

BYLAWS OF THE COBB DISC GOLF CLUB, INC.

General form of corporate bylaws, including description of the rights of Club members and the duties and powers of Directors and Committee Chairs

ARTICLE ONE: OFFICES

The principal office of the corporation shall be located at *136 South Park Square, Marietta GA 30060*. The board of directors shall have the power and authority to establish and maintain branch or subordinate offices at any other locations within the same city or county.

ARTICLE TWO: NONPROFIT PURPOSES

This corporation is organized exclusively for one or more of the purposes as specified in Section 501 (c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code.

ARTICLE THREE: FISCAL YEAR

The fiscal year of the corporation shall be from January 1st – December 31st.

ARTICLE FOUR: MEMBERSHIP

Section 1: Club Membership

Membership in the Cobb Disc Golf Club shall be open to all, regardless of race, gender, age, political, or religious affiliation. At the time of registration, all members shall be required to pay an annual membership fee and to provide their full name, current mailing address, and current phone number or email address. A completed membership form must be submitted with payment to a member of the Membership committee.

Section 2: Member Meetings

The election of directors and committee chairmen will take place at the Annual Meeting, held the first Saturday of December each year. There will be a minimum of 2 other regular member meetings each year: one on the second Saturday of May, and another on the second Saturday of September. Unless otherwise specified by resolution of the members, all member meetings, including the Annual Meeting, shall be held at the Ward Recreation Center in Cobb County, Georgia. If the day normally fixed for the meeting is a legal holiday in any particular year, the meeting shall instead be held on the succeeding Saturday.

Section 3: Special Meetings

Special meetings of the members, for any purpose or purposes, unless otherwise prescribed by statute, may be called by the president or by the board of directors, and shall be called by the president at the request of not less than 4 active members of the club, or by any committee chairman and 1 other member.

Section 4: Notice of Meeting

Written or printed notice stating the place, day, and hour of the meeting, and in the case of a special meeting the purpose or purposes for which the meeting is called, shall be delivered not less than seven days before the date

of the meeting, either personally or by mail, by or at the direction of the president, or the secretary, or the officer or persons calling the meeting, to each member of record entitled to vote at the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the mail, addressed to the member at his address as it appears on the membership books of the corporation, with postage thereon prepaid. E-mail will be the preferred method of notice where possible; otherwise written notice will be mailed. In any event, notice for all members' meetings shall be given in accordance with the stipulations of the Cobb County Parks Use Handbook.

Section 5: Closing Membership Books or Fixing Record Date

For the purpose of determining members' eligibility to vote, the membership season shall begin on April 1st and end on March 31st. Annual membership dues shall be due on or before midnight of April 1st. A member who registers from April through September of a membership season shall retain active membership status until the end of the same membership season, at which time his or her membership shall become inactive. A member who registers from October through March of a membership season shall retain active membership status until the end of the following membership season, at which time his or her membership shall become inactive. Late membership renewal shall be allowed until the end of the membership season. Membership status will resume in full force when a late registrant delivers the required membership dues and information as required in this article; however, no membership renewal shall be retroactive, and no matters addressed by the club before late registration is completed shall be open for any member registering late.

Section 6: Quorum of member meetings

A majority of the officers of the club and a minimum of 5 other active members, in person or by proxy, shall constitute a quorum at any members meeting. If a quorum is not present, the only item that shall be considered is a motion to adjourn.

Section 7: Voting of Members

Each active member of the club shall have one vote at elections, members meetings, and meetings of any committee in which he or she participates. At all such meetings, an individual member may vote by proxy executed in writing by the member or by his duly authorized attorney in fact. Such proxy shall be filed with the secretary of the corporation before or at the time of the meeting. No proxy shall be valid after use at the specified meeting, but may apply to any number of votes during that meeting. No individual may carry to any meeting more than one (1) proxy. At all members meetings, including the Annual Meetings, all active members of the club shall have the following rights: to make motions and to vote on motions to change these bylaws; to vote in any impeachment proceedings; to vote on any motion for censure that has been requested.

Section 8: Member conduct

Members must conduct themselves in a dignified and respectful manner at all times, especially at meetings or events where the public is present. Members must adhere to all club and county rules as well as state and federal statutes. Any member showing disregard for the rules or proper decorum may be subject to censure as defined in these Bylaws. Members shall do nothing to modify or remove any county or club facility or equipment without authorization. To avoid misunderstandings, members shall not claim to speak officially or on behalf of the club, whether by mouth, internet, letter or implication, without authorization by the board of directors. Members are expected to make reasonable contributions of their time, talents, and support of the organization.

Section 9: Smoking

While it is a member's right under state and county law to smoke where not prohibited by law, it is also a non-smoker's right as a member of this club to be allowed to breathe clean air. All members who smoke must do so in as courteous a manner as possible, and according to these rules:

A) At tournaments or other major events, participants may ask to be in a non-smoking group; for obvious reasons this will not apply to second rounds or playoffs but courtesy must apply.

- B) No smoking will be allowed around sign-up tables, member booths, or where club workers are interacting directly with the public.
- C) No smoking will be allowed in the presence of children.
- D) Smokers must police their butts or face a littering fine.

ARTICLE FIVE: DIRECTORS

Section 1: Number, Tenure, and Qualifications

The number of directors of the corporation shall be 5, and shall consist of a President, Vice President, Treasurer, Secretary, and Sergeant-at-Arms. These offices shall hereafter be referred to as Board of Directors or as the Directors. The term of office of each director shall be 1 year. The directors shall be elected at the Annual Meeting every year, according to the election process defined in these bylaws. They shall take office immediately upon election and shall serve until the election and qualification of duly qualified successors. Directors must be residents of the State of Georgia, must be members of the club in good standing, and must be of the legal age of majority in the state. Immediate family members may not serve on the board of directors simultaneously. Directors should participate as active disc golfers in the disc golf courses in Cobb County as well as in the surrounding area.

Section 2: General Powers of Directors

The activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors, subject to the provisions of the laws of this state and any limitations in the Articles of Incorporation and these Bylaws relating to action required or permitted to be taken or approved by the members of this corporation or by its committees. The directors shall not repeal or amend these Bylaws, nor make capital expenditures above \$1200 per quarter of the fiscal year, without the consent of the members expressed by majority vote at a members' meeting.

Section 3: Place and Time of Directors Meeting

The board of directors shall have regular meetings at minimum intervals of two months. Special meetings of the board of directors may be called by the request of the president or any two directors. All directors meetings shall be open to the audit of any active members of the club, but only directors may make motions or vote in directors meetings. The directors may choose any place within *Cobb County Georgia*, as the place of their meetings.

Section 4: Notice of Directors Meetings

Notice of the time and place of any directors meeting must be provided to the membership a minimum of 48 hours before the time fixed for the meeting, either delivered by mail or email, or published on the club's website a minimum of 48 hours before the meeting and not removed from the website until the adjournment of the meeting.

Section 5: Quorum at Directors Meetings

A majority of the members of the Board of Directors, represented in person or by proxy, shall constitute a quorum at a meeting of directors. At any meeting of the directors where a quorum is not present, the only motion that the chair shall entertain is a motion to adjourn.

Section 6: Majority Action as Board Action

The rules for voting and proxies at members' meetings shall apply to the directors at meetings of the board of directors. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors, unless the Articles of Incorporation, these Bylaws, or provisions of law require a greater percentage or different voting rules for approval of a matter by the board.

Section 7: Vacancies

Any vacancy occurring in the board of directors may be filled by the affirmative vote of a majority of the remaining directors and committee chairmen. A director elected to fill a vacancy shall hold office for the unexpired term of his or her predecessor in office. Any directorship to be filled by reason of an increase in the number of directors shall be filled by election at the Annual Meeting or at a special meeting of members called for that purpose, at which time the bylaws shall be amended to allow for such addition.

Section 8: Compensation

No member or officer shall at any time receive payment for service in coincidence of their work with or for the club except when hired for a specific task pre-authorized by the members.

Section 9: Presumption of Assent

A director of the corporation who is present at a meeting of the board of directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file his or her written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof. Such right to dissent shall not apply to a director who voted in favor of such action.

Section 10: Nonliability of Directors

The directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation.

Section 11: President

The President shall be the chief executive officer of the corporation and, subject to the powers of the board of directors, shall supervise and manage the affairs of the corporation and the activities of the directors. The President shall perform all duties incident to the office and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or as may be prescribed from time to time by the Board of Directors. Unless another person is appointed as Chairperson of the Board of Directors, the President shall preside at all meetings of the Board of Directors, and at all meetings of the members. Except as otherwise expressly provided by law, by the Articles of Incorporation, or by these Bylaws, he or she shall, in the name of the corporation, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the Board of Directors. The President shall also have the following powers and duties:

- a) To supervise the Facilities Chair and the Events Chair;
- b) To sit on the county planning board as a representative of the club, and to introduce the other board members to county personnel so they may fill this role in the President's absence;
- c) To serve as the club's primary contact for any course designer who may be hired by the club or county;
- d) To introduce his or her duly elected successor to appropriate county personnel.

Section 12: Vice President

In the absence of the President, or in the event of his or her inability or refusal to act, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice President shall have other powers and perform such other duties as may be prescribed by law, by the Articles of Incorporation, or by these Bylaws, or as may be prescribed by a membership vote. The Vice President shall also have the following powers and duties:

- a) To supervise the Media Chair;
- b) To assist the President, Treasurer, and Secretary with their duties when requested;
- c) To form a personal acquaintance with the Cobb County Parks leadership in order to be able to act as President when the need arises;

Section 13: Treasurer

The Treasurer shall have charge and custody of, and be responsible for, all funds and securities of the corporation, and deposit all such funds in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors. He or she shall receive, and give receipt for, monies due and payable to the corporation from any source whatsoever, shall disburse, or cause to be disbursed, the funds of the corporation as may be directed by the Board of Directors, taking proper vouchers for such disbursements, and shall render to the President and directors, whenever requested, an account of any or all of his or her transactions as Treasurer and of the financial condition of the corporation. He or she shall prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports. In general, the Treasurer shall perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation of the corporation, or by these Bylaws, or which may be delegated to him or her from time to time by the Board of Directors. The Treasurer shall also supervise the Fundraising Chair.

Section 14: Secretary

The Secretary shall certify and keep at the principal office of the corporation the original, or a copy, of these Bylaws as amended or otherwise altered to date. He or she shall keep at the principal office of the corporation or at such other place as the board may determine, a book of minutes of all meetings of the directors and meetings of members, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof. He or she shall see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law. He or she shall be custodian of the records and of the seal of the corporation and affix the seal, as authorized by law or the provisions of these Bylaws, to duly executed documents of the corporation. He or she shall keep at the principal office of the corporation a membership book containing the name, phone number, e-mail and address of each and all members, and, in the case where any membership has been terminated, he or she shall record such fact in the membership book together with the date on which such membership ceased, and shall exhibit at all reasonable times to any director of the corporation, or to his or her agent or attorney, on request, the Bylaws, the membership book, and the minutes of the proceedings of the directors of the corporation. In general, the Secretary shall perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors. The Secretary shall also supervise the Membership Chair.

Section 15: Sergeant-at-Arms

The Sergeant-at-Arms shall be a member of the board of directors and shall attend directors meetings, but he or she shall not exercise his vote as a director unless requested to do so by the other directors, or in the event of a tie, to cast the deciding vote. The Sergeant-at-Arms shall also have the exclusive power of parliamentary override to prevent any board action that he or she feels would violate these bylaws. When exercising this power, the Sergeant-at-Arms must state his or her reason for exercising it. The Board of Directors may resolve to reverse a parliamentary override of the Sergeant-at-Arms by unanimous vote of the other directors; at this time the Sergeant-at-Arms may suspend the resolution until a special members' meeting can be called to settle the matter by majority vote of the members of the club. The bylaws shall then be amended as needed to reflect the decision of the members of the club.

The Sergeant-at-Arms shall also have the following powers and duties:

- a) To report violations of the bylaws to the body of the club's membership;
- b) To assist the secretary, treasurer, and president in their preparation of all legally necessary club documents;
- c) To be prepared at all times to answer questions of procedure or rule;
- d) To assist any club member who wishes to request changes to the bylaws by requesting that consideration of such changes be included in the agenda of the next scheduled members meeting;
- e) To serve as governor and director of elections;

f) To receive all member complaints or calls for censure and to coordinate with the board to determine if the matter is severe enough to call a special meeting or to defer the issue until the next regular meeting.

ARTICLE SIX: COMMITTEES

Section 1: General Powers of Committees

The powers and duties of the club's committees shall be limited to those defined in these bylaws. The committees shall act under the direction of the committee chairmen. They shall at no time take responsibility for any work or exercise any power not granted to them by these bylaws, nor shall they undertake any action that would normally be accomplished at member meetings, by the directors, by other committees, or that are prohibited by law.

Section 2: Number and Qualifications

The committees shall include an Events committee, a Fundraising committee, a Media committee, a Membership committee, and a Facilities committee. The board of directors shall at no time dissolve these five committees, but may from time to time commission other committees with the approval of the members of the club. Each committee shall be governed by a committee chairman who shall select at least three other committee members from among the active members of the club. All active members of the club are eligible to serve on any committee, and are eligible to serve as chairman of any committee by winning election to that office. A member who is interested in joining a committee should notify the appropriate committee's chairman of his or her interest.

Section 3: Election and Term of Office of Committee Chairmen

Committee chairs are elected offices, and shall include an Events chair, a Fundraising chair, a Media chair, a Membership chair, and a Facilities chair. The term of office of each committee chairman shall be 1 year. The committee chairmen shall be elected at the Annual Meeting every year, according to the election process defined in these bylaws. They shall take office immediately upon election and shall serve until the election and qualification of duly qualified successors. Committee Chairmen may be of any age but must be residents of the State of Georgia, and must be members of the club in good standing.

Section 4: Vacancies

A vacancy in any committee chair because of death, resignation, removal, disqualification or otherwise, may be filled by the board of directors for the unexpired portion of the term. If a committee has trouble maintaining a quorum of members needed to manage its responsibilities, the chairman should recruit members of the club to join the committee.

Section 5: Events Chair

The events chairman must be a PDGA certified Tournament Director. He or she shall have the following powers and responsibilities, and may delegate these to other events committee members:

- a) To Schedule, Plan, and Manage all club Tournaments and weekly games;
- b) To create a team of Tournament Marshals to assist in Tournaments and Weekly games;
- c) To prepare or have prepared a weekly report on all event activities and submit these to the Secretary;
- d) To collect and submit all funds generated by club events to the treasurer for deposit, or coordinate with the Treasurer to deposit directly and submit a report on funds deposited on a biweekly basis;
- e) To coordinate with other Committees as needed to acquire any materials needed, such as flyers, score cards, publicity, etc.;
- f) To arrange for all staffing of any major club event before participating in it;
- g) To direct the Events Committee to establish procedures and rules of conduct during club events, both for participants and staff – this document shall be available to all members of the club.

Section 6: Marshals and other Events Committee members

Any member of the club is eligible to participate in the events committee with the approval of the events chairman, but Marshals shall be subject to certain additional rules and requirements. Marshals are special members of the Events committee, and shall work under the direction of the Events Chairman and vote as any other regular member of the committee. Marshals must be PGDA certified, must follow all the rules and regulations of a tournament director, and while holding the title of marshal must conduct themselves with the utmost decorum at all times. During major events, marshals will be scattered among the regular participants to officiate on the field. A marshal may play in a major tournament free of charge and will receive a player's pack, but he or she will not be eligible for payout in the competition; otherwise, a marshal may choose to pay his entry for and play in a major event as a competitor eligible to receive payout or prizes, but may not act as a marshal for that event. Any member may serve as event staff in areas not requiring PDGA certification, provided this service does not interfere with any responsibilities in other committees. If the Events Chair or a marshal participates in any event small or large and there is a question of impropriety on the part of the marshal or chair, they will defer to the other player. No member of the events committee should ever be seen as influencing an event in his or her own favor; when in doubt the group's decision is treated as the ruling.

Section 7: Fundraising Committee

Any member of the club is eligible to participate in the fundraising committee with the approval of the fundraising chairman. The fundraising chairman shall have the following powers and responsibilities, and may delegate these to other fundraising committee members:

- a) To seek and find sponsors for the facilities and for events;
- b) To work with charities in the area to find good beneficiaries for the Ice Bowl Charity tournament;
- c) To maintain a database of sponsors and potential sponsors;
- d) To maintain the club's relationship with current sponsors;
- e) To publicize the club's sponsorship incentive program to members and non-members;
- f) To create or have created regular fundraising reports to be sent to the Treasurer.

Section 8: Media Committee

Any member of the club is eligible to participate in the media committee with the approval of the media committee chairman. The media chairman shall have the following powers and responsibilities, and may delegate these to other media committee members:

- a) To create or have created club forms, brochures, flyers, etc.;
- b) To maintain the club's website and regularly post important club information;
- c) To develop a strong internet web presence for the club, e.g. on Face Book, Twitter, disc golf web forums, etc.;
- d) To select or create the yearly mini disc graphics and develop, and to develop graphics for flyers and other club publications;
- e) To publish the results of member meetings, committee meetings, board meetings, and elections to appropriate areas of the club's website within 7 days after each meeting;
- f) To submit any desired changes to the Official club logo to the membership for approval by majority vote.

Section 9: Membership Committee

Any member of the club is eligible to participate in the membership committee with the approval of the membership committee chairman. The membership chairman shall have the following powers and responsibilities, and may delegate these to other committee members:

- a) To maintain the club's membership database;
- b) To create member numbers for existing members to reflect the chronological order in which members joined and assign a member number to all new members in sequence;
- c) To plan and manage membership drives at the local parks;

- d) To collect all membership forms and make sure new and renewing members get their materials;
- e) To create a system in which member's bag tags could be tracked as they change hands, and to make this list available to the members.

Section 10: Facilities Committee

Any member of the club is eligible to participate in the facilities committee with the approval of the facilities committee chairman. The facilities chairman has the following powers and responsibilities, and may delegate these to other facilities committee members:

- a) To assist the President as a point of contact between the club and any course designer;
- b) To install or have installed new equipment as provided by the club, county or course designer;
- c) To assist the President in presenting reports on contact with county personnel or course designers;
- d) To schedule work days and recruit assistance with this work from the public;
- e) To deal with vandalism by contacting the police or the county as needed and to arrange for any damage to be repaired as quickly as possible;
- f) To make sure sponsors get their signage;
- g) To communicate with the county and public to find ways to improve the disc golf courses in the county;
- h) To prevent changes to club or county property without proper club and county approval;
- i) To facilitate and encourage the normal clean up and removal of trash, poison ivy, scrub brush, etc.

ARTICLE SEVEN: REMOVAL AND RESIGNATION OF OFFICERS

Section 1: Impeachment

Impeachment requests may be submitted by any member. A request for impeachment of any elected officer must be submitted in writing, stating the reason for impeachment, to the Sergeant-at-Arms, or to the President if the Sergeant-at-Arms is to be impeached. The board of directors and all committee chairs will hold a special meeting to determine whether this matter can wait until the next scheduled members meeting or if a special members' meeting should be called. A special members' meeting for Impeachment can be called by majority vote of the directors and committee chairs present. All club members shall have the power to vote during impeachment, whether at a special meeting for impeachment or at a regular members meeting where impeachment is considered. Each member shall have one vote, and a two-thirds majority vote of the club members present shall be required to remove the impeached officer from his or her office.

Section 2: Resignations

Any director or committee chairman may resign from his or her office at any time. In the event of a resignation, the board of directors will meet as soon as possible with the person submitting his or her resignation to discuss the reasons for this action. At that time, the person resigning will either confirm or retract his or her resignation, and the matter will be closed.

ARTICLE EIGHT: CENSURE OF MEMBERS AND PARTICIPANTS

Section 1: Who may call for a Censure?

Any member of the club may call for the Censure of any person. Members should call for the censure of an individual when they witness a gross or continual violation of Federal, State, County, or club rules of conduct.

Section 2: Requesting a Call for Censure

A call for censure must be sent to the Sergeant-at-Arms, and should contain the name of the person being accused, the date and time of the violation, names of witnesses of the violation, and the violation witnessed.

Section 3: Review

The Sergeant-at-Arms, or the President in the absence of the Sergeant-at-Arms, shall review and investigate the call for censure and determine whether it can wait to be considered until the next board meeting, or if a special board meeting should be called to address the issue quickly.

Section 4: Notice

The person being accused shall be notified by phone, e-mail or written letter that he or she is in jeopardy of censure, as well as when and where his or her censure will be considered.

Section 5: Evidence

Consideration of censure shall proceed as follows:

- a) evidence of the violation in question shall be presented to the board for their consideration;
- b) the accused shall be allowed to defend himself or herself, and to present evidence in his or her own defense;
- c) after evidence has been presented, the motion for censure shall be brought to a board vote. A majority vote will pass the motion, and the person in question will be formally censured by the club in writing.

Section 6: Penalty

Any person censured for the first time shall receive a written warning; when censured a second time, that person shall be banned from participating in all club events for 30 days; if censured a third time within 12 months from the date of the first censure, that person shall be banned from participating in all club events. If the individual is a member he or she shall forfeit membership in the club.

Section 7: Criminal Behavior

Any person, member or participant, witnessed vandalizing public or private property, committing violent behavior, theft, or any other criminal act shall not receive a first or second censure but shall be banned upon first offense.

Section 8: Reinstatement

Reinstatement of persons banned shall only be considered at members meetings. A minimum 12 month waiting period from the date of the ban is required before reinstatement may be considered. A majority vote of members present is required to lift such a ban.

ARTICLE NINE: ELECTION OF OFFICERS

Section 1: Time of Elections

All Directors and Committee Chairmen shall be elected at the Annual Meeting of every membership season.

Section 2: Election Chair

The Sergeant-at-Arms shall act as Chairman of Elections. If the Sergeant-at-Arms is unwilling or unable to act as Chairman of Elections, the members shall elect a Chairman of Elections by majority vote.

Section 3: Candidacy

Members wishing to serve on the board of directors or to hold a committee chair should announce their candidacy either in writing submitted to the Secretary at least 48 hours before the election, or otherwise by nomination from the floor of the meeting at which the election is held. Members may only run for one elected office unless a second office would otherwise become vacant after the election. Candidacy for any second office must be approved by the members without objection at the election. No member may hold more than one office on the Board of Directors.

Section 4: Ballot

Secret written ballot shall be used at all elections. Each member's signature shall be required to receive the ballot. The ballots and voters' information forms shall become official records of the club.

Section 5: Voting

Elections shall be decided by majority vote, and each member shall have one vote. If no candidate receives a majority of votes for an office, there shall be an immediate run-off between the two candidates receiving the greatest number of votes. If a member wins a majority vote for more than one elected office, he or she shall decide which single office to accept, and any other office for which he or she would be elected shall be filled by the runner-up.

ARTICLE TEN: CONTRACTS, LOANS, CHECKS, AND DEPOSITS

Section 1: Contracts

The board of directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2: Loans

No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of a majority vote of the club membership. Such authority may be general or confined to specific instances.

Section 3: Checks, Drafts, or Orders

All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of a majority membership vote.

Section 4: Deposits

All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the board of directors may select.

Section 5: Committee funds

Committees shall petition the membership at regular or special meetings to request funds needed to accomplish their goals. These requests for funds should be submitted to the committee supervisor to be prepared and included in the member meeting agenda.

ARTICLE ELEVEN: CORPORATE RECORDS, REPORTS, AND SEAL

Section 1: Seal

The board of directors may adopt a corporate seal, circular in form, which shall have inscribed thereon the name of the corporation and the state of incorporation and the words "Corporate Seal." The seal shall be stamped or affixed to such documents as may be prescribed by law or custom or by member vote.

Section 2: Reports

The board of directors shall cause any annual or periodic report required under law to be prepared and delivered to the appropriate office of this state or county, or to the members of this corporation, to be so prepared and delivered within the time limits set by law.

Section 3: Records

The corporation shall keep at its principal office:

- (a) Minutes of all meetings of directors, of committees, and of all meetings of members, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof.
- (b) Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains and losses;
- (c) A record of its members, indicating their names and addresses and, if applicable, the class of membership held by each member and the termination date of any membership;
- (d) A copy of the corporation's Articles of Incorporation and Bylaws as amended to date, which shall be open to inspection by the members, if any, of the corporation at all reasonable times during office hours. These documents will also be published to the club website.

Section 4: Inspection Rights of Directors and Committee Chairmen

Each director and each committee chairman shall have the right at any reasonable time to inspect and copy all books, records, and documents of the corporation and to inspect the physical properties of the corporation, and shall have such other rights to inspect the books, records and properties of the corporation as may be required under the Articles of Incorporation, other provisions of these Bylaws, and provisions of law.

Section 5: Inspection Rights of Members

Each member of the club shall have the following inspection rights, for a purpose reasonably related to such person's interest as a member:

- (a) To inspect and copy the record of all members' names, addresses and voting rights, at reasonable times, upon written request to the Secretary of the corporation, which request shall state the purpose for which the inspection rights are requested.
- (b) To obtain from the Secretary of the corporation, upon written request and payment of a reasonable charge, a list of the names, addresses and voting rights of those members entitled to vote for the election of directors as of the most recent record date for which the list has been compiled or as of the date specified by the member subsequent to the date of demand. The demand shall state the purpose for which the list is requested. The membership list shall be made within a reasonable time after the demand is received by the Secretary of the corporation or after the date specified therein as of which the list is to be compiled.
- (c) To inspect at any reasonable time the books, records, or minutes of proceedings of the members or of the board or of the committees, upon written demand to the Secretary of the corporation, for a purpose reasonably related to such person's interests as a member. Members shall have such other rights to inspect the books, records and properties of this corporation as may be required under the Articles of Incorporation, other provisions of these Bylaws, and provisions of law.

ARTICLE TWELVE: IRC 501 C(3) TAX EXEMPTION PROVISIONS

Section 1: Limitations on activities

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation [except as otherwise provided by Section 501 (h) of the Internal Revenue Code], and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provisions of these Bylaws, this corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 2: Prohibition against private inurement

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

Section 3: Distribution of assets

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

Section 4: Private foundation requirements and restrictions

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE THIRTEEN: CONSTRUCTION AND TERMS

If there is any conflict between the provisions of these Bylaws and the Articles of Incorporation of this corporation, the provisions of the Articles of Incorporation shall govern. Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding. All references in these Bylaws to the Articles of Incorporation shall be to the Articles of Incorporation, Articles of Organization, Certificate of Incorporation, Organizational Charter, Corporate Charter, or other founding document of this corporation filed with an office of this state and used to establish the legal existence of this corporation. All references in these Bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provisions of any future federal tax code.

ADOPTION OF BYLAWS:

We, the undersigned directors and members of the Cobb Disc Golf Club, under the direction of the members of the club membership do consent to, and hereby do adopt the foregoing Bylaws as the Bylaws of this corporation.

May 21, 2011

President_____

Vice President_____

Secretary_____

Treasurer_____

Sergeant-at-Arms_____

Any one attending Club Member_____

An official role of all present at this signing will be attached.