

OFFICIAL DENVER CHAPTER BYLAWS
AMERICAN SINGLES GOLF ASSOCIATION

ARTICLE I - NAME

The name of this organization shall be the Denver Chapter of ASGA, Inc., d/b/a the American Singles Golf Association (hereinafter referred to as the "Chapter"). The Chapter is affiliated with the American Singles Golf Association, (ASGA) headquartered near Charlotte, North Carolina. The chapter derives its charter from ASGA.

ARTICLE II - PURPOSE

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

ARTICLE III - MEMBERSHIP

Section 1 - Constituency. The Chapter 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 Chapter, 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 Chapter 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 Chapter. If, after an appropriate investigation by the Board of Directors, it is determined the Chapter 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 Chapter, 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 - FISCAL YEAR

Section 1 - Fiscal Year. The Chapter 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 Legal Counsel and signed and submitted by the Secretary and President of the Chapter 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 member's 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 a leadership role in ASGA. 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 initiating a majority vote of the Board.

ARTICLE VI - GOVERNMENT

Section 1 - Governing Body. The Board of Directors shall be the governing body of the Chapter and shall manage the business affairs of the Chapter 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 fifteen members as follows: the Chairman of the Board, the President, the Social Committee Chairperson, the 18-Hole Golf Chairperson, the 9-Hole Golf Chairperson, the Membership Committee Chairperson, the Communications Committee Chairperson, the Secretary, the Treasurer, the Legal Counsel, and up to five Co-Chairpersons.

Section 3 - Officers. The persons or classes of persons described in this Article shall be the officers of the Chapter:

A. Chairman of the Board. The immediate past President shall serve as Chairman of the Board. If for any reason the immediate past President is unable to serve or complete their term of office as Chairman of the Board, the most recent, eligible past President shall serve as Chairman of the Board.

B. Elected Officers. The elected officers of the Chapter shall be the President, and the five (5) Chairpersons and Co-Chairpersons.

C. Appointed Officers. The appointed officers of the Chapter shall be the Legal Counsel, Secretary and Treasurer.

Section 4 - Officer Eligibility. Any member who shall have been a member in good standing for at least the six (6) month period immediately prior to the date of their taking office or anyone who shall have served as a member of the Board of Directors for at least three (3) months prior to the date of taking office shall be eligible to serve as an officer.

Section 5 - Term of Office. The terms of office for the officers, Chairpersons and Co-Chairpersons- or appointed officers shall be as follows:

A. Elected Officers, Directors and Appointed Officers. The elected officers and appointed officers 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 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 shall not be eligible to serve consecutive terms in the same office. This restriction 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 Chairman of the Board. The Treasurer shall not be eligible to serve more than two consecutive terms. 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.

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

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

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

B. President's Temporary Absence. In the event of the President's temporary absence or disability, the Socials Committee Chairperson shall act in their stead until such absence or disability ceases.

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 Chairperson, or in the event of their unavailability, by an 18-Hole 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 elective 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. Appointed Officers and Directors. If the appointed officer's position shall become vacant for any reason, the vacancy shall be filled by an appointment made by the authorizing officer and approved by a majority of the Board of Directors present.

Section 9 - Removal or Resignation from Board. Any officer shall be removed from office 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 call board meetings shall not be counted as regular board meetings.

Any officer may resign from office by

A. written resignation which shall become effective upon approval of the Board of Directors at any meeting thereof
or

B. 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 Chairman of the Board 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.

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

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 five (5) Committee Chairpersons shall be filled by nomination and election at the first regular membership meeting in November of each year.

Section 2 -Appointed Officers. The appointed officers shall be appointed by the incoming President as soon as possible after elections have terminated. Appointed officers shall be presented to the new Board of Directors prior to January 1. A majority of the Board present at a Board meeting must vote in favor of approval of appointed officers.

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 Secretary 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. There shall be no absentee ballots. 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 CHAIRPERSONS

Section 1 - Chairman of the Board. The Chairman of the Board shall preside at all meetings of the Board of Directors.

Section 2 - President. The president shall:

- a) preside at all regular and special meetings of the Chapter;
- b) supervise the affairs of the Chapter as the chief executive officer;
- c) appoint such committees as is authorized by the Board of Directors;
- d) be an ex-officio member of all the committees of the Chapter;

- 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 Chapter for the upcoming year;
- g) present to the membership an annual report on the state of the Chapter 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 Chairpersons. The Committee Chairpersons 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 Socials Committee Chairperson 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.

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

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

The Communications Committee Chairperson shall be responsible for matters relating to Chapter 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 - 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 of the President;
- c) record and maintain within a policy manual all policies passed by the Board;
- d) perform any other duties assigned by the President or Board of Directors.

Section 5 - Treasurer. The Treasurer shall have charge and custody of, and be responsible for, all funds of the Chapter. He/she shall receive and give receipt for all monies due and payable to the Chapter, shall deposit all receipts in the name of and to the account of the Chapter, or see that all receipts are so deposited, render a monthly statement of the condition of the finances of the Chapter to the general membership or Board of Directors, as well as a year-end financial statement within thirty (30) days of the end of the fiscal year in which he/she served as

Treasurer, and in general performance of the duties incident to the office of Treasurer or assigned to them by the President or Board of Directors.

Section 6 - Legal Counsel. The Legal Counsel shall serve as legal advisor to the President and to the Board of Directors. He/she shall approve the execution of all contracts entered into by the Chapter. He/she shall give advice in regard to compliance with applicable local, state, and federal laws which affect the Chapter, and he/she shall perform such other and further duties as may be assigned to them by the President or Board of Directors.

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 Chapter. Chairpersons of such committees shall be selected by the Officer in charge. Committee Chairpersons 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 chairperson 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 Chapter. 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 Chairman of the Board, who shall chair the Committee, a present or former member of the Board, and a non-Board member of the Chapter who shall insure that at least one qualified person be nominated for each office and submit a list of all know candidates to the Elections Committee prior to each election.

Section 2(b) - Elections Committee. The Elections Committee shall be appointed by the Chairman of the Board, subject to the approval of the Board of Directors. It shall consist of a non-candidate Board member, who shall serve as chairman 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 mailing written notice, at least ten (10) 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 and at before or after any general membership meeting, at the discretion of the President, but at least one time each quarter on a day, time and place selected by the President. Special meetings may be called by the President upon advance notice in writing, 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 Chapter'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 Chapter 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 Chapter 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 Chapter, 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 Legal Counsel 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 Chapter, 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 Chairperson, 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 Chapter except as modified by these Bylaws.

Section 4 - Policy. The Board of Directors shall establish policy for the Chapter. 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.

(Note: These Bylaws were adopted and approved by the ASGA Denver Chapter membership on November 12 2019.)