BYLAWS

OF

PLUMAS PINES MEN'S CLUB, INC. a California Nonprofit Mutual Benefit Corporation

ARTICLE 1 OFFICES

SECTION 1. PRINCIPAL OFFICE

The principal office of the corporation for the transaction of its business is located in Plumas County, California.

ARTICLE 2 PURPOSES

SECTION 1. OBJECTIVES AND PURPOSES

The primary objectives and purposes of this corporation shall be to stimulate interest and enjoyment of golf at the Plumas Pines Golf Course and surrounding area by bringing together a group of men desirous of forming a golf organization; to enforce uniformity in the rules of the game and maintain a uniform system of handicapping as set forth in the regulations of the U.S.G.A.; to promote fellowship between its members, by holding golf tournaments and social events; to support high school golf participation throughout Plumas and the surrounding counties; and foster amateur golf competition in the area.

ARTICLE 3 DIRECTORS

SECTION 1. The board of directors shall consist of the following elected officers; Namely: 1) President, 2) Vice President, 3) Secretary-Historian, 4) Treasurer, 5) Membership Chairman, 6) Tournament Director, 7) Assistant Tournament Director, 8) Handicap Chairman, 9) Mountain Classic Chairman, 10) Past President, 11) Member at large. These positions have year round responsibility.

SECTION 2. Prior to the September membership meeting, the Board of Directors shall appoint a nominating committee. The nominating committee shall submit a slate of officers for the following year. Other nominations shall be accepted from the floor at the meeting. Voting for officers shall be by oral or written ballot at the meeting and those persons receiving the greatest number of votes cast by those members present shall be elected.

SECTION 3. The Board of Directors shall meet at least once each month during the months April thru October and as needed November thru March, a majority of the Board shall constitute a quorum. The general membership may bring Men's Club business to board meetings with one week prior notice.

SECTION 4. In case of a vacancy in office for any cause, the remaining Directors may elect a successor by majority vote to hold office for the unexpired term.

ARTICLE 4 OFFICERS AND COMMITTEES

SECTION 1. The President and Officers shall constitute the Board of Directors. Their duties are briefly defined as follows:

<u>President-</u> The President is responsible for the overall successful operation of the Men's Club and presides over the Board of Directors.

Vice President- The Vice President shall assist the President as required.

<u>Secretary-Historian-</u> Is responsible for all Men's Club correspondence, meeting documentation, publicity, records, and historical data.

<u>**Treasurer-**</u> Is responsible for all financial transactions and appropriate record keeping. He is also expected to provide the officers and membership with timely financial reports.

<u>Membership Chairman-</u> Is responsible for all activities relating to achieving and maintaining an active and cohesive golfing Men's Club.

Tournament Director- Is responsible for supervising the conduct of all golfing activities. His committee shall define and oversee all Men's Club tournaments and weekly events. He will also coordinate publicity and results information with the Secretary.

<u>Assistant Tournament Director-</u> Is responsible for the conduct of the Club's golfing activities in the absence of the Tournament Chairman.

Handicap Chairman- Is responsible for the administration and maintenance of a handicap system in accordance with the procedures established by the USGA and the NCGA.

<u>Mountain Classic Chairman-</u> Is responsible for planning and coordination of the annual Mountain Classic Tournament.

<u>**Past President-**</u> The previous club president may, at his option, serve an additional year on the board to provide guidance and continuity.

<u>Member at Large-</u> Is elected from the general membership and has no specific responsibilities except special assignments given by the President. Such assignments may include but are not limited to assisting the Tournament, Handicap and Membership Chairmen in their duties. The Member at Large shall be given orientation training in those positions.

SECTION 2. With the election of a new Board of Directors, a year-to-year transition plan will be established before the closing of the course.

SECTION 3. The club shall have three standing committees: 1) The Tournament committee shall be chaired by the Tournament Chairman and consist of himself, the President, the Assistant Tournament Chairman, and the Handicap Chairman. The committee shall set the conditions of the Club's competitions and resolve disputes and rules issues. 2) The Handicap committee shall be chaired by the Handicap Chairman and consist of two additional members designated by the board. 3) The Mountain Classic

committee shall be chaired by the Mountain Classic Chairman and consist of additional members appointed by the President.

ARTICLE 5 <u>MEMBERSHIP</u>

SECTION 1. Membership shall be available to men 18 years of age or older, by invitation only, by the Board of Directors with final approval by the Board of Directors. An Associate class of membership shall be available to women and juniors.

SECTION 2. A membership is individual and non-transferable in the Men's Club which is affiliated with the Plumas Pines Golf Resort, a privately owned and operated golf course.

SECTION 3. A membership confers no voice, or special privileges relative to operation of the golf course, clubhouse, and facilities of the course.

SECTION 4. The books and accounting records shall be prepared based on a fiscal year of October 1^{st} thru September 30^{th} .

SECTION 5. The Board of Directors may confer honorary Men's Club memberships upon those whom they feel have contributed to advancement of golf. The unanimous affirmative vote of the Board shall be required to approve such action.

SECTION 6. In the event any member of this organization shall commit any act which reflects discredit or disrepute thereon or shall refuse or neglect to comply with the rules and regulations adopted by the Board of Directors or its duly appointed officers, such member shall be subject to suspension or expulsion after being heard, by a vote of 2/3 of the Board at any regular meeting or special meeting called for such purpose.

SECTION 7. The annual meeting of the Plumas Pines Men's Club shall be held during the month of September for the purpose of electing officers for the following year. The newly elected Board shall take office October 1st.

SECTION 8. All membership fees and dues shall be established by the Board in such amounts as they deem to be adequate to operate and maintain the Men's Club.

ARTICLE 6 AMENDMENTS TO BY-LAWS

The Board of Directors shall have the power to amend or repeal any of these bylaws.

WRITTEN CONSENT OF DIRECTORS ADOPTING BYLAWS

We, the undersigned, are all of the persons named as the initial directors in the Articles of Incorporation of Plumas Pines Men's Club, Inc., a California nonprofit corporation, and, pursuant to the authority granted to the directors by these Bylaws to take action by unanimous written consent without a meeting, consent to, and hereby do, adopt the foregoing Bylaws, consisting of five pages, as the Bylaws of this corporation.

Dated: 8/28/07

/s/J. Larry Walker Larry Walker, Director

/s/Doyle R. Blaylock Doyle R. Blaylock, Director

/s/David C. Stone David Stone, Director

CERTIFICATE

This is to certify that the foregoing is a true and correct copy of the Bylaws of the corporation named in the title thereto and that such Bylaws were duly adopted by the Board of Directors of said corporation on the date set forth below.

Dated: 8/28/07

/s/David C. Stone David Stone, Secretary

Amended by the Board: 9/26/07, 11/29/07, 4/9/08