

UNSTRUNG RACQUETS INC. BYLAWS

Revised and Amended Effective December 18, 2006

ARTICLE I

NAME

The name of the organization shall be **UNSTRUNG RACQUETS, INC.**, a non-profit corporation formed under the laws of the State of Arizona. Hereafter in these By-laws the organization shall be referred to as the “Club.”

ARTICLE II

PURPOSE

The primary purpose shall be, as a singles organization, to provide social tennis, tournament competition, parties and any other activity approved by the Board of Directors.

ARTICLE III

MEMBERSHIP AND DUES

A. MEMBERSHIP TYPES AND REQUIREMENTS:

1. **Requirement:** Any person 21 years of age or older may apply for membership.
2. **Regular Membership:** Application for membership must include a completed membership application with evidence of a 3.5 rating or higher accompanied by a check or cash for the dues. Lacking evidence of this rating level, a prospective applicant shall be given a rating by Unstrung Racquets, either by persons designated for that respective membership year to perform ratings, or obtain a rating card of 3.5 or above from a USTA recognized authority (such as, Scottsdale Ranch Park or the Manager of La Camarilla Racquet Club). If a Club rating is challenged by a majority of the Board, then a rating certified by a USTA professional can be requested. Directors have the option to accept or reject applications for any reason so long as it is not related to race, color, creed, religion, or gender.
3. **Partial-Year Membership (Includes Members Joining After September 1 or Winter Visitor for Six Months or Less):** This short-term membership applies to those individuals who are residents for six months or less. All the conditions of a Regular Membership apply except the individual receives a discounted membership price.

4. **Former Members.** Former members requesting to be re-admitted to membership must reapply as new members by submitting their application, with dues, for approval by the Board of Directors.
- B. **ANNUAL DUES:** Annual dues shall be set by the Board of Directors and shall be payable by January 1st of each year. Any member not current with dues postmarked by January 31st will forfeit his/her membership and will need to reapply for membership.
- C. **MEMBER ELIGIBILITY:** Any member in good standing may retain his/her membership by payment of the annual membership dues. Any member in good standing may retain his/her membership if he/she becomes married. Such member in good standing shall be entitled to vote in the annual election of officers and directors. Each member shall be eligible for all Club functions.
- D. **MEMBER DEPARTMENT:** Each member is under an obligation to avoid acts that are unsportsmanlike or detrimental to the Club. The USTA Code of Conduct shall be enforced and violators are subject to loss of membership in the Club. The highest level of sportsmanship is expected from every member.
- E. **MEMBERSHIP ACCEPTANCE:** By accepting membership into the Club, each member understands that the Board of Directors may, at their discretion and for good cause, take action to cancel a member's membership subject to the procedures outlined in ARTICLE VI of these by-laws.
- F. **CLUB ROSTER:** The roster is a list of addresses and phone numbers of all active members. The use of this roster is for the private use of Unstrung members only, and is not for public distribution by an Unstrung member or for unauthorized use by members for the purpose of their personal solicitation and/or commercial benefit. Misuse of the roster will result in the Board taking action to cancel the membership of the offending member subject to the procedures outlined in ARTICLE VI of these Bylaws.

ARTICLE IV

DUTIES OF OFFICERS AND BOARD OF DIRECTORS

- A. **BOARD OF DIRECTORS:** The Board shall consist of the following elected officers and directors, who shall serve for one year, unless their term is extended per Article V, Paragraph B.
1. **PRESIDENT:** Shall set meeting dates, prepare agendas and preside at board meetings. The President, acting under the Bylaws and Board policies, shall make executive decisions when necessary and appoint special committees as required. The President with Board confirmation shall fill vacancies occurring in any office, except that of the President. The President is the primary signatory on contracts, then Treasurer and Vice President.

2. **VICE PRESIDENT:** Shall assist the President and assume the duties of President during the absence of the President. The Vice President shall assume the duties of the President in the event the elected President is unable to complete his/her term of office. If the Vice President is not able to fill the position of President for the remainder of the term, then the Vice President shall assume the duties of the President until a President replacement is named and approved by the Board of Directors. The Vice President will also perform tasks or activities assigned by the President, or with the Board of Directors, from time to time for the benefit of the Club.
3. **SECRETARY:** Shall be responsible for seeing that the Board meeting minutes are kept and the records are maintained.
4. **TREASURER:** Shall maintain all records of monies paid or received by the Directors, maintain a bank account and pay expenditures approved by the President acting under Board policy. The Treasurer shall keep a permanent record of all financial transactions, report on the Club's financial condition, and prepare an annual statement for audit or examination at the end of the Club year. The Treasurer will also file the annual document required by the Corporation Commission.
5. **OPEN TENNIS DIRECTOR:** Shall be responsible for hosting Open Tennis on the days and hours as established by the Board of Directors and shall train and monitor any additional Open Tennis hosts. The Open Tennis Director shall ensure that all money and time sheet reports are given to the Treasurer in a prompt manner. The Open Tennis Director is empowered with the authority to diffuse issues occurring at an Open Tennis event and take whatever remedial action is required.
6. **TOURNAMENT DIRECTOR:** Shall set tournament dates, in coordination with the Party Director, secure courts, publicize, collect member entries, secure prizes, set up and run tournaments and report results to the Treasurer and also to the Newsletter Director. All tournaments are open to the entire Club membership. The Tournament Director is empowered with the authority to diffuse issues occurring at a tournament event, particularly disputes among players. Significant ongoing issues are to be reported to the Board.
7. **TOURNAMENT PARTY DIRECTOR:** Shall coordinate with the Tournament Director as to the party date, set up and coordinate assisting committees, secure location, publicize, and acquire food and drink. A report of income and expenses shall be given to the Treasurer. The Party Director is empowered with the authority to diffuse issues occurring at a tournament party, or with regard to planning and organization issues and to effect whatever remedy is required.
8. **MEMBERSHIP DIRECTOR:** Shall be responsible for processing new membership applications for Board approval and shall keep a currently updated membership list. Membership Director shall inform Newsletter Director/editor of updates or additions for timely newsletter distribution. Membership Director is also

responsible for advertising to attract new memberships. Any membership issues or disputes are to be presented to the Board of Directors for a final determination.

9. **ACTIVITIES DIRECTOR:** Shall be responsible for additional social activities or other events as long as they are self-supporting or Board approved expenditures. All committee members, arrangements, sign-ups and details shall be the responsibility of the Activities Director. The Board of Directors has the discretion to disapprove any planned activities. The Activities Director is empowered with the authority to diffuse and handle issues arising at a Club activities event.
 10. **NEWSLETTER DIRECTOR:** Shall gather information, edit, publish and circulate to all members a monthly newsletter in a timely manner, publishing no less than ten newsletters annually. The Newsletter Director has the authority to handle editorial issues arising in connection with submitted articles at time of publication. All other questions or text concerns occurring between publication dates regarding articles or information to be published are to receive Board approval prior to publication.
 11. **WEBMASTER:** Shall be responsible for the design and maintenance of the Unstrung Racquets Web site, keeping Club information as current as possible and is empowered to handle issues arising about the Club Web site to keep it functional.
 12. **HISTORIAN:** Shall keep the Club records to mark the Club history, such as newsletters, copies of Minutes and rosters, along with pictures available and articles found or written. The Historian is a non-voting position and attends board meetings by invitation of the Board of Directors.
- B. DUTIES OF BOARD OF DIRECTORS:** The duties of the Board shall be the administration of the Club per Article II and within compliance of the Articles of Incorporation as approved by the State of Arizona.
- C. COMMITTEES:** Directors are responsible for securing Club members for their own committees from the Club membership and appointing a committee chairperson if needed. Each Officer and Director, along with the Committee Chair, shall inform the Board of Directors and the Newsletter Director of all planned events.
- D. BOARD MEETINGS:**
1. **Board Attendance:** It shall be the duty of Officers and Directors to attend the Board meetings. Should a Board member miss three or more meetings, the President, with the approval of the Board, may remove that Officer or Director from the Board of Directors and appoint a new Officer or Director.
 2. **Meeting Notice:** Board members must be given two weeks notice of any Board meeting with the exception of an emergency meeting to be called by the President or any Board member for the purpose of dealing with only one or two emergency matters.

3. **Required Board Meetings:** The Board of Directors shall meet a minimum of six times per year and monthly meetings are suggested. All Board members shall have one vote. The exception is the Club Historian who does not have a vote when attending Board meetings.
4. **Quorum:** Five (5) Board members shall compose a quorum with a majority vote deciding all routine matters.
5. **Club Member Attendance:** Any Club member may attend open Board meetings as an observer provided the member notifies the host/hostess. Members may bring forth matters of concern upon receiving prior approval from the President.
6. **Executive Sessions:** The President or Vice President may call an executive session of the Board to handle disciplinary issues of Club members. Removal of a member from the Club will be handled only in an executive session. The Secretary will take written Minutes for the official Minute Book record only (no distribution), so that the Board documents the action taken.
7. **Rules of Order:** All meetings of Unstrung Racquets shall be operated in accordance with the latest version of Robert's Rules of Order, as pertaining to informal meetings.

ARTICLE V

NOMINATION, ELECTION AND TERM YEAR

A. NOMINATING COMMITTEE:

1. **Committee Appointment:** The President shall appoint three or more members to serve on the Nominating Committee. At least three members of the committee should be from the general membership. These names shall be presented to the Board for approval at the August (if held) or September Board meeting.
2. **Nominating Committee Mission:** The duty of the Nominating Committee shall be to present a slate of candidates at least one month prior to the election. Consent of a candidate must be obtained before the name is placed on the ballot.
3. **Candidate Requirements:** In order for the candidate to be considered for an officer or director position, the candidate shall have been a Club member for at least one year prior to taking office, with the exception of the President who also shall have been a Board member for one year prior to being nominated. Under special circumstances these requirements may be waived by a majority vote of the Board of Directors. Once the Board has waived these requirements, the Officer elected under these special circumstances shall be eligible to serve two full consecutive terms in accordance with Article V-C.

4. **Candidate Replacement:** In the event a candidate withdraws before the election, it shall be the duty of the Nominating Committee to replace the candidate.
- B. **BOARD TERMS:** Officers and other Directors shall be eligible to serve two consecutive terms in the same office, and, if deemed beneficial to the Club, may serve additional terms with Board approval.
- C. **DIRECTORSHIP TENURE—SIX MONTHS:** The term of a Directorship responsibility may be split into two six-month tenures during a year with two persons acting as Director for the position during their respectively chosen six-month period. The Nominating Committee will nominate at least two candidates to be on the slate, each to serve as a Director, if the requirement for such a situation should arise.
- D. **ANNUAL ELECTION:** The annual election of Officers and Directors shall be held in the fall each year.
1. **Ballot Distribution and Tabulation:** Ballots for the election of Officers and Directors shall be distributed to all members the first week of November and shall be returned no later than November 30. Ballots can be distributed by the U.S. Postal Service, or by e-mail per Board decision; however, the ballot must be returned by the United States Postal Service in a self-addressed return envelope provided or in a member-provided envelope with the member's signature written on the return envelope. The President or Board will designate a member to receive the ballots. As appointed by the President, members of the Nominating Committee or other Club members will tabulate the ballots. In the event of a tie vote the Board may select the Officer or the Director rather than have a second vote.
2. **Ratification And Installation:** Elections shall be ratified and installation of elected Board members shall be at a time and place decided by the Board of Directors during the month of December. Newly elected Board members shall take office at the conclusion of the combined December meeting of the outgoing and incoming Board of Directors, to serve until the following installation.

ARTICLE VI

SPECIAL PROCEDURES

- A. **BYLAW AMENDMENTS AND VOTING:** The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, to be executed temporarily for the smooth and equitable operation of the Club, such as when conditions change making stated Bylaws null and void, until the membership vote is taken on the amendments. All amendments and repeals of the Bylaws must be approved by a majority of the voting membership present at a properly noticed meeting of the members or by a Board approved voting method, as stated in Article V, Paragraph D.1, if a meeting of the membership cannot be conveniently called. This meeting notice shall be given at least two weeks prior to voting on the amendments or repeals. If voting cannot be conducted at a duly called meeting, voting on Bylaw changes also may be conducted by U.S. Postal Service mail or e-mail transmission, designating a final response date. The ballots must be returned by the United States Postal Service in a self-addressed return envelope mailed with the ballot or, if the ballot is provided by e-mail, in a member-provided return envelope with the member's signature written on the envelope. All ballots are to be received by the President or by a member of the Board of Directors assigned by the President.
- B. **CLUB MEMBER CONDUCT:** If the conduct of any member results in three written incidents in any twelve-month period, the President, having written a letter to the member against whom the complaints were filed, shall ask the person to meet with the Board of Directors. Such notice shall be in writing and mailed to the member not less than fourteen (14) calendar days prior to the date of the next scheduled Board meeting. The Board in its sole discretion may (a) elect to issue a letter of reprimand admonition stating that the member is expected to comply with the rules of the Club and with the USTA Code of Conduct, (b) elect to place the member on probation, or (c) suspend and/or cancel the member's membership in the Club for up to one year. A Board vote shall be taken and the majority shall rule. If removed the member shall have no recourse for the current year but may re-apply for membership after completion of the disciplinary period.
- C. **BOARD MEMBER REMOVAL:** A Board member may be removed by a vote of the majority of the Board members or by petition and majority vote of the current membership.
1. **Board Member Request:** Four or more Board members may request, in writing, the removal of any elected Board member. The Board member being considered for removal must be given notice and shall have an opportunity to speak at the Board meeting.
 2. **Petition by Club Membership:** Petitions of 25% of the current Club membership, with signatures, can initiate a recall election for Board members and removal of Board members will be accomplished by a majority vote of the voting membership.
- D. **BOARD VESTED POWER:** The Board is vested with the power to create or discontinue various Director or committee chair positions deemed beneficial or not beneficial to the Club, and to confer Board status with a vote, or to confer honorary

Board status with no vote but allowing Board meeting attendance. Confirmation will be by a majority vote of the Board of Directors in a formal resolution recorded in the Minutes. Additionally created positions can be added to the Bylaws as provided in Article VI, Special Procedures, paragraph A of these Bylaws.

ARTICLE VII

LIABILITY

- A. **BOARD INDEMNIFICATION**: Unstrung Racquets, Inc., a non-profit corporation, shall indemnify the Board of Directors, including former Board members, to the full extent permitted by the laws of the State of Arizona.
- B. **MEMBER LIABILITY**: By accepting membership into the Club, each member shall be liable for any property damage and/or personal injury at any activity or function operated, organized, arranged or sponsored by the Club and caused by that member or any of his/her guests.
1. **Indemnity of Members and Guests**: Any member, guest or other person who, in any manner, engages in any contest, game, function, exercise, competition or other activity operated, organized, arranged or sponsored by the Club shall do so at his/her own risk and shall hold the Club, the Officers, Board Directors, representatives and agents harmless from any and all loss, cost, claim, injury, damage, or liability sustained or incurred by the member, guest or other person, resulting therefrom, such contest, game, function, exercise, competition or other activity, and/or resulting from any act or omission by the member, guest or other person.
2. **Guests of Members**: Any member shall have, own and perform the same obligation to the Club, its Officers, Board Directors, representatives and agents hereunder in respect to any such loss, cost, claim, injury, damage or liability sustained or incurred by any guest of such member.
- C. **LAWSUITS**: Should any party bound by these regulations bring suit against the Club on any claim or matter and fail to obtain judgment therein against the Club, said party shall be liable to the Club for all costs and expenses, including attorneys' fees, incurred by the Club in the defense of such suit.

Bylaws adopted by vote of the membership in accordance with Article VI, Paragraph A, of these Bylaws effective the 18th day of December 2006.