# BY-LAWS OF OLIVE GLENN GOLF & COUNTRY CLUB, INC.

# **INDEX**

	Page		Page
ARTICLE I		ARTICLE I	V: GOVERNMENT
Section 1.01	Name	Section 4.01	Board of Directors6
Section 1.02	Purpose 2	Section 4.02	Tenure In Office6
Section 1.03	Place Of Business 2	Section 4.03	Meetings Of The Board 6
Section 1.04	Seal 2	Section 4.04	_
Section 1.05	Board 2	Section 4.05	Duties And Powers7
		Section 4.06	Dues, Fees, Assessments 7
		Section 4.07	Vacancy7
ARTICLE II: MEMBERSHIP			01 Termination of Board Memb.7
Section 2.01	Classes Of Membership	Section 4.08	Committees
Section 2.02	Family Resident Members 3	Section 4.09	Annual Report8
Section 2.03	Single Resident Members3		
Section 2.04	Social Resident Members 3	ARTICLE V	: OFFICERS
Section 2.05	Pioneer Members 3	Section 5.01	Officers8
Section 2.06	Business Memberships 3	Section 5.02	Duties Of Officers8
Section 2.07	Membership Privileges3		
Section 2.08	Inactive Status 3	ARTICLE V	T: MISCELLANEOUS
Section 2.09	Applications 4	Section 6.01	Capital Construction Fund9
Section 2.10	Termination Of Membership4	Section 6.02	Nielson Membership9
Section 2.11	Death Of A Member 4		Restriction On Borrowing 9
		Section 6.04	Fiscal Year9
		Section 6.05	Asset Sales9
		ARTICLE V	II: AMENDMENTS
			Amendments9
		Section 7.02	By-Law Committee9
ARTICLE I	II: MEETINGS OF MEMBERS		·
	Annual Meeting4	<u>OTHER</u>	
Section 3.02	Special Meeting5	Summary of A	Approved Amendments
Section 3.03	Place Of Meeting5	•	
Section 3.04	Notice Of Meeting5		
Section 3.05	Quorum 5		
Section 3.06	Proxies 5		
Section 3.07	Order Of Business5		
Section 3.08	Rules Of Order5		
Section 3.09	Nominating Committee5		
Section 3.10	Membership Nomination5		
Section 3.11	Right To Vote6		
Section 3.12	Tellers 6		
Section 3.13	Certificates Of Election6		
Section 3.14	Recall6		

# BY-LAWS OF OLIVE GLENN GOLF & COUNTRY CLUB, INC.

(As approved by the Membership on April 21, 1992 and as amended April 20, 1993, April 18, 1995, April 13, 1999, February 25, 2004, April 26, 2005, April 25, 2006, April 24, 2007, April 29, 2008, April 14, 2015, April 14, 2016 and May 1, 2018)

# ARTICLE I: NAME, ETC.

#### Section 1.01: NAME

This corporation is incorporated under the laws of the State of Wyoming as the "Olive Glenn Golf & Country Club, Inc." and is herein referred to as the "Club".

#### Section 1.02: PURPOSE

The purpose for which the Club is organized is to promote interest in golf, physical fitness, and other lawful sports; promote and provide social athletic recreation for its Members; to give and promote entertainment, social affairs, celebrations, exhibitions, and amusements of all description for the enjoyment and instruction of its Members; to provide golf tournaments among its members and members of other similarly constituted organizations for the benefit, enjoyment, instruction, and well-being of its Members; and to establish, own, and operate a golf course, club house, and the necessary equipment, land and other facilities for the same.

#### **Section 1.03: PLACE OF BUSINESS**

The principal place of business of the Club is 802 Meadow Lane Ave, Cody, Park County, Wyoming 82414.

#### Section 1.04: SEAL

The Corporate Seal shall be circular in form and shall have inscribed in the outer circle the words; "OLIVE GLENN GOLF & COUNTRY CLUB, INC, CODY, WYOMING" and the inner circle the words "CORPORATE SEAL, 1985".

#### Section 1.05: BOARD

The business and affairs of the Club are under the supervision of the Board of Directors as provided in Article IV. The Board of Directors is herein referred to as the "Board".

#### ARTICLE II: MEMBERSHIP

# Section 2.01: CLASSIFICATIONS OF MEMBERSHIP

The Club is owned by its Members herein referred to as "Members".

Membership in the Club shall consist of the following classes and such members shall have the following voting rights:

- A. FAMILY RESIDENCE MEMBERS shall be entitled to three (3) votes
- B. SINGLE RESIDENCE MEMBERS shall be entitled to two (2) votes
- C. SOCIAL RESIDENT MEMBERS shall be entitled to one (1) vote
- D. PIONEER MEMBERS shall be entitled to the corresponding number of votes of the membership at the time of being approved as a Pioneer Member.

Corporations themselves under a Corporate or Government Corporate membership shall have no voting rights. However, family or single memberships under a Corporate or Government Corporate membership are entitled to the same voting rights as shown above.

Members shall have such privileges of the Club as established by the Rules and Regulations adopted by the Board from time to time.

#### Section 2.02: FAMILY RESIDENT MEMBERS

Family resident membership privileges shall extend only to the following:

- A. The Member and the Member's spouse
- B. The Member's unmarried children who fall within the following categories:
  - (i) Under the age of 19 living with and dependent upon the member for support.
  - (ii) A full-time college student twenty-five or younger and is claimed as a dependent of member.

Names of all family Members and ages of children shall be registered with the Club. Family Members using the Club under a Member's name must sign for services in the name and number of the Member, along with their own name.

#### **Section 2.03: SINGLE RESIDENT MEMBERS**

A single resident Member is entitled to full use of the Club facilities in and by the Member's name only.

#### Section 2.04: SOCIAL RESIDENT MEMBERS

Social resident Members shall be entitled to use all of the Club facilities. Social members will receive 10 rounds of golf per year. Family social resident membership privileges shall extend only to the following:

- A. The Member and Member's spouse
- B. The Member's unmarried children who fall within the following categories:
  - (i) Under the age of 19 living with and dependent upon the member for support
  - (ii) A full-time college student twenty-five or younger and is claimed as a dependent of member.

Names of all family Members and ages of children shall be registered with the Club. Family Members using the Club under a Member's number must sign for services in the name and number of the Member, along with their own name.

#### **Section 2.05: PIONEER MEMBERS**

Members who have previously qualified and have been approved as Pioneer Members under this Section 2.06 of the By-Laws shall continue in such membership, but no additional Pioneer memberships shall be granted.

A Pioneer Member is entitled to full use of the Club facilities. Such membership privileges are extended only to the Member and the Member's spouse.

#### Section 2.06: BUSINESS MEMBERSHIPS

The Board, at its discretion, may allow a business partnership, corporation or government entity to hold a membership to be used by a person or persons designated by that entity subject to the provisions of new memberships as provided in Section 2.01 in this Article II. A separate set of dues, assessments, and charges shall be charged for each person listed under said membership as designated user. Such memberships shall be classified by the Board in accordance with Section 2.01 of Article II. Both the business (Corporate and Government Corporate) entity and the person or persons authorized to use it shall be personally liable for all dues, assessments, and charges.

#### Section 2.07: MEMBERSHIP PRIVILEGES

Except as otherwise provided herein, membership privileges shall be governed by Rules and Regulations adopted by the Board from time to time. No changes in such Rules and Regulations shall be made without giving the membership written notice thereof at least thirty (30) days prior to the effective date of the change. Such notice may be given in the Club's periodic newsletter.

#### **Section 2.08: INACTIVE STATUS**

The Board, for good cause, may grant a suspension of dues and assessments for a period not to exceed twelve (12) calendar months. During such period of suspension, the Member, and Member's immediate family, shall cease to use all the Club facilities and shall incur no indebtedness to the Club. If the Member fails to pay timely dues and assessments for the month following such suspension period, the

membership shall automatically terminate and all membership rights shall be forfeited following such suspension period. Only one (1) such suspension period shall be allowed a Member during any twenty-four (24) month period.

#### **Section 2.09: APPLICATIONS**

- A. All applications for new membership shall be signed by the applicant. The application shall state the residence and post office address, email address, family members' names and any other pertinent information of the applicant required for the Olive Glenn Business Office to conduct business.
- B. Applications for new membership shall be reviewed by the Board of Directors and voted on by the Board, which may be by telephone, email or at a meeting of the Board. In any event, the Board shall vote to accept or reject the membership application no later than its first meeting following the receipt of the application. If requested by a member of the Board, Board action on a specific membership application shall be by secret, written ballot. Five negative votes (out of the nine Board members) or a majority of votes cast being negative, whether by telephone, email or at a meeting, shall cause the application to be denied. A rejected applicant shall not be eligible for reconsideration of membership for a period of one (1) year.

#### Section 2.10: TERMINATION OF MEMBERSHIP

- A. Any Member of a family member guilty of misconduct, or any Member or a family Member whose conduct shall be injurious to the character or interest of the Club or who shall violate the By-Laws or established rules of the Club, may be expelled or suspended from the Club by an affirmative vote of not less than (5) Members of the Board.
- B. Before a Member can be expelled he shall be given a hearing before the Board with not less than ten (10) days written notice that such action is under consideration. The notice shall specify the time and place of the hearing, together with specifications of the charge or charges against the Member, and shall be personally served, if practicable, and if not, shall be mailed to the last known address of the Member.
- C. The Board shall be the sole judge of what constitutes misconduct, what conduct is injurious to the character or interest of the Club, and what constitutes a violation of the By-Laws or established rules of the Club.
- D. Any person who shall cease to be a Member, for any cause, shall immediately thereafter forfeit all membership privileges.
- E. When the dues, assessments or other indebtedness of any Member shall remain unpaid at the end of a billing period, there will be a twenty-five dollar (\$25.00) service charge applied to the Member's statement. If delinquency remains to the next billing cycle, member will receive a request from Olive Glenn Business Office requesting payment in full and their account will be frozen and member privileges will be suspended. If delinquent after the next billing period, one more effort by the Olive Glenn Business Office will be made to collect payment. If unsuccessful, the member will be sent to a Collection Agency for payment. A Member under such suspension may be reinstated within 30 days after the suspension if:
  - (i) The Member shall pay all dues, assessments and fees owed to the Club, including those owed while under suspension, and if
  - (ii) Reinstated by the affirmative vote of five members (out of nine Board members) or a majority vote of the Board of Directors present at any meeting of the Board.

If a suspended Member is not reinstated by the Board within the 90 day period, the Member's membership in the Club shall automatically be forfeited.

A Member who has been expelled as provided in this subsection shall not be admitted to the Club house or grounds until all indebtedness has been paid.

#### **Section 2.11: DEATH OF A MEMBER**

The Board shall have the power to suspend dues for a period of six (6) months after the death of a Member in good standing.

# **ARTICLE III: MEETINGS OF MEMBERS**

#### **Section 3.01: ANNUAL MEETING**

The annual meeting of Members for the election of Directors and for the transaction of such other business as may come before the meeting shall be held on the second  $(2^{nd})$  Tuesday of April each year or within thirty (30) days thereafter, at a time as may be designated by the Board. Polls for election of Directors and other

business requiring a vote will be conducted before the annual meeting by mail or email with the results being announced at the annual meeting. Paper ballots must be turned in no later than before the beginning of the annual meeting.

#### **Section 3.02: SPECIAL MEETINGS**

Special meetings of Members for any purpose or purposes may be called by the President or by the Board, and shall be called by the President at the written request of not less than one-tenth (1/10) of all the Members entitled to vote at the meeting.

#### **Section 3.03: PLACE OF MEETING**

The Board shall designate any place within the City of Cody, Wyoming, as the place for any annual meeting or special meeting called by the Board. The President shall designate any place within the City of Cody, Wyoming, as the place for any special meeting called by him, including a meeting called at the written request of Members as provided by Section 3.02 hereof.

#### Section 3.04: NOTICE OF MEETING

Written printed notice stating the place, day, and hour of the annual meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) nor more than fifty (50) days before the date of the meeting, either personally, by mail or email to each Member of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the Member at his address as it appears on the records of the Club with postage thereon prepaid.

#### Section 3.05: OUORUM

Twenty-five percent (25%) of the member votes entitled to vote at the meeting shall constitute a quorum at any meeting of the Club.

#### **Section 3.06: PROXIES**

At all meetings of the Members, a 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 before or at the time of the meeting. No proxy shall be valid after one (1) month from the date of its execution, unless otherwise provided in the proxy. No proxy shall be valid for more than three (3) years from its date of execution, per Wyoming statute.

# **Section 3.07: ORDER OF BUSINESS**

The order of business of all meetings of Members and of the Board shall be as follows:

- 1. Call to Order
- 2. Reading of the Minutes
- 3. Treasurer's Report
- 4. Report of Committees
- 5. Elections
- 6. General Matters

#### Section 3.08: RULES OF ORDER

Except as otherwise provided in these By-Laws, meetings of Members of the Club and of the Board shall be conducted in accordance with Robert's Rules of Order.

#### Section 3.09: NOMINATING COMMITTEE

The Board shall appoint a nominating committee consisting of five (5) Members to nominate Candidates for the Board. It shall be the duty of the nominating committee to nominate and have placed on the bulletin board in the Clubhouse at least four (4) weeks previous to the annual meeting a list of candidates for the vacancies on the Board as are to be filled at the annual election.

#### Section 3.10: MEMBERSHIP NOMINATION

Ten (10) or more Members may nominate other candidates for the vacancies on the Board by posting a notice thereof over their signature upon the bulletin board in the Clubhouse not less than three (3) weeks prior to the election and filing a copy thereof with the Club Secretary at the same time.

The Secretary shall cause the names of all the candidates nominated under Section 3.09 and Section 3.10 of the Article III to be printed or typed alphabetically on one ballot but without indicating by whom nominated.

#### **Section 3.11: RIGHT TO VOTE**

No Member whose indebtedness to the Club is sixty (60) days or more delinquent at the time of the meeting shall be allowed to vote at any meeting of the Club.

#### Section 3.12: TELLERS

The Board shall appoint three (3) MEMBERS, shall not be members of the Board, to act as tellers at any annual or special election. One member shall be designated as chief teller. Such tellers shall receive and count ballots cast at each election and the chief teller shall certify in writing to the Secretary the results of each such election. The person or persons receiving a majority of the votes cast shall be declared elected.

Voting on amendments to these By-Laws shall be subject to the provisions of Article VII.

#### **Section 3.13: CERTIFICATES OF ELECTION**

- A. After the election it shall be the duty of the Secretary to prepare and sign a certificate under the seal of the Club, giving the names of those elected.
- B. At its first meeting after the annual meeting and election, the Board shall elect new officers of the Board. The Secretary of the Board shall then prepare such required certificates to be recorded in the office of the Secretary of State as required by law and shall remit the same to said office.

#### Section 3.14: RECALL

The Board may be subject to recall by an affirmative majority vote of the total membership of the Club who are entitled to vote. The vote shall be to recall the entire Board.

Any recall proceedings shall be held at a special meeting called for that purpose. In the event that such recall is successful, election of a new Board shall take place immediately thereafter. The election shall be conducted by the Chief Teller. Nominations will be taken from the floor with all Members in good standing, including recalled Board Members, being eligible for nomination.

The newly elected Board shall meet immediately following such election for the purpose of electing new officers.

It shall be the duty of the outgoing Board to transfer any and all information or documents to the new Board and shall stand ready to aid in the smooth transition of the responsibilities of the Board.

# ARTICLE IV: GOVERNMENT

#### Section 4.01: BOARD OF DIRECTORS

- A. The control and management of the Club and its affairs and property shall be entrusted to a board consisting of nine (9) Directors. The Club shall pay expenses for liability indemnification of the Board and Officers of the Club.
- B. Members of the Board shall be elected from among the resident Members. A Board Member who ceases to be a resident Member for any reason shall automatically cease to be a Member of the Board.

#### **Section 4.02: TENURE IN OFFICE**

At the time of the annual election, Directors shall be elected for a term of three (3) years and until their successors are elected and qualified. The terms of the office shall be staggered in a cycle that repeats itself.

#### Section 4.03: MEETING OF THE BOARD OF DIRECTORS

- A. The regular meetings of the Board shall be held at the Clubhouse or such other place and at time as its members may designate.
- B. Special meetings of the Board may be called by the President or by three (3) Board members upon two (2) days' notice to each Director of the time, place, and purpose of such meeting.

#### Section 4.04: OUORUM

A majority of the Board then serving shall constitute a quorum for the transactions of business.

#### **Section 4.05: DUTIES AND POWERS**

It shall be the duty of the Board to carry out the objectives & purposes of the Club subject to the By-Laws. The Board shall have the power to admit new Members as provided in Section 2.09 and terminate Membership as provided in Section 2.10 of Article II; to fill any vacancy in the Board as provided in Section 4.07 of Article IV; to appoint, direct, and dismiss employees of the Club, adopt and amend rules for the use of the Club by both Member and Non-Members; to fix membership fees, membership transfer fees, monthly dues, and other assessments.

#### Section 4.06: DUES, FEES, AND ASSESSMENTS

A. The Board may not increase dues or assessments in an amount greater than fifty percent (50%) in any one calendar year without an affirmative vote of a majority of the Members voting at any membership meeting called for that purpose.

#### Section 4.07: VACANCY

In the event that a vacancy occurs in the Board, the Board shall select a replacement who shall serve the balance of the term for which the Director was elected.

#### Section 4.07.01: TERMINATION OF BOARD MEMBERS (4/14/2015)

Should a Board Member miss three (3) consecutive scheduled meetings of the Board without notification to an officer, such events shall constitute automatic dismissal from the Board and such dismissed Director shall be replaced by selection of the remaining members on the Board of Directors and shall so serve until the next annual meeting.

#### **Section 4.08: COMMITTEES**

For better execution of its powers and duties, the Board shall appoint from its own membership or from the membership of the Club, such committees as the occasion may require and as it may deem necessary. It shall define the duties thereof, provided that the following standing committees shall be among those designated and appointed:

- 1. A House Committee
- 2. A Grounds Committee
- 3. A Finance Committee
- 4. A Membership Committee
- 5. A Rules and Regulations Committee
- 6. A Tournament and Golf Committee
- 7. A Forward Planning Committee
- 8. An Internal Audit Committee
- 9. An Executive Committee

The Chairman of all standing committees shall be a Member of the Board. The President of the Club shall be an ex-officio Member of all committees.

- **A.** <u>The House Committee</u> shall have charge of the Clubhouse, social functions, and the enforcement of house rules, and shall superintend all improvements and alterations therein.
- **B.** The Grounds Committee shall have charge of the grounds and the enforcement of grounds' rules and shall superintend all improvements and alterations thereof.
- C. <u>The Finance Committee</u> shall have charge of budget preparation and shall advise the Board on matters of dues, food assessments, membership fees, and in all matters regarding the financial condition of the Club.

In case of any capital construction, the Finance Committee shall have the responsibility, subject to the Board and Planning Committees, for obtaining estimates, planning financing, and special assessments to accomplish such projects.

- **D.** The Membership Committee shall be responsible for planning membership drives and the promotion and entertainment related thereto.
  - E. The Rules and Regulations Committee shall be responsible to the Board regarding the

definition, alteration, or abolishment of the rules and regulations governing the operation and use of the Club's facilities by its Members and employees.

- F. The Tournament and Golf Committee shall work with the Golf Professional and Clubhouse Manager on all golf tournaments connected with the golf course. It shall have the responsibility of overseeing any such tournament.
- **G.** The Forward Planning Committee is to coordinate and plan for continuity in all capital programs and to provide an orderly growth pattern in tiered capital programs to provide most efficient and economical finished building programs. This committee will be chaired by the current Club President. Other club Members may be appointed as deemed necessary.
- **H.** The Internal Audit Committee shall have the responsibility to perform, at the minimum, an annual audit of the Club's financial records to certify the accuracy of the financial books, records and procedures of the Club. The committee shall report directly to the Board and submit a written report of their audit to the Board not less than ten (10) days prior to the Club's annual meeting.

Such audit will involve following the financial transactions through the records to be sure that receipts have been accounted for and expenditures made as authorized in the budget, as approved by the general membership, and in conformity with the Club's By-Laws and standing rules as well as following standard accounting practices. The audit will review all accounts of the Club.

The Internal Audit Committee shall be composed of not more than three Members of the Club appointed by the Board, none of whom shall be Board members or an employee of the Club. Appointed committee members shall remain on the committee from year to year and until such time as they resign their committee position at which time the current Board shall appoint a replacement.

- I. <u>The Executive Committee</u> shall consist of the President, Vice-President, Treasurer of the Club. Its primary function is to interface with the Club's management. The power of the Executive Committee to act on behalf of the entire Board of Directors shall extend to all matters not precluded by law, the Clubs Certificate of Incorporation, or other provisions set forth in these By-Laws. The Executive Committee shall:
  - (i) Report its actions to the full Board of Directors with such recommendations as the committee may deem appropriate.
  - (ii) Prepare an annual evaluation of the Club's General Manager.
  - (iii) Negotiate any and all employment contracts on behalf of the Board.
  - (iv) Meet with the Internal Audit Committee no less than semi-annually each year to discuss issues relating to the Club's bookkeeping, accounting procedures and policy and other financial matters as deemed necessary.

The Board shall have the power to remove any member of any committee at any time, including the Internal Audit Committee, by an affirmative vote of not less than a majority of the Board. The Board may appoint new standing or temporary committees as it may, from time to time, deem necessary.

#### Section 4.09: ANNUAL REPORT

The Board shall present, at each annual meeting of Members, a written report as to the financial conditions of the Club and its property. An account of the financial transactions during the past year will be made available in the Olive Glenn Business Office. The report, and a copy of the final Internal Audit Report, shall be distributed to Members not less than ten (10) days prior to the meeting.

# **ARTICLE V: OFFICERS**

# Section 5.01: OFFICERS

The officers of the Club shall consist of a President, Vice-President, Secretary, and Treasurer, who shall be elected by and serve at the pleasure of the Board.

# **Section 5.02: DUTIES OF OFFICERS**

- **A.** <u>President</u>: The President shall preside at all meetings of Members and of the Board and shall have general supervision over the affairs of the Club, its property, and employees. The President shall be an ex-officio member on all committees of the Club.
- **B.** <u>Vice President</u>: In the absence of the President, the Vice-President shall perform his or her duties. Should neither be present, a chairman shall be chosen by vote of the meeting.
  - C. Secretary: The Secretary shall keep the records of the Club and of the Board, the Corporate

Seal of the Club, and a list of Club Members & shall perform other duties as may be fixed by the Board from time to time. The Secretary shall mail notices of all meetings of the Club and the Board, as provided by the By-Laws, and shall conduct all correspondence, excepting that pertaining to the office of the Treasurer.

**D.** <u>Treasurer</u>: The Treasurer shall collect and discharge the funds of the Club as directed by the Board. The Treasurer shall keep the accounts and books belonging to the Club, which shall be open to the inspection of the Board at all times. The Treasurer shall make monthly reports to the Board of the money received and expended and the amount of funds on hand. Upon assuming his office, he shall give a bond in such sum as may be prescribed by the Board, the premium, if any, to be paid by the Club.

# ARTICLE VI: MISCELLANEOUS

#### Section 6.01: CAPITAL CONSTRUCTION FUND

The membership, by an affirmative two-thirds (2/3) vote of all of the member votes entitled to vote and be present in person or represented by proxy at any meeting, may authorize the Board to establish a Capital Construction Fund. Such fund may be supported through assessments or through loans to be paid by assessments and earnings. Such fund shall be for specific projects and for specific amounts.

#### Section 6.02: NIELSON MEMBERSHIP

As a demonstration of appreciation to the Nielson's for their generosity, the Board hereby grants to Glenn E. and Olive and their children: James, Margaret Ruth, Glen W. and Ann Marie, full use and privileges of the Club facilities without dues or food assessment requirements. This privilege shall be granted to the balance of their lifetimes.

#### Section 6.03: RESTRICTION ON BORROWING

The Board shall not have the authority to borrow funds in the excess of \$100,000 or to mortgage or otherwise create a lien upon any of the property of the Club without an affirmative vote of a majority of member votes represented at any annual or special meeting called for such purpose, provided a quorum in present.

#### Section 6.04: FISCAL YEAR

The fiscal year of the Club shall commence on the first (1<sup>st</sup>) day of January each year and end the following December 31<sup>st</sup>.

#### **Section 6.05: ASSET SALES**

The Board shall have the authority to obtain market bids for the sale of Club assets, including property and machinery. Property valuations (either by appraisal or market bids) and sale of assets valued at more than \$100,000.00, shall require an affirmative vote of (1) the Board and (2) by two-thirds (2/3) of member votes represented at an annual or special membership meeting called for that purpose providing there is a quorum present. In accordance with Article III, Section (s) 3.01, 3.02, 3.03, 3.04, 3.05 and 3.06 of the Olive Glenn Bylaws are to be followed. Property valuations (either by appraisal or market bids) and sale of assets valued at less than \$100,000.00 shall require a two-thirds (2/3) vote of only the Board members represented at such board or special meeting called for that purpose.

#### ARTICLE VII: AMENDMENTS

#### **Section 7.01: AMENDMENTS**

These By-Laws may be modified, altered, or amended at any regular meeting of the membership or at any adjournment thereof, or at any special meeting called for that purpose, by an affirmative vote of two-thirds (2/3) of the member votes represented at such meeting providing there is a quorum present.

Any amendments to these By-Laws shall be proposed, in writing, to the Secretary and notice of such amendment shall be given by the Secretary to each member of the Club not less than ten (10) days in advance of the meeting at which such amendment is to be voted upon.

#### Section 7.02: BY-LAW COMMITTEE

The Board may appoint a By-Law Committee to investigate and report to the Board and the

Membership its findings and recommendations regarding any amendment to these By-Laws. The Committee shall consist of not less than four (4) Resident Members, at least two of which shall not be members of the Board.

The following is a summary of amendments approved by the membership at annual meetings:

DATE	AMENDMENTS APPROVED		
April 22, 1992	Complete re-write of all Sections approved by the membership.		
	Section 2.12 – Added expiration date for all outstanding split-memberships.		
April 20, 1993	Section 2.12 – Removed reference to split-memberships since they have now expired.		
April 18, 1995	*		
April 13, 1999	*		
April 17, 2002	Section 2.07 – Added Business Memberships		
April 15, 2003	Section 2.08 – Added Junior Membership classification.		
April 25, 2004	Section 4.01 – Changed number of Board members from 9 to 7.		
April 26, 2005	Section 4.08I – Added new standing Internal Audit Committee.		
April 25, 2006	Section 2.06 - Modified stating there will be no additional Pioneer Memberships granted.		
	Section 2.12E – Clarified delinquency & post certain delinquent member		
	names. Section 4.08F – Added new standing Executive Committee.		
April 24, 2007	Section 6.03 – Changed restriction on borrowing from \$50,000 to \$100,000		
April 29, 2008	Section 2.05 - Changed Non-Resident Members residency outside Park County from ten		
	(10) months to eight (8) months.		
	Section 4.02 – Changed Directors tenure in office from three (3) years to four (4) years.		
April 14, 2015	Section 4.07.01 – Termination of Board Member		
April 14, 2016	Section 1.02 – Removal of tennis, swimming from purpose.		
April 14, 2016	Section 2.02 – Change definition of college student from under the age of twenty three (23) to twenty five (25) and younger and can be claimed as a dependent on income taxes.		
April 14, 2016	Section 2.04 – Delete "except for golf". Add "Social members will receive 5 rounds of golf per year".		
April 14, 2016	Section 2.04 – Change definition of full time college student from under the age of twenty three (23) to twenty five (25) or younger and can be claimed as a dependent on income taxes.		
April 14, 2016	Section 2.05 – Change definition of non-resident from those living outside Park County from not less than eight (8) months to not less than ten (10) calendar months.		
April 14, 2016	Section 4.01 – Change the number of board members from seven (7) to nine (9).		
April 14, 2016	Change the term of members elected to the board from four (4) years to three (3).		
May 1, 2018	Multiple changes throughout entire Bylaws sections as follows: Sections 2.01; 2.02; 2.05; 2.06; 2.07; 2.08; 2.11 A, B and C; 2.12 E & F; 2.13; 2.14; 2.15; 3.04; 3.05; 3.06; 4.01 C; 4.06 A; 4.08 D; 4.08 G; 4.09; 6.01; 6.03; 6.05; and 7.01.		
December 4, 2020	Added option for electronic voting Section 3.01.		

<sup>\*</sup> The By-Laws were amended on these annual meeting dates, but specific changes are unknown at this time. We know that the Forward Planning Committee in Section 4.08(H) was added but we don't know the specific annual meetings this or other minor modifications were approved. Anyone who knows this information, please contact a board member.