

COMMONGROUND MEN'S GOLF CLUB CONSTITUTION AND BY-LAWS

Article I – Preamble

We believe there is a need for a men's golf club at CommonGround Golf Course. The CommonGround Men's Golf Club agrees to provide this service. The CommonGround Men's Golf Club will be governed by the board's officers with guidance from golf course management. All activities shall be in the best interest of CommonGround Golf Course, Colorado Golf Association and the Game of Golf.

Article II – Name, legal entity status and tax status

The name of the club shall be known as "CommonGround Men's Golf Club" hereafter known as CGMGC or The Club.

The Club is Nonprofit Corporation as filed with the Secretary of State of Colorado. The Club is a tax exempt entity as described in Internal Revenue Code Section 501(c)(7).

Article III – Purpose

1. To provide social and competitive golf for amateur male golfers interested in participating
2. To provide a governing body in which to conduct club activities and competitions
3. To provide as host club for the purposes of issuing and monitoring USGA Handicaps

Article IV – Membership

1. Memberships are available to any amateur male golfer. CGMGC does not discriminate against anyone regardless of age, race, religious beliefs, national origin, color or sexual orientation.
2. Membership shall not have a minimum number of members and a maximum of one thousand (1,000) members.
3. Memberships in the club are issued to individuals, are non-transferable and expire on December 31 each year.
4. Membership shall be granted after an application for membership has been approved by an authorized person and appropriate dues are paid.
5. Membership confers no special privileges in connection with the golf course.

6. Membership confers no voice in the operation of the course, clubhouse nor any other facility of the course.
7. Members of the CGMGC shall not commit any acts which the Board or golf course management deems unacceptable of club membership. If a member refuses or neglects to comply with the rules and regulations adopted by the Board of Directors or the duly appointed officers or course management, the member shall be subject to disciplinary action not limited to suspension or expulsion.
8. The Club shall have no voting members and all the business affairs of the Club shall be conducted by the Board of Directors.
9. All club policies, procedures, membership dues and tournament fees shall be established by the Board of Directors and may be changed from time to time as deemed necessary.

Article V – Board of Directors

1. The Board shall have a President, Treasurer and Handicap Chairperson. One board member may hold more than one position.
2. Other positions and committees may be created or eliminated at the discretion of the Board. Recommended committees may include:
 - a. Tournament Committee
 - b. Handicap Committee
 - c. Membership Committee
3. The Director of Golf at CommonGround Golf Course shall be an advisor to the Board.
4. Board members are volunteers and serve without any term length.
5. A club member interested in joining the board may be added to the Board by contacting the existing board and will be added to the Board with a majority vote of the existing board. A club member interested in joining the board must be a member of the club for at least one year before being allowed onto the Board.
6. The Board of Directors may remove a member with a majority vote of the Board of Directors.
7. Should a club member wish to have a Board Member removed, the member shall notify the Board who will call a general membership meeting no less than 30 days later. The member who called for the vote and the Board Member in question shall have the opportunity to speak to the membership. A vote of at least 2/3 of the members who attend the meeting is required to have the board member dismissed from the Board.
8. Board meetings and general membership meetings shall be scheduled as necessary. There shall be at least one meeting of the Board of Directors annually.

9. The Board of Directors may alter or amend by-laws or repeal and adapt new by-laws by a majority vote of the Board.

Article VI – Financials

1. A bank account in the name of the Club will be kept to hold all funds for the club.
2. Banking and financial records will be kept by the Treasurer and are available for review at any time.
3. The bank will be instructed to send a duplicate statement to a Board member other than the Treasurer for review purposes.

ARTICLE VII -- Dissolution

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all liabilities of the Corporation, including the costs and expenses of such dissolution, dispose of all the assets of the Corporation exclusively for the exempt purposes of the Corporation or distributed to an organization described in Section 501 (c)(3) or 170 (c)(2) of the Internal Revenue Code, 1986 or the corresponding provisions of any future federal law, as shall be selected by the last Board of Directors. The Board shall choose between the Colorado Golf Foundation, the Evans Scholars Foundation or the United States Golf Association. None of the assets will be distributed to any officer or director of the Corporation.

Adoption of By-laws

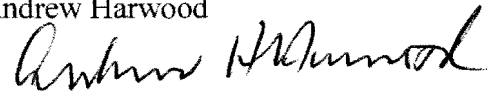
Adopted by the Board of Directors by resolution of all directors on the date below:

Michael Mounts



Date: 3/5/2015

Andrew Harwood



Date: 3/5/2015

Mark Howard



Date: 3/5/2015

Dennis Cammack



Date: 3/5/2015