

# HERONS GLEN TENNIS ASSOCIATION BYLAWS

## ARTICLE I. NAME

This organization shall be known as the Herons Glen Tennis Association (HGTA).

## ARTICLE II. OBJECTIVES

**The objectives of this organization are to promote competitive and social (fun) tennis among its members, promote improvement and learning about tennis play and sportsmanship, and to provide general oversight of the tennis courts as sanctioned by the Herons Glen Recreation District Board of Supervisors, and to make recommendations to the supervisors or HGRD committees concerning maintenance and improvement of the tennis facility.**

## ARTICLE III. MEMBERSHIP

### **Section 1. Election to Membership.**

All members shall be residents of the Herons Glen community and shall have paid annual dues to the HGTA, and subscribe to and comply with the HGTA membership rules. Any exceptions to the foregoing may be made by the President of the HGTA providing such exceptions are deemed to be in the best interest of the HGTA.

### Section 2. Open membership.

Membership shall not be withheld from any person because of race, color, creed, religion, sex, age, or national origin.

### Section 3. Dues and Term of Membership.

The dues of all members shall be in an amount as recommended by the Board of Directors, and approved by a majority of the members in good standing in attendance at the annual meeting, or special meeting called for such purposes. Dues shall be on an annual basis, the commencing date of the one year term to be designated by the President.

### Section 4. Definition of Good Standing.

A member shall be in good standing so long as all dues, assessments, or other accrued charges are paid, and that he/she is in compliance with the current membership rules and is comporting his/her self in a manner best suited to the interests of the HGTA.

### Section 5. Removal for Prejudicial Conduct.

Any member, including officers, may be removed from membership or Office by a majority vote of the directors present at any meeting of the Board of Directors called for the purpose of determining whether or not a member's conduct was prejudicial to the association, provided, that such member shall have first received written notice of the accusations against him/her, that such member shall have

been given the opportunity to produce witnesses, if any, and that such member shall have been heard, if he/she so desires, at the meeting at which the vote is taken.

#### ARTICLE IV. BOARD OF DIRECTORS

##### Section 1. Number and term of Directors.

The HGTA shall be governed by a Board of Directors comprised of elected officers and three additional representatives from HGTA Leagues as described in section 3 of this article, Additional Board Members. The positions of the elected officers shall be President, Vice-president, Secretary and Treasurer. The terms of each office shall be for two years. The President's and Treasurer's term of office shall be for two years starting November 1<sup>st</sup> of an even numbered year. The Vice President's and Secretary's term of office shall be for two years starting on November 1<sup>st</sup> of an odd numbered year.

##### Section 2. Directors and Their Duties.

###### President

- a) Conducts all business meetings.
- b) Oversees the Board of Directors activities; coordinates these activities to insure they are in the best interests of the HGTA membership.
- c) With the Board of Directors develops, maintains, and reviews, on an annual basis, a LONG RANGE PLAN for the HGTA. This plan details the needs and desires of the tennis community for the equipment and physical facility of the tennis courts. This includes, but is not limited to, repair of the existing facility and expansion and improvement to enhance the playability, appearance and improve safety considerations for the courts and adjunct equipment and structures. It spans the current time frame to as far forward as can be seen. Communicates this Long Range Plan to the Building and Recreation Committee and the Recreation District Board of Supervisors.
- d) Establishes and maintains communication with Herons Glen Recreation District so problems may be effectively resolved as they arise.
- e) Oversees and promotes all tennis activities as well as social interaction among the membership.
- f) Selects annually at least three members to serve as the Nominating Committee for new officers, and appoints the chair of the committee each year. Committee members may not serve more than two consecutive years; however, special provisions can be made by the President.

g) Appoints a replacement officer in the event a current officer cannot continue to serve.

### Vice-president

- a) Assists the President in all of the above activities.
- b) Assumes the duties of the President in his/her absence.

### Secretary

- a) Records the proceedings of all formal HGTA Meetings.
- b) Distributes copies of the minutes to all Board members.
- c) Reserves rooms and facilities as required for meetings and other events.
- d) Works with HGRD Food and Beverage Manager to plan menus for HGTA Tournament luncheons.
- f) Posts all necessary documents on the HGTA bulletin board as deemed appropriate by the Board.
- g) Acts as record keeper and repository for the by-laws and all other documents, past and present, related to the business, rules, guidelines and actions of the Association.
- h) Supplies all such documents to the webmaster for inclusion into the "Members Only" section of the HGTennis.com website, as deemed appropriate by the Officers of the HGTA.

### Treasurer

- a) Serves as the custodian of all monies of the HGTA.
- b) Maintains a joint checking account with the HGTA President for receiving and disbursing of all funds.
- c) Provides a report to the Board at all Board meetings showing all funds received and/or disbursed.
- d) Prepares an annual budget prior to the ~~annual summer Board~~ meeting to be used as a basis for determining annual dues.
- e) Maintains current membership roster both in paper and electronic form, and keeps a current list of membership names and telephone numbers on the court bulletin board.
- f) Posts copies of the annual Treasurer's report on the HGTA bulletin board as deemed appropriate by the Board.

### Section 3. Additional Board Members.

Three board members will be provided by HGTA leagues. One representative each from the SWIFT League, Lee County Women's Tennis League (aggregate of all divisions), and the North Fort Myers Men's League (aggregate of all divisions) will be members of the Board. The means and manner of the selection of each of the three members is left to the various leagues as named above. The term of election is for one year and will correspond to the calendar year of service for the elected officers, for example, November 1<sup>st</sup> through October 31<sup>st</sup>. A league board member may not serve more than two consecutive years.

### Section 4. Officer Vacancies.

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Officers themselves, either singly or in concert by all remaining officers, or by appointment by the President of a member in good standing of the HGTA for the unexpired portion of the term. The choice rests with the President.

## Article V. **Captains OF HGTA SPONSORED TEAMS.**

While not actual members of the Board, it is recognized that each team captain (and co-captain) is a de facto leader and therefore functions in a management role. Whereas each member of the HGTA is a representative of the HGTA and their behavior reflects on the entire organization, the captains are especially conspicuous. As such, certain demeanor is expected from the captains both on and off the court. Failure to act in a manner which supports the aims and objectives of the HGTA, or which reflects poorly on the Association will be grounds for removal as a captain and possibly from membership in HGTA. The HGTA Board of Directors can effect such action. In support of a clear understanding of what is expected of a captain (and co-captain), the following is set forth.

A captain is expected to organize and direct the running of a team within the HGTA structure in the following manner:

- a) Post line-up sheets, league schedules and reserve courts for his/her team's home matches using whatever methods and means prevalent (paper and/or electronic).
- b) Conduct team meetings, schedules practices and exhibit good sportsmanship at all times.
- c) Conduct themselves in accordance with the separately published document, "Rules and Guidelines for HGTA Team Formation and Membership".
- d) Assure that all team members are HGTA members in good standing.
- e) Follows the rules established for the specific league in which his/her team participates, and complies with all HGTA rules for team selection and

play.

## Article VI. COMMITTEES

### Section 1. Formation of Committees.

The President may create such committees as deemed necessary, either ad hoc or standing. With the exception of the Nominating Committee as described in Article VII, each member of a committee shall continue as such until a successor is appointed by the President, until the committee is terminated, or until such member is unable or unwilling to perform committee duties and responsibilities.

### Section 2. Committee Member Removal.

Any member, including the chairman of a committee, may be removed by the HGTA president for failing to meet the needs/objectives of the committee, or acting in a manner prejudicial to the best interests of the HGTA.

### Section 3. Committee Chairman.

The President shall appoint the chairman of each committee. The President may fill, by appointment, any vacancy in any committee.

### Section 4. Voting Quorum.

Unless otherwise provided by the President at the time of the committee's creation, a majority of the committee shall constitute a quorum.

### Section 5. Public Information.

In any recommendations made to the general membership, or for any issue to be placed before the membership for voting, the opinion and recommendation position of each committee member, upon request, shall be made available to the general membership.

## ARTICLE VII. MEETINGS

### Section 1. Board of Directors Meetings and Location of Meetings.

Meetings of the Board of Directors, or Officers only, shall be held at such time and place as the Board of Directors, or the President and Officers, shall from time to time determine.

### Section 2. Special Meetings of the Officers or Board of Directors.

Special meetings of the Board of Directors, or Officers only, may be called by the President. The President may fix the place for holding any special meeting. Notice of any special meeting of the Board of Directors shall be given to each Director at least one week in advance. For all special meetings, a majority of the voting attendees

shall constitute a quorum.

### Section 3. Member Meetings, Times and Location.

General meetings may be called at any time when deemed necessary by the President. An annual meeting of the members shall be held at a date and time designated by resolution of the President, for the purpose of electing Officers and for the transaction of such other business as may come before the meeting. This meeting does not necessarily occur at the same time and place each year.

Written notice of the time, place and purpose(s) of the annual meeting of members shall be communicated to each member by electronic means and by posting notices in appropriate places such as courts bulletin boards, or other places within the community, no less than 30 days prior to the date of such meeting. This notice shall contain the names of those persons nominated by the Nominating Committee for positions of officers and directors. Nominations may not be made from the floor at the time of the meeting. A written agenda for the meeting must be published no later than 15 days before the meeting.

If, for any reason, the annual meeting of members cannot be held on the appointed day, the President may designate an alternate day within the next 30-day period.

### Section 4. Special meetings.

The President may call a special meeting of the members. Written notice of the time, place and purpose of special meetings of members shall be emailed or communicated to members in a manner described for the annual meeting; however, the 30 day minimum may be abrogated if exigent circumstances exist. No business, not mentioned in the notice shall be transacted at such a meeting.

The President may designate any place as the place of meeting for any annual meeting or for any special meeting. The meeting location shall be designated on the notice. This location shall be any place suitable for the meeting. A place shall be deemed to be unsuitable if, for any reason, more than one-fifth of the voting members object in writing to the President, in which event it shall be the duty of the President to arrange for a meeting place which shall be sufficient to accommodate all members.

Each member in good standing shall be entitled to one (1) vote on each matter submitted to a vote at any meeting of the members.

Presence in person of voting members shall constitute a quorum at any meeting of the members.

## ARTICLE VIII. NOMINATION And ELECTION OF OFFICERS

### Section 1. Nominating Committee.

The President shall name a Nominating Committee composed of three (3) members no less than sixty (60) days prior to the annual meeting. No committee member may serve more than twice consecutively. No current officer is eligible to serve on the Nominating Committee and shall not participate in any activities of the Nominating Committee.

### Section 2. Candidates.

All incumbent elected Association Officers have the option to place their names on the slate for the upcoming two-year period for continuation in the office they currently hold. Candidates for any office must be members in good standing of the HGTA.

### Section 3. Announcement of the Slate.

The Nominating committee shall post a slate of officers for the ensuing term no later than forty-five (45) days prior to the annual meeting. The posting shall be done on the Tennis Association bulletin board, and via electronic communication to the HGTA members. After posting, any additional persons wishing to run for office shall submit his/her name to the Nominating Committee. These names will be added to the posted listing. The final slate of candidates will be posted and electronically communicated to the membership thirty (30) days prior to the annual meeting. Nominations are then closed.

### Section 4. Ballots.

The Nominating Committee shall prepare ballots for the upcoming election, if needed (i.e. more than one candidate for an office). The official ballot shall list all offices and shall list the candidates in alphabetical order. The Nominating Committee will provide absentee ballots to those members requesting absentee ballots. In order to be counted, all absentee ballots must be received by an impartial person or persons no later than one day prior to the annual meeting. These ballots shall be delivered to the President of the HGTA at the start of the annual meeting, or special meeting called for such purposes.

### Section 5. Eligibility of voters.

Only members of the HGTA are eligible to vote.

### Section 6. Voting Methodology.

The details of the ballot preparation, distribution of ballots, including absentee ballots, the voting means and process, and ballot tally shall be left to the Nominating Committee subject to the majority approval of the Board of Directors prior to each annual vote. That is to say, the methodology may or may not be changed from election to election but each year must be approved by the majority of the Board of Directors. Whatever methodology is employed is further constrained to be such that assures all reasonable effort will have been made to notify the entire membership of the candidates, the process and deadline to vote, and will have provided the

opportunity for the membership to have participated in the election process.

Section 7. Reporting Result

Results will be placed in a sealed envelope and delivered to the President of the HGTA for announcement during the annual meeting, or special meeting called for such purposes. The numeric results (i.e. each candidates total vote count) will be made known to the membership.

Section 8. Ties.

In the event of a tie, one or more of the candidates may withdraw their candidacy. If two or more candidates remain, the entire election/voting process will be repeated, except for the nomination process. Details and methodology will be at the Nominating Committee's discretion. The duration of the re-election period will also be left to the discretion of the Nominating Committee but shall not exceed 14 days. Existing HGTA Officers will stay in office until the election is resolved.

ARTICLE IX. RATIFICATION

Ratification of By-Law changes/additions shall require a majority approval from a Quorum of paid members at the annual meeting, or by vote at a special meeting called by the President for such purpose.

ARTICLE X. AMENDMENT

Amendment of these Bylaws may be made at the annual meeting-with a majority approval by a quorum of paid members, or at a regularly scheduled general meeting, or a special meeting called for such purposes. Electronic or paper absentee ballots will also be accepted. Proposed By-Law amendments must be posted at the HGTA bulletin board, and posted electronically at least three weeks prior to an Amendment vote. The HGTA membership may propose bylaw changes to the HGTA Board at any time for consideration.

ARTICLE XI. QUORUM

The quorum, for voting purposes, shall be one-half plus one of the paid memberships, including absentee ballots.

Article XII DISSOLUTION

Upon dissolution of the HGTA, all monies residing in the treasury not awaiting

distribution for goods or services already received, will be refunded to the membership in a pro rata, share-and-share alike manner.

Rev. 11/12/96

Rev. 10/27/03

Rev. 4/3/04

Rev. 10/29/07

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