



Constitution

Bylaws and Regulations

Tournament Rules and Regulations

of the Tennessee Section

Professional Golfers' Association of America

Revised January 2016

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DEDICATION

"Believing that the growth for the game of golf and its high standing in this country is largely due to the efforts of its early professional exponents, and because of their ideals of sportsmanship and ethical practices, The Professional Golfers' Association of America is dedicated to the perpetuation of those ideals."

The name "Professional Golfer" must be a synonym and pledge of honor, service and fair dealing.

Professional integrity, fidelity to the game of golf, and a sense of great responsibility to employers and employees, manufacturers and clients, and to fellow Professionals transcends thought of material gain in the motives of the true Professional Golfer.

**Constitution
Tennessee Section
The Professional Golfers' Association of America, Inc.**

ARTICLE I — NAME AND PURPOSE

Section 1. NAME

This corporation shall be named "Tennessee Section, Professional Golfers' Association of America, Inc."

Section 2. OBJECTS AND PURPOSES

The corporation has been organized to improve and promote the business of golf in the Section. To accomplish this purpose, the corporation has as specific goals:

1. To elevate the standards of the professional golfers vocation;
2. To promote interest in the game of golf; and to promote and conserve the best interest of the game of golf;
3. To make available college or junior academy scholarships for needy and deserving young men and women who are interested in, and proficient at the game of golf; and
4. To assist deserving unemployed members to obtain a position when possible.

Section 3. GOVERNING LAW

The corporation shall operate pursuant to a charter issued by the Board of Directors of The Professional Golfers' Association of America (herein after referred to as the Association) and in accordance with the Constitution and Bylaws of the Association, as supplemented by these Bylaws.

However the provisions of this Section Constitution and Bylaws shall not be inconsistent with, or at variance with the Constitution of the Association nor with any of its rules, regulations or policies, and in the event any provisions herein is in such conflict the national policy shall take precedence.

Likewise the corporation shall operate pursuant to its charter from the State of Tennessee General Corporation Act, which act shall take precedence over any other authority, the Professional Golfers' Association of America included.

Section 4. BOUNDARIES

The boundaries of the corporation as previously established by the Board of Directors of the Association, includes the entire state of Tennessee, Desoto County in the state of Mississippi, Catoosa & Walker Counties in the State of Georgia. It also includes Lee, Russell, Scott, Washington & Wise Counties in the state of Virginia, and shall remain so until changed by the said Board of Directors. (*Revised January 2016*)

Section 5. SEAL

The corporation shall not be required to have a seal though same may be used and if so shall be circular in form and shall have inscribed thereon the words: "Tennessee Section, PGA of America, Inc." and the words "corporate seal."

Section 6. LOCATION AND AGENT

The principle office of the corporation and such other offices as it may establish shall be located at such place or places within the State of Tennessee as may be designated by the Board of Directors.

The corporation shall continuously maintain within the State of Tennessee a registered agent, which shall be the Executive Director. Any change in the registered office or registered agent shall be accomplished in compliance with the Tennessee General Corporation Act.

ARTICLE II — MEMBERSHIP

Section 1. MEMBERS

Rules relating to membership eligibility, classification, rights, privileges and education requirements are set forth in the Association Constitution and Bylaws.

Section 2. APPRENTICES

Apprentices are not members of the Association and do not enjoy any rights of membership but shall be permitted to attend Section and Chapter meetings (except executive sessions).

Qualifications for apprentice status shall be as stated in Articles III and IV, of the Bylaws and Regulations of the Association.

ARTICLE III — ORGANIZATION

Section 1. CHAPTERS

(a) Responsibility

Chapters shall be subordinate to the Section and may conduct business in accordance with the Constitution, Bylaws and Regulations of the Section which shall not be inconsistent with or at variance with the Constitution, Bylaws and Regulations of Association.

(b) Jurisdiction

The following Chapters are authorized to operate under the jurisdiction of this Section: West Tennessee; Middle Tennessee; Chattanooga; Knoxville; and Tri-Cities.

Chapter borders will be defined as follows: West Tennessee: the eastern chapter border is the outline of the Tennessee River, and is comprised of everything west of Stewart, Houston, Humphreys, Perry & Wayne Counties. It also includes Desoto County in the State of Mississippi. Middle Tennessee: the western chapter border is the outline of the Tennessee River, and is comprised of everything east of the Tennessee River (includes Stewart, Houston, Humphreys, Perry & Wayne Counties). The east border is the eastern border of Pickett, Fentress, Putnam, White, Bledsoe, Warren, Van Buren, Grundy, & Franklin Counties (except Sewanee Golf Course); Chattanooga Chapter: comprised of Marion, Hamilton, Sequatchie, Bradley, Rhea, McMinn & Polk Counties. It also includes Catoosa & Walker Counties in the State of Georgia, and Sewanee Golf Course. Knoxville Chapter: comprised of Scott, Morgan, Cumberland, Roane, Loudon, Blount, Monroe, Anderson, Campbell, Union, Knox, Sevier, Jefferson, Grainger, Hamblen, & Cocke Counties. Tri-Cities: comprised of the western border of Claiborne, Hancock, Hawkins & Greene counties, and extends to the eastern tip of the State of Tennessee. It also includes Lee, Russell, Scott, Washington & Wise Counties in the State of Virginia. *(Revised March 2015)*

(c) Financial Obligations

Each chapter shall coordinate their own financial responsibilities with the Section Office, which maintains all chapter accounts and activities in accordance with Section and PGA of America guidelines (December 2006).

Section 2. OFFICERS

The officers of the corporation who shall be chosen by a majority vote of the membership at the annual meeting shall be a President, a Vice President and a Secretary.

Each chapter will designate a chapter meeting prior to the annual meeting for section officer candidate presentations. There will be early voting at these designated chapter meetings. All eligible members in attendance at the designated chapter meetings may cast early votes. The early votes will be counted at the election for every round the candidate is eligible. A member's early vote will be withdrawn if he/she attends the annual meeting. *(Revised March 2015)*

Members of the Board of Directors shall be Chapter Directors, selected by their respective chapters, and the immediate past President. The Chairperson of the Board of Directors of the corporation shall also be the President. The office of the President and Vice President or President and Secretary may not be held by the same person.

Section 3. BOARD OF DIRECTORS

The Board of Directors of the corporation shall be the governing body of the corporation. The Board of Directors shall manage, control, and direct the affairs and the property of the corporation. The Board of Directors shall have, and may exercise all powers specified in its Charter and the Tennessee General Corporation Act necessary to carry out the purposes of the corporation.

ARTICLE IV — MEETINGS

Section 1. MEMBERSHIP MEETINGS

There may be up to two (2) meetings per calendar year of the membership, the Annual Meeting (Spring), and Fall Meeting, the dates to be set by the Board of Directors and notice of said meetings shall be given, in writing, to the membership at least thirty (30) days prior thereto.

Section 2. SPECIAL MEETINGS

Special meetings may be called by the Board of Directors or by a petition signed by fifty-one (51) percent of the membership.

Section 3. QUORUM

A quorum for the conduct of business at a Membership or special meeting of the Section shall consist of members in attendance of said meeting, provided that each of the chapters has a least one (1) representative present.

Section 4. RULES OF ORDER

Membership meetings shall be conducted in accordance with the current edition of Roberts Rules of Order. The order of business at each membership meeting shall be as follows:

1. Roll Call
2. Reading of the minutes of Annual Meeting (most recent)
3. Reading of minutes of Special Meetings
4. Reading of minutes of last Board of Directors meeting
5. Report of the President
6. Report of the Vice President
7. Report of the Secretary
8. Report of the Executive Director
9. Report of Chapters
10. Report of Committees
11. Consideration and action on Resolutions
12. Election and installation of new directors
13. Old Business
14. New Business
15. Adjournment

Section 5. OATH OF OFFICE

The oath of office, which shall be administered by the Immediate Past President to all elected directors of the corporation, shall be as follows:

"I _____, as an elected director, of the Tennessee Section PGA of America, Inc., do hereby affirm, that I will at all times adhere to and uphold the Constitution, Bylaws, Rules and Regulations of the Corporation and the Association, and that I will otherwise conduct my activities in a manner, that will be in keeping with my position as a director of the corporation, and which will reflect credit upon the corporation, and the Association and its members."

Bylaws
Tennessee Section
The Professional Golfers' Association of America, Inc.

ARTICLE I - CODE OF ETHICS

Article II of the Association Bylaws sets forth Code of Ethics violations and procedures.

ARTICLE II - ELECTION TO MEMBERSHIP

Section 1. ELECTION TO MEMBERSHIP

Procedure for election to membership shall be as stated in the Article IV, Section 1, entitled "Election Requirements" of the Constitution of the PGA of America.

ARTICLE III - CLASSES OF MEMBERSHIP

Shall be those stated in Article V, Sections 1-6 of the Bylaws of the PGA of America.

ARTICLE IV - RIGHTS OF MEMBERSHIP

Shall be those stated in Article VI, Sections 1-3 of the Bylaws of the PGA of America.

ARTICLE V – SECTION AFFILIATIONS

Shall be those stated in Article IX, Sections 1-2 of the Bylaws of the PGA of America. (April 2006).

ARTICLE VI - OBLIGATIONS

Section 1. OBLIGATIONS

Shall be those stated in Article X, Section 1-8 of the Bylaws of the PGA of America.

Section 2. ASSESSMENTS

The Board of Directors may call a special membership meeting, giving fifteen (15) days written notice to the membership, for the purpose of assessing the membership. No assessment shall exceed \$100.00.

Section 3. SECTION DUES

The Board of Directors, by simple majority vote when a quorum is present, shall have the authority to establish the amount of Section dues.

Section 4. CHAPTER DUES

Members and Apprentices who fail to pay Chapter Dues shall lose Chapter rights and privileges.

ARTICLE VII - REPORTING REQUIREMENTS

Shall be stated as in Article XI, Section 1-4 of the Bylaws of the PGA of America.

ARTICLE VIII - OFFICERS

Section 1. CHAIRPERSON OF THE BOARD - PRESIDENT

(a) Duties

The Chairperson of the Board - President shall be the Chief Operating Officer of the corporation and, subject to the control of the Board of Directors, shall perform all duties customary to that office and shall supervise and control all of the affairs of the corporation in accordance with policies and directives approved by the Board of Directors. He/she shall preside over all meetings of the Board of Directors and shall appoint such committees, standing and otherwise, as the Board may direct.

(b) Committees

The Chairperson of the Board shall appoint the following standing committees from the membership designating the chairperson thereof:

1. Assistants
2. Awards
3. Education

4. Growth of the Game
5. Junior Golf (combined with Scholarship as of March 2007)
6. Tournaments
7. Employment and Club Relations

The Chairperson of the Board - President shall instruct the Chairperson of all the Committees indicated to furnish a written report to the Secretary and Executive Director thirty (30) days prior to the annual meeting.

(c) Annual Meeting

The Chairperson of the Board - President and Vice President shall represent the Corporation as delegates to the annual meeting of the Professional Golfers' Association of America. In the event that either officer is unable to attend said meetings, the Chairperson of the Board - President shall appoint an alternate delegate from the Board of Directors to serve in their place and stead.

Section 2. VICE CHAIRPERSON — VICE PRESIDENT

(a) Duties

As Vice Chairperson, in the absence of the President or in the event of the President's inability or refusal to act, the Vice President shall perform the duties of the Chairperson of the Board - President.

(b) Financial Duties

The Vice President shall perform all duties customary to that office, shall have the custody of and be responsible for all corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in the books of the corporation.

The Vice President shall oversee the disbursement of the funds of the corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements and shall render to the President and the Board of Directors at its regular meetings or when the Board of Directors so requires, a written financial statement of all transactions as treasurer and of the financial condition of the corporation. A written financial statement shall be given to the membership at the annual meeting.

If required by the Board of Directors, the Vice President shall give the corporation a bond (which shall be renewed when required) in such sum and with such surety or sureties as shall be satisfactory to the Board of Directors for the faithful performance of the duties of the office and for the restoration to the corporation, in the case of death, resignation, retirement or removal from office, of all books, papers, vouchers, money and other property of whatever kind in his/her possession or under his/her control belonging to the corporation.

The Vice President is hereby authorized and directed to procure the proper corporate books and to establish a proper system of accounting, and to maintain the same as a part of the permanent records of the company.

(c) Dues

The Vice President shall supervise the collection of all dues from the membership as specified by these Bylaws.

(d) Annual Meeting

Vice President and President shall represent the Corporation as delegates to the annual meeting of the Professional Golfers' Association of America. In the event that either officer is unable to attend said meetings, the Chairperson of the Board - President shall appoint an alternate delegate from the Board of Directors to serve in their place and stead.

Section 3. SECRETARY

(a) Minutes

The Secretary shall be responsible for checking the minutes of all meetings of the Board of Directors to insure that the Executive Director has kept a full and accurate account of said meeting.

(b) Roster of Membership

The Secretary shall keep an accurate roll of all members and their classifications and be responsible for sending out information questionnaires to all members. The Secretary shall compile the information in composite form and submit it to the Executive Director for publication.

(c) Annual Meeting

The Secretary shall attend the PGA of America annual meeting as an alternate delegate at the expense of the Association. The Secretary shall report on this meeting to the members thirty (30) days after the close of said meeting.

Section 4. CHAPTER DIRECTORS

(a) Duties

The five (5) Chapter Directors from the various chapters of the corporation shall:

1. Preside at and call a minimum of two (2) chapter meetings per year and shall conduct chapter meetings using the same format as sectional business meetings.
2. Be responsible for minutes of all chapter meetings and mailing a copy to the Secretary and the corporation office for distribution.
3. Responsible for obtaining all Pro-Am dates within the chapter and submit to the Section office by March 1st.
4. Provide all tournament dates and changes to the corporation office.

(b) Board Representative

As representatives of a chapter they shall represent the chapter's interests at all Board meetings through their vote.

(c) Annual Meeting

Chapter Directors or their designee shall attend the annual meeting of the Association as alternate delegates, with the delegates' expenses being split equally between the Section and the Chapter. (*Revised March 2015*)

(d) Communication to Chapters

They shall keep their respective chapters informed of Section business and affairs.

Section 5. EXECUTIVE DIRECTOR

The position of Executive Director may from time to time be established or abolished by a two-thirds vote of the Board of Directors at any of their regular meetings. The Executive Director may be vested power to perform various duties as deemed necessary by the Board of Directors. The Executive Director shall attend all meetings of the membership and the Board of Directors and act as ex officio member of all committees. The Executive Director shall, if directed by Board of Directors, maintain a corporation office, be a designate to assist various members of the Board to perform their duties and be delegated responsibility to manage various funds as are designated by the Board. The Executive Director should be subject to a written contract, which may be renewed at the discretion of the Executive Committee, at the end of each fiscal year. This contract shall contain the specific responsibilities of the Executive Director.

ARTICLE IX - BOARD OF DIRECTORS

Section 1. SELECTION

The President, Vice President, Secretary, and the five (5) Chapter Directors, along with the Immediate Past President and the Tournament Committee Chairperson and an Independent Director (a Section Member) shall serve as the Board of Directors. The Tournament Committee Chairperson shall be appointed by the President at the commencement of the President's term. The Independent Director will be nominated by the Officers and approved by the Board of Directors. (*Rev. March 2006*)

(a) Number

The number of members constituting the entire Board of Directors shall be as fixed from time to time by resolution of the membership, but shall not be less than nine (9). A quorum shall be a majority of Directors.

(b) Term

The members of the Board of Directors shall serve for a term of two years. The term of any member of the Board of Directors shall also expire by his/her death, by his/her resignation, or by his/her removal in accordance with these Bylaws. No person may serve more than two consecutive terms at any office on the Board, unless no other nominee can be presented. Notwithstanding the foregoing, starting with the elections at the 2004 Annual Membership Meeting, there shall be five (5) seats available for new Board Members. The two (2) seats for the Middle Tennessee and Chattanooga Chapters along with the Secretary shall be elected to a two-year term and the three (3) seats for the Tri Cities, West Tennessee and Knoxville Chapters shall be elected to a one-year term to establish a staggered term structure on the Board of Directors. Thereafter (i.e., starting with the election at the 2005 Annual Membership Meeting), all elections shall result in newly elected Board members acquiring a two-year term. In the event any Board member cannot fulfill his/her term for any reason, then the person acquiring that seat on the Board of Directors shall fulfill remainder of the unexpired term.

(c) Election

At the annual meeting of the membership, the President (Chairperson of the Board), Vice President (Vice-Chairperson of the Board), and the Secretary shall be elected every two (2) years.

(d) Nominating Committee

Prior to the annual meeting, a nominating committee shall be appointed by the Chairperson of the Board of Directors to present a slate of candidates for these offices to the membership. The Chairperson shall serve on this committee with four other representatives, one from each geographical chapter of the State. The Executive Director shall serve as an ex officio member of the committee. Members interested in seeking officer positions shall contact a committee member. Sixty (60) days prior to the annual meeting, the committee may select its nominees. (*Revised March 2015*) If the committee presents more than one nominee, no nominations for the office will be allowed from the floor of the annual meeting. The names of those proposed shall be submitted to the membership at least thirty (30) days prior to the meeting.

(e) Vacancy

Any vacancy occurring in the Board of Directors, arising from any cause, including the expiration of a member's term, and any membership to be filled by the affirmative vote of the majority of the then members of the Board of Directors, though less than a quorum of the Board of Directors. A member of the Board of Directors elected or appointed, as the case may be, to fill a vacancy in an unexpired term shall be elected or appointed for the unexpired term of his/her predecessor in office.

(f) Removal from Office

The President, Vice President or Secretary may be removed from office at any meeting of the Board of Directors for cause by the majority vote of the Board of Directors. This removal of the President, Vice President or Secretary of the Board of Directors must then be approved by a majority vote of the members at the next membership meeting. The removal will take place the day of the Board's decision to remove him/her and he/she can only be returned by a majority membership vote.

(g) Resignation

A member of the Board of Directors may resign from the Board of Directors at any time by giving notice in writing thereof to the Chairperson.

(h) Vacancy

Vacancies in any Officer position for any reason shall be filled in accordance with Article XIII, Section 5 of the Association Bylaws.

Section 2. SELECTION CHAPTER DIRECTORS

The Chapter Directors shall be elected by a majority vote of the members of the respective chapter thirty (30) days prior to the annual meeting. These Chapter Directors shall be installed as directors at the annual meeting. In the case that a Chapter Director position becomes vacant, the Board of Directors may select an interim Chapter Director to preside over a chapter meeting where the vacancy occurred and at which meeting the chapter members will select a new Chapter Director, by majority vote. Chapters shall have officers in the same capacity as the Section (President, Vice President and Secretary).

Section 3. DUTIES AND POWERS

The President, and such officers as are authorized there unto by resolution of the Board of Directors may execute bonds, mortgages, contracts, leases, agreements and other instruments on behalf of the corporation, except where such documents are required by law to be otherwise signed and executed, and except where the signing and execution thereof shall be exclusively delegated to some other officer or agent of the corporation.

The duties and powers of the officers of the corporation shall be as provided in these Bylaws or (except to the extent they are inconsistent with these Bylaws or with any provision made pursuant hereto) shall be those customarily exercised by corporate officers holding such offices.

ARTICLE X - ELECTION OF A NATIONAL DISTRICT DIRECTOR

Section 1. ELECTION

From time to time the corporation shall select a National District Director in accordance with Article XIV, Section 6 of the Association Bylaws and Regulations. The election procedure shall be as follows:

The Section Board of Directors will actively seek all interested candidates and interview them regarding their qualifications. The District Director will be elected by simple majority vote of the board members in attendance at a designated board meeting. (Rev. November 2008)

The National District Director shall be invited to attend all Board of Directors meetings and serve in an ex officio capacity. The expenses for such meetings shall be paid by the corporation.

ARTICLE XI - MEETING OF THE BOARD OF DIRECTORS

Section 1. MEETING PROCEDURES

Regular meetings of the Board of Directors shall be held quarterly. The last regular meeting of the Board of Directors in each year shall constitute its annual Board of Directors meeting.

(a) Time and Place

The time and place of all meetings shall be designated by the President. The meetings may be held within or outside the State of Tennessee.

(b) Notice

At least three (3) weeks notice shall be given to each director of the regular meetings of the Board of Directors. Notice of a regular meeting shall specify the date, time and place of the meeting, and written notice of the subject matter of any meeting shall be mailed or faxed/sent electronically to each member at least ten (10) days prior to the regular meeting.

(c) Special Meetings

Special meetings of the Board may be held on call of the President of the Board, or upon written call of at least five Directors, delivered to the President. The President shall fix the time and place of such meetings, unless fixed by the Board. Such special meeting called shall be held not less than ten (10) days after the call.

Notice must be either delivered personally to each member of the Board of Directors or mailed (including the sending of a fax/electronic mail message) to their business address. If such notice is given by mail, it shall be deemed delivered when deposited in the United States mail properly addressed and with postage prepaid thereon. Notwithstanding the foregoing requirements, a member of the Board of Directors may waive notice of the time and place of any regular or special meeting. Attendance at a regular or special meeting shall constitute a waiver of notice, except where the member of the Board of Directors attends a meeting for the express purpose of objecting to

the conduct of business on the ground that the meeting was not lawfully called or is not lawfully convened. A written statement filed with the Board of Directors by any member either before or after such a meeting is held which recites knowledge of the date, time, and place of such meeting and specifically waives notice thereof shall be considered effective to dispense with the requirements for prior written notice to such members.

(d) Quorum

One-half of the then members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

Except as otherwise provided by Statute, the Charter, or these Bylaws, all matters shall be decided by a majority of the members of the Board of Directors present at any meeting at which a quorum exists.

(e) Action/Resolutions

Any action required or permitted to be taken at any meeting of the Board of Directors may be taken by oral agreement without a meeting, if within seven (7) days after such oral agreement, the text of the resolution or matter agreed upon is sent to all members of the Board of Directors and all the members of the Board of Directors consent to such action in writing, setting forth the action taken, within fourteen (14) days of the mailing of such text. Such consent in writing shall have the same force and effect as a unanimous vote and may be described as such in any document executed by the corporation.

(f) Minutes

Minutes of all Board of Directors meetings shall be recorded by the Executive Director or his/her designee.

(g) Roberts Rules of Order, current edition

Roberts Rules of Order shall be followed with the Executive Director acting as parliamentarian.

(h) Expenses

The corporation shall pay the reasonable and necessary travel expenses of the Board members for all official Board meetings. The members of the Board must present written receipts of their travel expenses to the Vice President within thirty (30) days after the date of the meeting. If receipts are not presented within thirty (30) days the corporation is no longer obligated to pay said travel expenses.

ARTICLE XII - COMMITTEES

Section 1. EXECUTIVE COMMITTEE

The Officers - President, Vice President, Secretary, and Immediate Past President shall constitute the Section Executive Committee. Except as otherwise required by law or these Bylaws, the Executive Committee shall have the authority of the Board of Directors in the management of the corporation in between Board meetings. The Executive Committee shall keep regular minutes of its proceedings and shall report the same to the Board of Directors when required.

Section 2. DESIGNATED COMMITTEES

See Article XIII, Section 1B under "President's Duties" for designated committees that are to be established.

All designated committee chair people shall be given three (3) weeks after the date of their appointment to submit the names of the members of their committee to the Secretary and corporation office. The Committees and their members will then be made public to all members.

Section 3. SPECIAL COMMITTEES

The Board of Directors may create such other committee or committees of its members or other persons, which committees shall have such authority as the Board of Directors may allow or these Bylaws direct.

ARTICLE XIII - FISCAL YEAR

The fiscal year of the corporation shall begin on January 1 and end on December 31.

ARTICLE XIV - AMENDMENTS

Section 1. PROPOSAL OF AMENDMENT

Resolutions to add, alter, amend, repeal, or any portion of the Constitution or Bylaws may be presented for vote by the Board of Directors at any meeting of the membership, whether annual or special, provided that at least thirty (30) days written notice is given to the entire membership of the institution to alter, amend, or repeal, or to adopt new Bylaws at such meeting. Chapters may propose amendments by submitting the amendments to the Board of Directors through the Secretary sixty (60) days prior to the annual or special meeting.

The Board will then send all proposed amendments to the membership thirty (30) days prior to the annual or special meeting.

Section 2. VOTE

A two-thirds affirmative vote by the membership attending the annual or special meeting for which a quorum is met is required for passage of a proposed amendment.

ARTICLE XV - HONORARY MEMBERS

Honorary members of the Corporation may be elected by the membership at the Fall meeting, from those nominated by the chapters or the Board of Directors for their outstanding contributions to the game of golf. New members will be elected annually and will have limited terms of two (2) years. Each chapter may select one Honorary Member at a chapter meeting thirty (30) days prior to the fall meeting. This name shall be submitted to the Secretary and corporation office immediately after selection. Lifetime honorary memberships may be granted by the Board of Directors.

ARTICLE XVI - SPECIAL PROJECTS

The Board of Directors may establish projects as they deem necessary, and give a written report to the membership.

POLICIES OF THE BOARD OF DIRECTORS

1. APPRENTICES

a. Must be working toward PGA Membership if eligible. His/her primary income should be from his/her employment in the golf profession. If employed as an apprentice in an eligible classification he/she must work on a basis of a 40-hour week.

b. He/she is entitled only to the privileges of association with fellow professionals, play with them in competition, and attend business meetings.

c. An apprentice may not participate in the following: Tennessee Challenge Cup Matches, Club Professional Championship, Section Championship, and PGA Tour Event Qualifiers for PGA members only

d. The playing privileges of an apprentice shall be canceled at any time by the Section or Chapter for violation of the Constitution and/or Bylaws of the PGA of America or of the Tennessee Section, PGA, or upon his/her suspension

or removal from the apprentice program for any reason. If an apprentice becomes ineligible employed he/she immediately loses all playing privileges, within the Section, on the day that he/she becomes ineligible employed. If re-employed, consistent with eligible employment requirements, the apprentice must re-register with the Section and National PGA to become eligible to participate in Section events. Exceptions may be granted under certain individual conditions.

e. He/she does not have a vote at Chapter or Sectional levels, nor may he/she hold office in the corporation.

f. He/she may ask questions, make suggestions and criticisms at all meetings.

2. PROFESSIONAL OF THE YEAR/AWARDS

A committee appointed by the President shall choose the current Professional of the Year for the corporation, consistent with National Policy guidelines. The President, at least (30) thirty days prior to the annual meeting shall advise the Chairperson to assemble the committee, select and then announce their decision at that business meeting. The committee chairperson should also oversee selection of the Horton Smith, Bill Strausbaugh, Teacher of the Year, Junior Golf Leader, Merchandiser of the Year, *Richard Eller Growth of the Game*, and *Assistant Golf Professional of the Year Awards*. (Added March 2007).

TENNESSEE SECTION PGA OF AMERICA
Tournament Rules & Regulations
And Tournament Formats

I. AUTHORITY

The Tournament Committee/Director, acting on behalf of the Board of Directors, Host Professional, Rules Committee, and the Course Superintendent, shall have complete control in administering all tournaments sponsored and conducted by the Tennessee Section PGA. The Board of Directors shall have the authority to amend the Tournament Rules and Regulations.

II. ELIGIBILITY

Requirements for eligibility of Professional contestants in Tennessee Section PGA tournaments shall be strictly enforced by the Tournament Committee/Director. The Board of Directors is charged with the responsibility of determining the playing privileges and it shall publish and interpret the Guidelines the same as provided for in the Constitution. The withholding of playing privileges does not violate or deny the Constitutional rights of any member, as such privilege is not discriminatory and is in compliance with the established rules governing player participation eligibility. A player must be eligible by the tournament deadline and continue to be eligible through the completion of the event.

Only eligible Golf Professionals and eligible Amateurs designated within the following categories shall be eligible to compete in official events conducted by the Tennessee Section PGA. There will be no exceptions.

1. All Tennessee Section PGA Class A, active members, life members and retired members in good standings, except A-3 classifications, shall be granted full playing rights and privileges in the Tennessee Section. Members of the Tennessee Section PGA who hold an A-3 status shall have no playing privileges in the Tennessee Section. Exception: A-3's who are over the age of 50 have playing rights in the Senior State Open.

Active PGA members, who are unemployed or become unemployed from a full-time Golf Professionals' job, shall receive a grace period of 180 days to retain playing privileges in Section events. After 180 days, the professional shall lose playing privileges until becoming re-employed on a full-time basis as a Golf Professional at which time the professional shall immediately have playing privileges reinstated. The professional then must remain employed on a full-time basis as a Golf Professional for one (1) full year before receiving another 180 day grace period for playing privileges. All unemployed Class A members who transfer into the Tennessee Section shall not receive the 180-day grace period and do not have playing privileges until they become eligibly employed. Full-time employment in the Tennessee Section shall be defined as working in an eligible classification as defined by the PGA of America an average of 36 hours per week during the golf season, which is a minimum of eight (8) months in Tennessee.

2. Apprentices shall be eligible to compete in all Section tournaments with the exception of the Section Championship/PNC, The Players Championship, any Member Qualifiers for the PGA Tour or its affiliate tours, and the Challenge Cup Matches. Apprentices will not be allowed to compete for the Tennessee PGA Player of the Year Award, but can compete for the Assistant Player of the Year. Effective November 2003, apprentices who are eligibly employed in the golf business and have properly registered in the PGA Professional Golf Management (PGA PGM) program will have playing privileges within their chapter, and will be eligible to play in Section events or events conducted that use Section eligibility rules.

3. Amateurs, by invitation from the Tournament Committee with approval by the Board of Directors, may compete in Tennessee PGA Section events and the Tennessee Challenge Cup Matches. Amateur golfers competing in Tennessee PGA conducted events must meet the USGA definition of an amateur golfer. The Tennessee PGA reserves the right to reject amateur entrants who are not in good standing or under suspension by other local, state, regional, or nationally recognized golf association. Non-amateurs are ineligible to compete in Tennessee PGA events except PGA Tour qualifiers.

4. Senior Professionals must have reached the age of 50 by the first day of the event to compete in Senior Tournaments. In selected events, Senior Tees will be used. Although competing from separate tees, senior professionals will compete for the same purse. These yardages will be approximately 3-5% shorter than regular course length. Events where senior tees will be used include (but not limited to): Pro-Official, Pro-Assistant, Pro-Pro, Pro-Junior and Pro-Superintendent.

III. CONDUCT

Section 1. DISCIPLINE, PENALTIES, AND APPEALS

Each PGA of America Member or Apprentice Participant (“Participant”) in a Section golf tournament acknowledges the right and authority of the Section to (i) fine and suspend from tournament play; and/or to (ii) fine and permanently bar the Participant from Section tournaments. Any Participant in a Section event hereby releases the PGA of America Section, the PGA of America, the PGA Tournament Corporation, Inc., rules officials, each director, officer, member, employee, agent or representative of any of the foregoing jointly and severally, individually and in their official capacity, of and from any and all claims, demands, damages and causes of action whatsoever, in law or equity, arising out of or in connection with any such decision or action by the Section, PGA of America or any appellate body.

Fines are due and payable within thirty (30) days unless the Participant has made a written appeal. Should the appeal be denied, the fine will be due and payable within thirty (30) days of such denial of appeal; and the Participant will be ineligible to participate in any Section tournament and any other PGA of America tournaments and the tournaments of any other PGA Section until said fine is paid in full.

a. Advance Notification of Proposed Disciplinary Action

Except for penalties under the Rules of Golf and for “Minor Penalties” (as hereafter defined), any Participant subject to disciplinary action or penalty defined as a “Major Penalty” shall first be notified of such proposed action in writing. Such notice may be presented to the Participant by a tournament official. Within thirty (30) days from the receipt of the notice, the Participant shall submit to the Section Tournament Director or the Section Executive Director such facts or evidence of mitigating circumstances as may apply. Within thirty (30) days of receipt of such information from the Participant, the Section Tournament Director or the Section Executive Director shall notify the Participant in writing of the imposition of the proposed disciplinary action or penalty, or that the proposed action has been dismissed. After the imposition of any penalty hereunder, the Participant shall have the right to appeal to the Section Board of Inquiry as set forth in Section E herein.

b. Rules of Golf

Any Participant in a Section tournament who breaches the Rules of Golf of the United States Golf Association or Local Rules in effect for the conduct of such event shall be subject to the penalties provided in such Rules as well as any other penalties imposed by the Section consistent with this policy. The decision of the Section Rules Officials/ and/or the Section Tournament Committee with respect to such Rules breach shall be final and conclusive.

c. Conduct Unbecoming a Professional

Any Participant deemed guilty of conduct unbecoming a professional while participating in a Section tournament or in activities related thereto (e.g. practice rounds, hospitality events, etc.) shall be subject to fine, suspension and/or permanent disbarment from Section tournament play as provided in this policy. A fine of \$100 shall be levied for the first offense. A fine of \$150 shall be levied for the second offense, and a prohibition from participating in Section events for one year shall be levied for the third offense. Any Participant that is found guilty of more than three offenses for conduct unbecoming a professional charge may, at the sole discretion of the Section, be permanently prohibited from participating in all Section and PGA of America tournaments and also may be subject to PGA of America Code of Ethics charges. Notwithstanding the foregoing, the Section reserves the right to pursue Code of Ethics charges against any PGA Member/Apprentice for conduct charges related to the conduct of any Participant at Section golf tournaments and related events at the sole discretion of the Section in compliance with the procedures for Code of Ethics hearings as set forth in this Article II of the Bylaws.

d. Classes of Penalties for Section Tournament Offenses

1. Minor Penalties

A Minor Penalty is a fine of not more than \$150 and/or suspension from tournament play for two or less tournaments. A Minor Penalty may be imposed by the Section tournament officials responsible for the conduct of the tournament.

2. Major Penalties

Major Penalty is a fine in excess of \$150, suspension from tournament play for more than three tournaments, and/or permanent disbarment from Section tournament play.

e. Appeals

1. Minor Penalties

Appeals from Minor Penalties shall be to the Tournament Committee Chairperson (or his/her designee). Such appeal may be in writing or oral. Such appeal shall be received by the Tournament Committee Chair no later than thirty (30) days subsequent to the infraction. The Tournament Committee Chair shall render the decision on appeal in writing within thirty (30) days of the receipt of the appeal and submit a final report to the Section Executive Director. The Section Executive Director shall submit this final report to the Association General Counsel. Such decision shall be final. Notwithstanding the foregoing, in the event that the Section determines that it would prefer that a Minor Penalty shall be submitted to the Board of Control for a hearing in lieu of action by the Section, then the Section Board of Inquiry will follow the same procedures set forth herein for all matters submitted to the Board of Control for Code of Ethics procedures.

2. Major Penalties

Within thirty days from the date of notification of a Major Penalty, the Participant may submit a written appeal to the Section Board of Inquiry. Failure to file such an appeal shall be deemed conclusively to be an admission of the charges specified in the notification.

Thereafter, the Section Board of Inquiry will prepare a report of the matter to the Board of Control and the matter will be set for a hearing before the Board of Control in accordance with all applicable procedures set forth herein for ethics appeals heard by the Board of Control. The Board of Control shall hear the appeal either at the next regularly scheduled Board of Control hearing or at an expedited meeting that may be held in person or via conference call at the discretion of the Chair of the Board of Control. The decision of the Board of Control shall be final. An appeal shall operate to stay the effective date of any penalty, except suspension from a Section tournament then in progress or scheduled for the calendar week in which the alleged violation occurred, until after a final decision on the appeal.

All fines must be paid within thirty (30) days from the imposition of the fine, or in the event of an appeal, within (30) days from the decision rendered by the Board of Control in the event the Board of Control upholds the findings of the Tournament Committee Chair.

Section 2. PGA DRESS CODE

In Tennessee Section/Chapter events, (including practice rounds, Chapter pro-ams, Chapter play days, and the PAT), Tennessee PGA professionals will observe the PGA of America's Universal Dress Code. Male PGA participants must wear slacks and participants shall not wear shorts anywhere on club property. Female PGA participants may wear culottes, walking shorts, or golf shorts which constitute acceptable clothing worn by women in connection with participation in professional golf tournaments. All PGA participants will be required to present a neat appearance, appropriate to a professional golf tournament in both clothing and grooming.

Penalty for a breach of dress code will be a \$100 fine for the first offense, \$150 fine for the second offense and suspension from participating in Section events for one year shall be levied for the third offense. Punishment for any future offenses will be determined by a majority vote of the Tournament Committee.

During any Section/Chapter event, if a PGA Professional is in violation of the dress code during play, upon notification, the Professional will not be allowed to continue play until he/she is wearing proper attire. Any applicable penalties as stipulated by the USGA Rules of Golf (i.e. undue delay) will be enforced.

The dress code applies to practice rounds one week prior to the event. If a PGA Professionals wears shorts outside of the one week time frame he/she will not be penalized.

IV. TOURNAMENT POLICIES

Section 1. TOURNAMENT SCHEDULE

The official Tournament Schedule shall be the responsibility of the Tournament Director. The schedule for the coming season shall be released in a tentative form by February 1 and shall be printed with the final dates, tournaments, and sites by March 1st. Regardless of the Tournament Format, before any Tournament is announced or scheduled, the Host Professional **MUST** clear the tournament date with the Tournament Director.

Section 2. RULES AND PROCEDURES

The following Rules, Policies and Procedures of the Tennessee Section PGA shall be carried out in all Section tournaments:

1. Rules of Play

All Tournaments conducted by the Tennessee Section PGA shall be played under USGA Rules of Golf and the Tennessee PGA Rules of Play Card. All local rules or supplements to the USGA Rules shall be approved by the Tournament Committee/Director. Such local rules and or modifications shall be posted in a conspicuous location at the Tournament Site. In addition, it shall be mandatory that a Rules Sheet be printed for each contestant in the Tournament and provided to each contestant prior to the start of play. Women shall play from tees as determined by National PGA policy.

2. Withdrawing from Event/Refunds

A player who has paid for a tournament and withdraws after the entry deadline will receive no refund unless contacting the Tournament Director with a medical condition which must be verified in writing or a death in the family. A \$15 administration fee will be deducted from all refunds. A player who does not show up for a tournament **without** notifying the Tournament Director will lose the entry fee and be fined \$50. A player who withdraws after the competition starts and does not notify the official scorer, Tournament Director, or PGA official will be fined \$50. The Tournament Director reserves the right to withhold any monies which have been guaranteed to the host facility.

3. Playoffs

Unless otherwise stated, in all Section tournaments a tie for first place in the Professional Division shall be resolved by a sudden death playoff at the hole designated on the local rules sheet or otherwise determined by the Official in Charge. All other ties will be grouped and prizes equally divided.

4. Carts

Carts may be used in tournament competition unless otherwise prohibited. Spectator Carts will not be permitted in any TPGA Section Event, unless authorized by the TPGA Tournament Committee/Director prior to the event. For all other events, Spectator cart policies will be determined in conjunction with the Host Club/Course's policies.

5. Returned Checks

Any player issuing a check that is returned (i.e., insufficient funds, closed account) will be ineligible to participate in subsequent events until such time as the check is made good. A penalty equal to the bank charge will be made on all returned checks.

6. Rain Policy

The Tennessee PGA representative in charge has the authority to order discontinuance of play due to weather conditions. The decision to resume play, postpone any part of it or cancel play entirely rests with the Official in Charge.

7. Slow Play

Slow play will be monitored by the Tournament Committee/Director. The Tennessee PGA Rules of Play Card/Pace of Play Memorandum will govern policy and penalties.

8. Liability

By virtue of paid entry, the entrant hereby agrees to abide by the decisions of the Tournament Committee/Director as being final with no liability to the Tennessee PGA, Host Club or Tournament Committee/Director at its discretion. By his/her application, an entrant will agree not to protest the rejection of their entry. It shall be the entrant's responsibility to learn all events' rules prior to entering.

9. Falsification of Pro-Am Amateur Handicaps

The Tennessee PGA **professional** shall be responsible for the accuracy of handicaps of their amateur team members. The Tennessee PGA recommends the amateurs to have a valid USGA handicap as proof in the event of dispute. In the absence of a valid USGA handicap, the professional shall be responsible for determining the appropriate handicap index. In the event that falsification of a handicap occurs in a chapter or Section pro-am, the professional will be subject to a major or minor penalty. In addition, the professional shall forfeit winnings and shall be responsible for returning (or paying for) amateur gift certificates that have been distributed or cashed in. This rule may also apply to pro-ams out of our Section if a tournament requests handicap verification.

10. "B" Division

"B" division may be established in selected two-day team events. In case of a rainout of either day the "B" division will be eliminated unless the entire division has completed play prior to rainout. Normally the B division will constitute the bottom 25% of the field.

11. Groupings & Starting Times

The Tournament Committee/Director is responsible for groupings and starting times. Groupings and starting time policy will be consistent with established golf pairings procedures.

12. PGA Tour Events (St. Jude Classic)

The prior year Tennessee Section PGA Champion is exempt into the current year St. Jude Classic. If the prior year champion cannot play in the event the next highest finisher who is able to play from the Section Championship will represent the Tennessee Section. If there is a tie, a scorecard playoff using the USGA method will determine the tie breaker.

13. Web.com Tour

Rules and regulations, eligibility and exemption policies for Web.com Tour events and qualifiers shall be determined annually by the PGA Tour and/or the Tennessee PGA Board of Directors. PGA Tour members (A-3) shall not be eligible for Tennessee Section member qualifying events.

14. Amateur Payoffs

As per the USGA Rules of Golf regarding Amateur Status, an amateur may receive gift certificates totaling not more than \$750 in each Tennessee PGA event.

15. Finances

The overall tournament program shall not budget to lose money in any fiscal year.

16. Alcohol

The consumption of alcohol during the stipulated round of TPGA point events is not permitted.

1st Offense – Warning

2nd Offense – Written documentation from the Tournament Committee to individual

3rd Offense – Fine levied by the Tournament Committee

17. Cell Phone

In all TPGA Tournaments, players are requested to refrain from the use of cell phones during all tournament rounds, practice rounds, and while utilizing practice areas. Players are asked to use common sense regarding cell phones and be courteous regarding their use.

V. TENNESSEE SECTION PGA CHAMPIONSHIP

Section 1. Rules Committee

Non-competing host Professional, Tournament Director, designated staff members, and other assigned members.

Section 2. TOURNAMENT DATES

The Tennessee Section PGA Section Championship will be held annually at a time established by the Tournament Committee in accordance with National eligibility rules and regulations.

Section 3. TOURNAMENT SITE

The Tennessee PGA Section Championship site will be set by approval of the Tournament Committee.

Section 4. TOURNAMENT FORMAT

The Tennessee PGA Championship will be a 54-hole Stroke Play event. The Rules Committee has the authority to reduce the tournament to a 45-hole Stroke Play event or a 36-hole Stroke Play event in the event of inclement weather or a natural disaster.

VI. PGA/SENIOR TENNESSEE SECTION PROFESSIONAL CHAMPIONSHIP

Section 1. Tennessee Section Professional Championship Qualifying

Qualifying rounds for the Tennessee Section Professional Championship will be held at a time established by the Tournament Committee in accordance with National eligibility rules and regulations.

Section 2. Tennessee Section Senior Professional Championship Qualifying

Qualifying rounds for the Tennessee Section Senior Professional Championship shall be set by the Tournament Committee in accordance with National eligibility rules and regulations.

VII. TENNESSEE CHALLENGE CUP MATCHES

Section 1. METHODS OF QUALIFICATION:

(a) Professional

Must be an active member, retired member or life member of the Tennessee Section PGA. The team shall consist of 16 PGA Members: Top 10 regular players from the Regular Player of the Year standings and top 6 senior players from the Senior Player of the Year standings. A playing or honorary non-playing captain shall be appointed by the President.

Regular Division - If a player in the top 10 cannot play the spot will be filled by players 11 through 15. If the spot is still not filled the spot will be chosen by the Cup Match Captain.

Senior Division - If a player in the top 6 cannot play the spot will be filled by players 7 through 9. If the spot is still not filled the spot will be chosen by the Cup Match Captain.

(b) Amateurs

Selected by the Tennessee Golf Association from their Designated Event Point List, subject to TGA modification.

(c) A-3's

A-3 members may from time to time be invited to participate in the Cup Matches. An A-3 can only be added to the field and cannot take away a spot from any qualified professional or senior professional or alternate. The amateur team must agree to the addition and be allowed to add a player of their choice as long as the player is an amateur and a resident of the state of Tennessee.

Section 2. FORMAT

Play shall be Ryder Cup Format: Singles Matches; Four-Ball Matches; Foursome Matches

One point will be awarded for each win in singles, Four-Ball and Foursome matches. Ties will be awarded ½ point to each side.

IX. ASSISTANT CUP MATCH INFO/ELIGIBILITY

Must be an active member (A-8) or Apprentice (B) of the Tennessee Section PGA. The team shall consist of 12 PGA Assistants or Apprentices. The top ten 10 assistant players from the Assistant Player of the Year standings plus two 2 captain's picks. If a player is deemed ineligible at the time of the matches or cannot attend, the next player(s) in successive order on the APOY point standings will be invited to participate.

X. TENNESSEE SECTION PGA PLAYERS OF THE YEAR

The Tennessee Section PGA Professional Player of the Year award will be presented to the active Tennessee Section member or Life Member who has not entered in more than 12 PGA Tour events, not including the National PGA Championship. The award will be based on points earned in designated events. If a point event is cancelled no points will be awarded for that event. PGA members who are employed by a Club and also join the PGA Tour but play in less than 12 PGA Tour events and are not classified A-3, are eligible for Player of the Year. The award will be based on points earned in designated events.

Section 1. Regular Player of the Year

Class A Members in good standing.

Section 2. Senior Player of the Year

Members and Apprentices who are 50 and older

Section 3. Assistant Player of the Year

Assistants Professionals (A-8) and Apprentices (B). A player is still eligible for the Assistant Player of the Year Award if he/her is suspended or has changed to an ineligible classification or status. Once points are earned they remain valid until the conclusion of the tournament season.

Points for Player of the Year, Senior Player of the Year and Assistant Player of the Year will be compiled starting January 1 of the current year and end December 31 of the current year. Please note Chapter Championships will not count for the current year and will be added to the following year's point totals.

XI. SANCTIONED EVENTS

The Tennessee Section PGA Tournament Committee will annually designate a certain number of tournaments that will preferably not exceed 36 or 54 holes and will be spaced out in time and location throughout the state to broaden the base of the Player of the Year award. These events carry a minimum purse to be established by the Tournament Committee, and will be publicized at the beginning of the season. Designated events must pay applicable administration fees established by the Tournament Committee. Entry fees will be set by the host facility, but must be approved by the Tournament Committee/Director.

XII. PURSE PAYOFF

The Tournament Director shall use sample payoff guidelines when possible, but under no circumstances will more than 50% of the field be paid, not including charity events. The Tournament Director has final authority to make payoffs at his/her discretion.

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