

BYLAWS OF THE VILLAGES CROQUET CLUB

Revised March 28, 2010

ARTICLE I

Name and Location

The name of this organization shall be "The Villages Croquet Club". Its principle location is in the community known as "The Villages" located in the counties of Lake, Sumter and Marion in the state of Florida, USA.

ARTICLE II

Purpose Section

A. The purpose of The Villages Croquet Club is to promote Six Wicket and Golf Croquet as recommended by the United States Croquet Association (USCA), in accordance with such rules as provided by the current USCA Rule Book or as officially adopted by the Club's Board of Directors.

Section B. In pursuance of this purpose, the club will:

1. work with the Village Center Community Development District to arrange for, develop and maintain facilities and equipment for the enjoyment of croquet and associated club activities.
2. be a member club in good standing of the USCA.
3. promote the game of croquet through educational, social programs and other related activities.
4. promote the games of croquet in The Villages and encourage membership in the Club and USCA.

ARTICLE III Membership

Section A. Any individual who subscribes to the purposes of this club may become a member according to the provisions of these Bylaws and payment of membership fee(s) as determined by the Board of Directors.

Section B. Members are encouraged to be members of the USCA and pay its annual membership dues, but it is not a requirement to belong to The Villages Croquet Club.

Section C. All members must have a valid Villages Identification Card enabling them to use The Villages recreational facilities and are required to carry this identification while using the facilities.

Section D. A member may be expelled for conduct adverse to the welfare of the Club or for non-payment of dues, or violation of Club or Villages rules and regulations. No member may be expelled without warning by the Board and an opportunity to correct any failure of membership.

ARTICLE IV Meetings

Section A. Annual Meeting An Annual Meeting will be held in the spring of the year (March 1- May 31) on a date set by the Board of Directors at a time and place where the majority of the members may be present.

Section B. Membership Meetings At least one other meeting of the Membership may be held during the Club's calendar year.

Section C. Notice of Meetings All notice of Membership meetings shall be sent out at least fourteen days prior to the meeting date. This will be sent to the most recent address provided to the Secretary of the Board, by the member, for e-mail, or street address. It is up to each member to keep the address current with the Secretary

Section D. Quorum A quorum at all Membership meetings shall be thirty (30) percent of the members in good standing, by their presence or by mail vote as provided in these Bylaws.

Section E. Special Meetings Special Meetings of the Membership shall be called by resolution of the Board or upon presentation of a petition of the members signed by at least twenty (20) percent of the members in good standing. The notice of any Special Meeting shall state the date, time and place of the meeting and the purpose thereof. No business shall be transacted at a Special Meeting except as stated in the notice of the meeting.

Section F. Voting Each member of record in good standing shall have the right to cast one vote on each question, in person or by mail. Questions brought before the meeting shall be decided by simple majority vote unless indicated otherwise in these Bylaws or Robert Rules of Order, current edition. Only members in good standing as described in these Bylaws shall be eligible for election to the Board of Directors.

Section G. Conduct of Meetings All meetings shall be conducted in accordance with Roberts Rules of Order, current edition.

Section H. Participation Only members in good standing may participate in the business of meetings.

ARTICLE V Board of Directors

Section A. Composition The Club shall be governed by a board of seven members who shall manage the affairs and business of the Club. The Board is composed of the four officers and three members-at-large. In addition, the immediate past President may serve one year, as an ex-officio member of the Board, without vote.

Section B. Powers and Duties The Board of Directors shall have all the powers and duties necessary for the administration of the affairs of the Club and may do

all such acts unless prohibited by law, The Village's Rules and Regulations, or by these Bylaws or Rules and Policies established by the Board of Directors. All proposed Rules and Policies shall be subject to approval by the Membership at an Annual, regular or Special meeting of the Club.

Section C. Responsibilities of the Board of Directors 1. Accept or reject, for cause, all applications for membership. 2. Establish and approve an annual budget, which is in conformity with policies and procedures as approved by the Membership. 3. Establish the amount of the annual membership dues. 4. Engage agents for the conduct of events and affairs of the club. 5. Terminate membership in the Club. 6. Establish rules, procedures, rules of conduct, and regulations pertaining to the use of equipment, playing of croquet, plan events of the club and guest privileges for members and short-term residents (three months or less) Such rules, procedures and regulations may be rejected or overruled at a meeting of the Club at which a quorum is present, by a two-thirds vote. 7. Create memberships for non-voting honorary or other class of memberships.

Section D. Elections and Term of Office Directors shall be elected for and serve a term of two years. No Director may serve for more than two consecutive terms, but after rotating off for one full year may be eligible to be elected again.

Section E. Vacancies Vacancies on the Board of Directors, caused for any reason, shall be filled by the remaining Directors, who shall select a member to serve as a Director for the un-expired portion of the elected term, until a successor is elected at the next Annual meeting.

Section F. Removal of Directors At any Annual, Regular or Special Meeting, any Director may be removed by the affirmative vote of two-thirds of all members present, provided a quorum is present. A successor may immediately be elected to fill the vacancy thus created. Any Director whose removal has been proposed to the membership shall be given the opportunity to be heard at the meeting at which the removal is to be voted.

Section G Compensation No compensation shall be paid to Directors for their

services but may be reimbursed for approved out-of-pocket expenses incurred in the performance of their duties. Appropriate documentation, i.e., cash receipts, paid bills or cancelled checks, must be presented prior to reimbursement.

Section H. Meetings of the Board of Directors 1. There shall be a minimum of four meetings of the Board, per year. 2. Notice of meetings shall be given to each Director personally, by mail, e-mail, or by telephone at least three (3) days prior to the date of such meetings by the Board Secretary or the President. 3. Emergency meetings may be called by the President on 1 days notice, by telephone, e-mail, or personally. Special Meetings shall be called on written request of three (3) Directors sent to the President. 4. Members shall have the right to appear in person with notice to the President, before the Board of Directors, with their concerns. 5. A quorum for a Board of Directors meeting is four members present.

Section I. Dissolution In the event of dissolution of the Villages Croquet Club, the Board shall distribute all of its remaining assets and property, after any necessary expenses of dissolution, to organizations of their choice, that qualify under Section 501(C)3 of the Internal Revenue Code of 1954, as amended.

ARTICLE VI Officers

Section A. Designation The officers of the Club shall be President, Vice President, Secretary, and Treasurer.

Section B. Elections and Term of Officers The officers of the Club shall be elected by the membership from a slate presented by the Nominating Committee and nominations from the floor at the Annual Meeting. They are elected for a one-year term, for a maximum of three consecutive years in any one office. After a full year off, they may serve additional terms, if eligible to serve as a Director.

Section C. President The President shall be the chief executive officer of the Club and shall preside at all Annual, Regular or Special meetings. The President shall have all the general powers and duties that are usually vested

in the office of the President including, but not limited to, appointment of chairs of Standing Committees and other committees that need not be members of the Board. The President presides at all Membership and Board of Directors Meetings. The President, in order to qualify for this office, must be a member of USCA and have knowledge about Six Wicket and Golf Croquet.

Section D. Vice President The Vice President shall take the place of the President and perform the duties of that office whenever the President is absent or unable to act.

Section E. Secretary The Secretary shall keep the minutes of all meetings of the Board of Directors and the minutes of all membership meetings. The Secretary shall be responsible to send notices of meetings of the Board and the Club and shall perform, in general, all the duties incidental to the office of Secretary, which includes but not limited to, the official minutes book and all legal documents, reports, and permanent records of the Club. It is the Secretary's duty to see that all records are kept and passed on to succeeding Secretaries.

Section F. Treasurer The Treasurer shall have the responsibility for Club funds and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in accounting books belonging to the Club. The Treasurer shall be responsible for the deposit of all monies and any other valuable effects, in the name and credit of the Club in such depositories as may from time to time be designated by the Board of Directors. The Treasurer or the President shall be the signatures on checking or savings account. Excluding USCA dues, any monies to be paid exceeding \$50 (fifty dollars) requires two-thirds vote of the Board of Directors. The Treasurer shall submit a financial report at all Board and Club Membership meetings, as we fiscal report at year-end showing all financial transactions for the fiscal year. Books must be closed and final reports prepared in time to have an audit of the books prior to the Annual meeting of the membership.

ARTICLE VII

Fiscal Management

Section A. Fiscal Year The fiscal year of the Club shall begin on the first day of June and close the last day of May.

Section B. Accounts Books and accounts of the club shall be kept by the Treasurer in accordance with standard accounting principles. Funds shall be deposited in a bank designated by vote of the Board of Directors.

Section C. Auditing At the close of each Fiscal Year, the books and records and receipts of the Club shall be audited by an Audit Committee appointed by the President and approved by the Board of Directors. There shall be two (2) members on the committee.

Section D. Inspection of the Books Financial reports and the records of the Club shall be available for inspection to any member, in good standing, of the Club, by appointment during reasonable business hours. No books or records may be removed from the supervision of the Treasurer, or another Officer of the Club.

ARTICLE VIII Committees

Section A. Committees Committees and ad hoc committees may be appointed by the President and approved by the board, such as for Membership, Education and Tournaments, Equipment and Greensward, Publicity, Social and Special Events, Liaison to the Villages.

Section B. Chairs Chairs of the committees shall be appointed by the President on an annual basis, immediately following the Annual Meeting.

Section C. Membership of Committees Members to serve on Standing Committees are recruited and appointed by the Chairs of each committee.

ARTICLE IX

Adoption of Revised or Amended Bylaws

Section A. Proposed Revised or Amended Bylaws shall be submitted to the membership, in writing, after approval of the Board of Directors. These proposed changes must be sent to the membership a minimum of thirty (30) Days prior to the date at which they will be voted on by the membership at an Annual, Regular or Special Meeting called for this purpose. Adoption of these Bylaws, revisions or amendments requires an affirmative vote of the majority of all voting members present at a meeting at which a quorum is present.

Section B. Amendments/Revisions of the Bylaws Amendments or Revisions of the Bylaws may be proposed by the Board of Directors or by petition signed by at least fifteen (15) percent of the members, in good standing. A full description of the rationale for the proposed changes shall accompany the petition.

ARTICLE X

Voting by Mail In the event of an election or a meeting at which Bylaws are to be Amended or Revised, votes by mail shall be provided to allow members unable to attend to vote. Mail ballots must be submitted, in a sealed envelope, to the Secretary at least five days prior to the opening of the meeting. All mailed ballots will be opened at the meeting. Nominations, from the membership for directors, shall be submitted to a member appointed by the President and at a time so designated. This individual will present the slate to the membership at the election. Nominations from the floor shall be accepted, provided those individuals accept the nomination and are qualified.

ARTICLE XI Authority for Conduct of Meetings

The most recent edition of Roberts Rules of Order shall be the authority under which the Club and the Board of Directors shall conduct business provided it does not conflict with State laws, Rules of The Villages or these Bylaws.

Date Adopted by the membership; March 28, 2010 at which a quorum was present.

Note: This document replaces all Constitutions and Bylaws previously adopted by the Club as of the above date.