

Cresco Country Club

22005 115th Street

Cresco, IA 52136

CRESCO COUNTRY CLUB AMENDED BY-LAWS

ARTICLE I

- Sec. 1 This club is a corporation existing under the law of the State of Iowa, under the name of the Cresco Country Club.
- Sec. 2 The object of this corporation is that the corporation shall, as a fraternal society, encourage and improve the athletic prowess of its members by maintaining a golf course for said purpose and to promote the game of golf or other sports and to encourage social intercourse among its members, and to own, improve and maintain a Country Club and adjacent golf course and grounds located at or near Cresco, Howard County, Iowa, for the use and recreation and pleasure of its members.

ARTICLE II

- Sec. 1 The membership shall be divided into the following: Full Stockholder members, Partial stockholder members, Introductory members, 35 & Under members, Life members, and Junior Members. Annual dues for each classification shall be set by the Board of Directors. These classes are defined as follows:
- Sec. 2 Full Stockholder members shall be defined as members holding a share of stock of record on the books of the Cresco Country Club. The records of the corporation are prima facie evidence of ownership and membership stock, except that no transfer even though made on the books of the corporation shall be valid to any member already owning a share of stock. Annual dues for this class shall be set by the Board of Directors prior to April 1st of each succeeding year. A family stock membership shall entitle a member and his/her family to the full privileges of the Club. Children of a member living at home, prior to their 24th birthday, are entitled to the full privileges of the Club if they are a full-time student. Sons and daughters of members that are self-supporting and having attained their majority, and whether or not living in the member's home, but are located in Cresco or its immediate vicinity, shall be required to take out a membership on the regular basis should they desire the privileges of the Club. The Board of Directors is hereby authorized to make rules and regulations relative to the use of the grounds, privileges of play, and the use of the facilities of the club by minor members of a member's family.

Stockholders defined as "Life Members" are granted the privilege of not being assigned committee responsibilities. To be granted Life Membership status a member must be at least 70 years of age and a "Dues Paying" member of the Club for 35 years. Those stockholders who have attained Life Membership status and choose an Associate membership will have the privilege of playing golf all days of the week by paying greens fees.

- Sec. 3 Associate stockholder members shall be defined as members holding a share of stock of record on the books of the Cresco Country Club. The records of the corporation are prima facie evidence of ownership and membership stock, except that no transfer even though made on the books of the corporation shall be valid to any member already owning a share of stock. Annual dues for this class shall be set by the Board of Directors prior to April 1st of each succeeding year. An associate family stock membership shall entitle a member and his/her family to the full privileges of the Clubhouse. Golf may not be played on Tuesdays or Thursdays. Golf may be played on any other day by paying greens fees. Children of a member living at home, and not having attained their majority by marriage or age, or that are not self-supporting, are entitled to the same privileges of the Club. Sons and daughters of the members, that are self-supporting and having attained their majority, and whether or not living in the member's home, but are located in Cresco or its immediate vicinity, shall be required to take out a membership on the regular basis should they desire the privileges of the Club. The Board of Directors is hereby authorized to make rules and regulations relative to the use of the grounds, privileges of play, and the use of the facilities of the club by minor members of a member's family.
- Sec. 4 Introductory Members shall be defined as members that have no ownership stock in the club but still have full golfing and social privileges. Introductory memberships are only offered to those who have not been a Stockholder Member for the past five (5) years and have never before been an Introductory Member. This membership shall expire upon completion of the closing party the year in which membership was granted. It is then expected, but not required, that Full Stockholder Membership be granted to recently expired Introductory Members upon approval by the Board of Directors. Annual dues for this class shall be set by the Board of Directors prior to April 1st of each succeeding year. A family Introductory Membership shall entitle a member and his/her family to the full privileges of the Club. Children of a

member living at home, prior to their 24th birthday, are entitled to the full privileges of the Club if they are a full-time student. Sons and daughters of members that are self-supporting and having attained their majority, and whether or not living in the member's home, but are located in Cresco or its immediate vicinity, shall be required to take out a membership on the regular basis should they desire the privileges of the Club. The Board of Directors is hereby authorized to make rules and regulations relative to the use of the grounds, privileges of play, and the use of the facilities of the club by minor members of a member's family. This level of membership is to serve as a member drive opportunity and is to be reviewed for applicability every year by each new Board of Directors. A one month trial introductory membership may also be available under the same rules and guidelines as the full introductory membership.

Sec. 5 Applications for membership. No individual may become a member of this Country Club in any classification unless they shall have first filed with the Secretary an application for membership signed by themselves and endorsed by two stockholders of the Club and which membership application shall be in the following form:

The Applicant becomes a member of the Cresco Country Club by majority vote of the Board of Directors of the Club.

- Sec. 6 Payment of dues. All payments designated as annual dues shall be paid before April 1 of each year for the ensuing year. All indebtedness to the Cresco Country Club shall be paid by June 1st of each year for the ensuing year. If a member is indebted for a period of two months after the due date thereof, his name shall be posted in the Clubhouse as in arrears and his use of the Clubhouse, Clubhouse grounds and course shall be suspended, and if said arrearage still exists on the 1st day of July of any subsequent year, his membership shall be forfeited, and such notice of forfeiture as the Club may determine, shall be publicly posted in the Clubhouse. At any time prior to forfeiture and at the discretion of the Board of Directors, membership may be reinstated upon such terms and conditions as said Board shall determine.

Dues of members admitted during the year shall be due and payable within fifteen (15) days after their election and notification and acceptance. Board of Directors are herewith authorized to prorate the dues for any member applying and accepted during the Club season, on the basis of the total dues as to the period of the Club season that said member becomes a member. All persons once admitted to any class of membership in this Club shall on the second Monday in February of each year become legally obligated for another year's dues unless written resignation or application for a demit shall have been prior to that date presented to the Board of Directors, through the Secretary, and for good cause shown, said Board may accept and grant said resignation or demit. Unpaid dues of stockholders not holding a demit for each year shall become a lien from the time said dues are due and payable until paid, upon the shares of stock owned by such member, and after said dues and arrearages are past due a period of time to be determined by the Board of Directors and after ninety (90) days written notice by registered mail of said Board's intention to forfeit the stock of said member in arrears, the shares of stock owned by such member may be sold at any time thereafter at the highest offered price by the Board of Directors and any amount received above and beyond the arrearages against said stock as sold by said Board within sixty (60) days of said forfeiture shall be remitted to the stockholder and if no price is offered within sixty (60) days, the Board of Directors may themselves, on behalf of said corporation, repossess and the corporation shall again become the owner of said share of stock on the basis of the indebtedness against the same and upon cancellation of said indebtedness.

- Sec. 7 Expulsion. The Board of Directors, may, in its discretion, and after hearing, expel for cause, any member of the Club upon a five-sevenths (5/7) vote of the Board. That further, in the event that any three stockholder members make complaint, in writing, and which complaint shall be on a confidential basis before said Board, as to the conduct of any member of any class of membership in the Club, that the President or of the Board shall, or in the event he refuses, as provided by the Articles of Incorporation, the Vice-President shall, or in the event he neglects or refuses, three members of the Board shall call a meeting of said Board for purpose of hearing on the expulsion of said member, and the member against which said complaint is made shall have notice of said meeting and said hearing, in writing, at least one week prior to said hearing, and shall have the opportunity to appear at said hearing, and be informed of the charges with the complainants present at said meeting, and at said hearing a majority vote of the members of the Board present shall uphold or deny said complaints and said Board shall determine whether or not said member shall be expelled or reprimanded and upon expulsion, all of said member's rights and privileges in or at the Club shall cease and all his rights and interests in the Club property shall wholly cease and revert to the club, upon the Club repurchasing his share of stock as a stockholder at the price paid for the last share of stock purchased by the Club, less any indebtedness or dues owing the Club, prorated to the date of expulsion.

- Sec. 8 Visitors. Any residents of Cresco not members of the Club may be extended the privileges of the Club only on "guest days" specified in the program or established by the Board of Directors. Residents without invitation are limited to twice a year golf and are limited to twice a year as a guest for member meals. The Board of Directors or the Secretary may, at the request of any member, issue written invitations to visitors extending them the courtesies of the Club not exceeding two weeks; but the period of time shall be at the discretion of the Board. The Secretary or caretaker or Club manager or any stockholder member shall have the right to expel anyone from the course not having in his or her possession a guest card or receipt for green fees or having some evidence of having paid green fees.

ARTICLE III

(Meetings)

- Sec. 1 Special meetings of the membership of the stockholders of the Club or stockholder and associate members or associate membership may be held upon five (5) days published or mailed notices, mailed by the Secretary upon the call of the President or as provided in the Articles of Incorporation in the event the President fails to call the same.
- Sec. 2 Special meetings of the Board of Directors may be held upon the call of the President or shall upon the request of two members of the Board by the Secretary in the event the President fails to call the same or is out of town.
- Sec. 3 At all meetings of the Club, ten (10) stockholder members represented in person shall constitute a quorum for all business, other than the business requiring a greater membership present, pursuant to the Articles of Incorporation.

ARTICLE IV

- Sec. 1 The Board of Directors shall at their first meeting after the annual meeting in each year, appoint a Buildings and Grounds Committee; a Greens and Fairways Committee; a House Committee; A Tournament and Events Committee; a Membership Committee; a Finance Committee; and Bar Committee. Each committee shall consist of at least three members and that committee members may be either stockholder or associate members and members of all committees shall serve for one year or until their successors shall have been appointed, and in the event of a vacancy on any committee, the Board of Directors shall appoint, as soon thereafter as possible, a member to said committee.

The President and Secretary shall be ex-officio members of all standing and special committees.

- Sec. 2 The Buildings and Grounds Committee shall have charge of the buildings and grounds, other than the greens and fairways and tees, and shall provide benches and such other equipment as it may deem necessary, and shall have charge of the maintenance and upkeep of the Clubhouse and other buildings on the premises as well as the hedges, shrubbery, lawns, picnic grounds, water system, sewage system, toilets and lighting systems, all of their actions being subject to the approval of the Board of Directors.
- Sec. 3 The Greens and Fairways Committee shall have charge of and keep up the greens, fairways and hazards and shall make rules and regulations for the replacing of turf and shall establish bounds, hazards and penalties and shall make such other ground rules as are required, and shall be subject to the Board of Directors but shall have no authority to change the location of the greens and tees, except for repairs, without the authorization of the Board of Directors.
- Sec. 4 The House Committee shall have charge of the operation of the Clubhouse and shall arrange for all social Club functions, other than those specifically assigned to the

Entertainment Committee, and shall regulate all private social affairs of the golf club and make rules relative to the same as well as having charge of the house upkeep and catering and make suitable provisions therefor.

- Sec. 5 The Tournaments and Events Committee shall prepare a schedule of golfing or other athletic events and handicaps and shall be in charge of maintaining the interest and the pleasure of the members in the events of athletic nature held at the Club, and it shall select all of the members of the Club to represent the Club at other tournaments in which the club is actively engaged.
- Sec. 6 The Membership Committee shall promote the membership and pass upon the eligibility of all applicants and make recommendations and report their results to the Board of Directors.
- Sec. 7 The Finance Committee shall examine and audit the books of the Secretary and Treasurer at least annually and whenever so requested by the Board of Directors and shall submit a proposed budget and make recommendations and provisions for balancing the same with the income of the Club. The President, Past President, and the accountant are granted banking powers to conduct normal business matters.
- Sec. 8 The Bar Committee shall be in charge of all social affairs not otherwise included under the House Committee functions.
- Sec. 9 The Board of Directors may appoint such other committees as occasion may require and they may deem necessary and designate the chairman of all committees.
- Sec. 10 The Board of Directors shall from time to time make rules and regulations on matters not herein determined.

ARTICLE V

- Sec. 1 These by-laws may be amended at any regular or specially called meeting of the Board of Directors.

ARTICLE VI

- Sec. 1 None of the income from the sale of stock, from dues, assessments or otherwise, shall inure to the benefit of any stockholder, and no dividends shall be declared, but all of such income above expenditures shall be used in the improvement of the grounds and Clubhouse under the direction of the Board of Directors.

ARTICLE VII

(Temporary Class Membership)

- Sec. 1 The Board of Directors has since the play year 1962, established a class of membership entitled "Junior Membership."
- Sec. 2 The Junior Membership consists of minors or full-time college students, under the age of 22, whose parents do not belong to the regular classifications of membership.
- Sec. 3 Junior Members are entitled to the use of the Club Course on Mondays, Wednesdays, Fridays, Saturdays and Sundays only and are bound by all the rules of etiquette of golf and of this Club under penalty of expulsion.

- Sec. 4 The Board of Directors reserves the right to discontinue this class of membership at any time and its establishment is on an annual basis only and its continuance is based on subsequent boards adopting a resolution to the effect.
- Sec. 5 The Board of Directors has since the play year 2019 established a class of membership entitled "35 & Under." This membership class consists of non-stockholding members eligible to play golf. Members of the 35 & Under membership class may purchase beverages and meals at the clubhouse, and they are eligible to play golf in all events for members. This class of membership has no voting rights. The Board of Directors reserves the right to discontinue this class of membership at any time and its establishment is on an annual basis only and its continuance is based on subsequent boards adopting a resolution to the effect.
- Sec. 6 The Board of Directors has since the play year 2020 established a class of membership entitled "Distance." This membership class consists of non-stockholding members eligible to play golf. This class of membership must live more than 50 miles from the Cresco Country Club. This class of membership has no voting rights. The Board of Directors reserves the right to discontinue this class of membership at any time and its establishment is on an annual basis only and its continuance is based on subsequent boards adopting a resolution to the effect.

ARTICLE VIII (General Club Rules)

- Rule 1 Removal or Destruction of Club Property. No member or visitor shall take from the Clubhouse, mutilate or destroy an article belonging to the Club. Members shall be liable for property injured or destroyed by themselves or their guests.
- Rule 2 Reprimanding Employees. No person other than a member of the Board of Directors or a member of a specific committee under which the employee is engaged shall be permitted to reprimand any employee of the Club.
- Rule 3 Complaints. All complaints and requests should be made in writing, addressed to the Secretary of the Club and by the Secretary, presented to the Board of Directors.
- Rule 4 Guests. Guests and visitors will be admitted to the Clubhouse and golf links only on proper introduction by a member of the club, in accordance with the by-laws, and Articles of Incorporation.
- Rule 5 Subscription, Papers, etc. No subscription paper shall be circulated or any article exposed for sale in the clubhouse or grounds, except upon authority of the Board of Directors.
- Rule 6 The members of the Club shall be required to conduct themselves in a gentlemanly and ladylike manner about the Clubhouse and grounds and require that their children comply with the customary rules of etiquette of golf and good conduct about the premises as well as their guests under penalty of expulsion.
- Rule 7 The golf course and the Clubhouse facilities, except the ladies' locker room, shall be exclusively available to the men on Thursday of each week during the Club season. The golf course and Clubhouse facilities, except the men's locker room, shall be exclusively available to the ladies on Tuesday of each week during the Club season. The Board of Directors reserves the right to change said times and days at the start of any Club season.

Rule 8 No junior members still enrolled in high school, whether they be members of a member's family or any other category, shall be allowed the use of the golf course or clubhouse on any Tuesday or Thursday during the Club season. They may be allowed access only to the driving range on Tuesdays and Thursdays.

The above amended by-laws, after resolution, were passed and hereby adopted by the Board of Directors, pursuant to their vote on said by-laws and the same resolution which was carried on this 17th day of May, 2021.

ATTEST:

Mark Cuvelier
President, Cresco Country Club

Gayle Kelm, Secretary, Cresco Country Club