

IRONOAKS TENNIS CLUB BYLAWS

Revised December 1, 2023, by vote of the general membership



Article I – Club Name

The club shall be known as the IronOaks Tennis Club (IOTC)

Article II – Purpose / Charter

Section 1: The purpose of the IOTC (club) is to promote programs that encourage participation in tennis at all skill levels. IOTC will provide an active program of tennis including organized play, social play, league play, tournaments, and intra- and inter-club events. IOTC will promote fellowship and good sportsmanship among members and provide activities for the enjoyment of its members.

Section 2: The IOTC shall adhere to the IronOaks Homeowner’s association rules and coordinate effectively with IronOaks HOA facilities and tennis management.

Section 3: The IOTC shall be operated as a non-profit organization in accordance with applicable statutes. No remainder or residue from fees, donations, or any other source shall benefit any member or individual except for expense reimbursement and authorized contracts.

Article III – Membership

Membership is conferred on individuals according to the specific Tennis Amenity they purchase from the IronOaks Homeowner’s Association and, if applicable, payment of dues set by the IOTC.

Article IV – Board of Directors / Officers

Section 1 – Board of Directors:

The Board of Directors (board) shall consist of five elected officers: a President, Vice President, Secretary, Treasurer, and Tennis Director, each elected for a two-year term. In addition to the elected members of the board, an ex officio sixth member may be appointed at the sole discretion of the board. The ex officio board member will be non-voting. There shall be no limit on the number of terms any individual can serve, and board members will serve without compensation.

Section 2 – Duties and Powers of the Board

General management of the club is entrusted to the board. The board shall implement the activities of the club and may establish committees to assist in activity implementation. Specific duties of board members include but are not limited to the following:

- i. The President shall preside over both board and general membership meetings and will be the club liaison with HOA management and any other tennis related organization as required. The President shall establish and operate the club in accordance with a board-adopted Annual Operations Plan and associated event specific plans. President will also assure that the organizational structure of the club complies with the bylaws and that board members are performing in accordance with their specific roles and responsibilities.
- ii. The Vice President shall, in the absence of the President, have the powers and perform the duties of the President. The Vice President will assist the President in any or all their responsibilities and will preside at meetings in the President’s absence. He or she will perform other duties as assigned by the president.

- iii. The Treasurer shall maintain an accurate account of club finances and assets (inventory) and assure that all deposits and disbursements are made in a timely fashion. The Treasurer shall maintain the bank account and provide monthly account status reports to the board. The treasurer will prepare, or oversee the preparation of, any financial reports or tax returns required of the club.
- iv. The Secretary shall record all minutes of board meetings, keep the records of the club, and serve as the liaison between the board and the club “webmaster.” The Secretary will maintain an electronic database of club records and correspondence.
- v. The Tennis Director will promote, manage, or coordinate play activities for the club including but not limited to play groups, club tournaments, and play events at social gatherings. The director shall ensure membership needs regarding play opportunities are understood by the board and drive plans to meet those needs.
- vi. The ex officio member will provide historical context, and IOTC and HOA-related advice to the board.

Section 3 – Election of the Board:

As stated in section 1, the term for all board officers shall be two years. Terms for specific officers will be staggered to provide continuity within the board from year to year. The President and Secretary will be elected in even years, and the Vice President, Treasurer, and Tennis Director will be elected in odd years. All terms shall begin on May 1st and end on April 30th, two years later.

The President will ensure that the board appoints an election committee every year to conduct the nomination and election of board members for the seats being vacated in that year (see “Section 3 – Terms”). The election committee will be appointed by no later than January 10th. The election committee will submit their list of candidates at a February board meeting, to be held no later than February 10th, and it will be published with the meeting minutes, posted on the club bulletin board and website, and announced via email. Individual club members may make additional nominations for five days following the announcement.

In the event only one candidate is nominated for any given position, a vote on that position is not required. Instead, the board will entertain and vote on a resolution to appoint any candidate(s) running unopposed to the position for which they are being considered. Said resolution will be presented to the board by the election committee chairperson at the March meeting held to finalize board election results.

If a vote is required, it will be held open for 7 days during the first week of March. One vote per member in good standing is allowed and votes may be submitted by written ballot or by email according to details provided on the posted nomination material. To be valid, the vote must achieve a quorum of total votes cast which is defined as being equal to or greater than 10% of the IOTC membership at the time voting commenced. Board members are elected by a simple majority of the votes cast and, in the unlikely event of a tie, the vote will be retaken until such time as a winner can be decided.

The election committee shall determine the results and communicate them in writing to the board within 3 days of concluding the vote. After receiving the election results, the board will hold a meeting to enter the results into the record by way of incorporation into the minutes, and welcome newly elected members. This meeting shall take place during March, preferably as soon after receiving the

election results as possible. Newly elected board members are invited to attend the April meeting, without voting privileges, to become familiar with their new roles. The term of newly elected officers will take effect May 1st and be subject to “Section 3 – Terms” above.

Section 4 - Vacancies

If a board vacancy should occur during the term, the remaining board members shall assume the responsibilities of the vacancy until a replacement is appointed by the board. The replacement will complete the vacated term and function until a regular election for that office occurs. Board member appointment requires a majority vote of the remaining board members.

Section 5 - Removal of Officers:

An officer may be removed by a 65% vote of the members. To put an officer removal to a vote, the sponsor must submit a petition to the board signed by 25% of the members. Upon receipt of a valid petition, the board will appoint a Vote Coordination Committee within 2 weeks. This committee will be tasked to complete the vote within 14 days. If an officer is removed, the empty seat will be treated as a vacancy.

Article V – Meetings

Section 1 – Meetings of the Membership

From time to time, at the board’s discretion, it may hold a meeting before the general membership. Notification will be made in advance via the club website, email, and the club bulletin board. Said notification shall include the reason for the meeting and an agenda.

Section 2 – Board Meetings

Meetings of the board will be held monthly. The board may elect to meet more or less frequently if necessary. Meetings of the board are open to all committee chairs. The general membership is also welcome provided sufficient advance notice is provided to ensure adequate meeting accommodations can be arranged. Board meeting minutes will be posted for a duration determined by the board and saved electronically.

Section 3 – Voting

Any vote taken by the board requires at least three approvals to be confirmed, or “pass.” A board member not in attendance may submit their vote through the President. Attendance, for voting purposes, may also be electronic through either a virtual meeting or by telephone.

Any vote taken at a meeting of the general membership must carry a simple majority to pass, and a quorum of the general membership must vote. A quorum is equal to or greater than 10% of the membership at the time the vote is cast. All members must be in good standing to vote.

Article VI – Financial:

Section 1- Fees

Fees may be set by the board at any time to offset costs associated with implementing club activities. Other means of raising funds may be sponsored by the board.

Section 2 - Records

Financial records will be maintained for a period of seven (7) years by the Treasurer(s). The Treasurer will prepare and submit any tax-related documents required of the club. The Treasurer will also prepare a formal review of financial records, assets, and inventory to occur at the expiration of their term. Said review will occur at the last board meeting of the incumbent Treasurer’s term, and in advance of this review the Treasurer will obtain an independent, third-party check of the club’s

records and include this as a part of the review. At this same meeting, the board will vote on whether to accept the review and the vote documented in the minutes of that meeting; it is strongly recommended that the incoming Treasurer be present at the meeting.

Section 3 - Disbursements

Disbursements shall be made by club check except for "cash prizes" awarded at tournaments. Disbursements must be defined by a board-approved event plan, or equivalent. Once an event plan is approved, no subsequent approvals are required for the expenditure or reimbursement of funds. Event expenditures exceeding the event plan budget by more than 20% must be approved by the President. Should disbursements for any event or item exceed \$1000, the criteria for approval will be raised to four out of five board member votes "for."

Section 4 - Accounts

All funds/revenues shall be deposited in a bank or credit union account established in the club's name. A minimum of two board members shall have access to withdraw funds and manage the account, one of which shall be the treasurer.

Section 5 - Assets / Club Materials

Inventory control procedures for all assets shall include periodic physical counts and reconciliation with accounting and inventory records. All club inventories are to be maintained and safeguarded to prevent theft and deterioration.

Article VII – Committees:

Committees will be formed at the discretion of the board to assist with managing or executing club business; these may be standing or special committees. Any committee, its purpose, scope, and chairperson shall be approved by the board before commencing activities. All committees will be assigned a board member liaison.

Article VIII – Amendments:

Section 1 - General:

Amendment of the bylaws may be initiated by the board, or by a club member submitting a petition signed by 10% of the club membership. Amending the bylaws requires a majority of votes cast either in person or by ballot at a meeting called for this specific purpose or at a general membership meeting having an agenda item specifically designated for bylaw amendment (reference voting in Article IV, section 3 above). Meeting notice will be supplied per Section B below, and time in the meeting will be scheduled for review and discussion of any proposed amendment. Bylaw revisions will bear their revision date, and minutes of the meeting in which they were approved will be published including the details of the vote. The bylaws revision history will be maintained in a separate document.

Section 2 - Notice Requirement and Procedure:

Any proposed amendment of the bylaws must be published with appropriate explanation at least 30 days prior to a vote. Proposed amendment(s) will be communicated to the club membership by a minimum of email, posting on the Raquet Club bulletin board, and publishing on IronOaksTennis.net.

Article IX – Dissolution:

Prior to club dissolution, after all debts are satisfied, all property and assets will be marshalled by the board. Accounts in the name of the club shall be closed and all monies will be donated to Neighbors Who Care. All other remaining assets shall be donated to an appropriate charity. Financial records

are to be destroyed and other records discarded. Upon final dissolution, the club website and all other electronic identities or storage sites will be taken down and discontinued.

Ratification:

The bylaws, as they appear above, have been voted in unanimously by the IOTC general membership on December 1, 2023 according to the ballot requirements. These bylaws supersede and replace any previous versions in total. The vote was ratified by the IOTC Board at the December 4, 2023 meeting and the results documented in the minutes of that meeting.

Respectfully,

Christopher J Berry (signed electronically)

President, IronOaks Tennis Club
December 4, 2023