.