

Constitution and Bylaws for the Quail Creek Tennis Club (QCTC)

The QCTC adheres to USTA rules.

Refer to USTA.com for further clarification and information.

Article I. Name

The name of the organization shall be Quail Creek Tennis Club (QCTC).

Article II. Object

Section 1. The object of the QCTC is to ensure participation in tennis at all skill levels for members of the club. It will promote an active program of tennis by organizing men's, women's and mixed play, conducting tournaments, social events, intra-club and inter-club activities, supporting league play, and by encouraging fellowship and good sportsmanship. The QCTC is also responsible to the Quail Creek community for the administration of an effective and equitable court reservation system.

Section 2. The QCTC shall adhere to the requirements of the Quail Creek Property Owners' Association.

Section 3. The QCTC shall not be conducted nor operated for profit and no remainder or residue from dues or donations shall benefit any member or individual except for expense reimbursement and authorized contracts.

Article III. Membership

Section 1. Eligibility. Membership, either as Player or Social, shall be open to all Resident/Property Owners, Renters and Visiting Guests meeting the requirements of the Quail Creek Property Owners' Association (QCPOA) rules and regulations.

Section 2. Categories of Membership. There are two categories of membership in QCTC.

- a. A player membership is designated for those who will actively participate in QCTC organized tennis playing activities, social events, clinics and tournaments.**

- b. A social membership is reserved for anyone sponsored by an active player member but who does not play in organized tennis activities, clinics, or tournaments and chooses to only attend social activities.
- c. In the event of a player member's death, the social member associated with the deceased player member can choose to continue as a social member by paying annual social membership dues. Longstanding player members, who are no longer able to continue as a player member, are eligible to remain in QCTC as a social member by paying annual social membership dues.

Section 3. Liability Waiver.

- a. All player members are required by the QCPOA to sign a Quail Creek Tennis Facilities liability waiver prior to participation in any organized activity sponsored by the QCTC.
- b. Prior to using the ball machine, all players are required by the QCPOA to be trained in using the ball machine safely and to sign a Quail Creek Ball Machine liability waiver.

Section 4. Dues.

- a. QCTC annual dues are effective from January 1 thru December 31.
- b. QCTC requires that the renewal of annual dues be paid before January 1 of every year. If dues are not received by January 1, membership shall be considered terminated and access to organized activities will be blocked.
- c. Dues will be determined yearly by the Board of Directors. Any increase in dues will require consent by a majority vote of the members present at a general or special meeting.

Article IV. The Board of Directors.

Section 1. The Board of Directors shall consist of seven (7) elected members.

Section 2. General Management of the QCTC's day to day operations and web site shall be entrusted to the Board of Directors. The Board will oversee and devise measures for the club's growth and development.

Section 3. The Board of Directors shall make no capital expenditure greater than \$2000 unless it has been approved by a majority of the members present at a general or special meeting.

Section 4. The Board of Directors shall make recommendations regarding the hiring, termination and performance evaluation of Tennis Center employees to the QCPOA's Board of Directors.

Section 5. The outgoing Board of Directors must leave sufficient funds in the treasury to satisfy the unpaid bills and obligations incurred by its administration. The Board of Directors shall incur no debt for which funds are not currently available.

Article V. Officers and Committees.

Section 1.

The Board of Directors shall consist of the following elected members: President, Vice President, Secretary, Treasurer, and three (3) Members-At-Large.

Section 2.

- a. No employee of QCTC, direct or indirect, shall be permitted to serve as an officer.**
- b. Only one member per household may serve at the same time on the Board of Directors.**

Section 3.

- a. Any Board member may be relieved of office by a majority vote of the Board of Directors for malfeasance of office or behavior considered to be contrary to the proper discharge of the obligations and responsibilities of the office.**
- b. Any Board member with two (2) consecutive unannounced absences from regularly scheduled and announced board meetings may be relieved of office by a majority vote of the Board of Directors.**

Section 4. Vacancies.

Any vacancy occurring in the elected offices during the year shall be filled for the unexpired term of office by a majority vote of all members of the Board of Directors except that the Vice President shall fill a vacancy by the President automatically.

Section 5. Committees.

- a. The Board of Directors may appoint standing and ad hoc committees to advance the work of the QCTC and other areas that may be well served by committees. Such committees shall always be subject to the authority of the Board of Directors.
- b. Every standing committee (Social, Membership, Ambassador Program, Maintenance, Sunshine, Clinics, Tournaments, Constitution & By-Laws, and Organized Play) shall be chaired by a board member assigned by the President. The assigned board member shall form a committee, if needed, to oversee and to accomplish the work of the committee.

Article VI. Elections.

Section 1. Nominations & Nominating Committee.

- a. The Board of Directors will open nominations for Board elections commencing on the first (2nd) Monday of January or immediately after the January Board of Directors meeting, whichever comes first. The Board of Directors will announce the number of open positions slated for election to the QCTC Board via the QCTC website and Tennis Bulletin Board. The Board of Directors shall appoint two members to the Nominating Committee. Three volunteer members shall be solicited from the general membership. If more than three members volunteer, a lottery will determine the members. If less than three members volunteer, the Board of Directors shall appoint the additional person(s) needed. No employee of the QCTC, direct or indirect, shall serve on this committee.
- b. The Nominating Committee shall develop a slate of candidates for presentation at the February meeting. The slate presented shall maintain a three to four (3:4), or four to three (4:3) ratio of men to women. The committee shall nominate one candidate for each vacant position. Nominees are required to be active, playing members of QCTC. Year round residents are preferred but not required. However, to be considered, part time resident players must commit to remain actively involved when not in residence. Any QCTC active, playing member in good standing may nominate him/herself for any open board position commencing four (4) weeks prior to the February general membership meeting. All candidates must meet the following provisions:

- (1) Membership dues paid up and owning no fines or fees to QCTC.
 - (2) Member currently not on probation or suspension.
 - (3) All individual nominations shall be received by the Board Secretary.
- c. The Secretary shall post the approved slate of candidates via the QCTC website and the Tennis Bulletin Board two (2) weeks prior to the February general membership meeting.

Section 2. Elections.

- a. When there is only one candidate for each open board position, the QCTC membership present at the February general meeting may install board candidates by a majority vote.
- b. If necessary, elections may take place at the regularly scheduled March QCTC meeting. Voting shall be by secret written ballot in a contested election. Candidates shall be considered elected with a majority of the votes.

Section 3. Term of Office.

- a. The Board of Directors shall be elected for a two (2) year term to serve from April 1 to March 31.
- b. Board members may not serve more than four (4) consecutive years.
- c. Procedure to redefine terms of office:
 1. The positions of President, Secretary and one Member-at-Large will be elected for a term of two years commencing April 1, in odd number years.
 2. The positions of Vice-President, Treasurer, and two (2) Members-at-Large will be elected for a term of two (2) years commencing April 1, in even numbered years.
 3. Thereafter, when the two year terms conclude, each position will be elected for subsequent two year terms.

Section 4. Transition of Administration.

The outgoing Board of Directors shall meet with the incoming Board of Directors prior to April 1. At that meeting, the outgoing Board of Directors shall review old business and payables and turn over all records to the new Board.

Article VII: Duties of Officers

Section 1. President: The president shall:

- a. Preside at all meetings of the Board of Directors and general and special membership meetings of the QCTC.**
- b. Appoint a Board member to chair each standing committee.**
- c. Fill vacant board positions with the approval of the Board of Directors.**
- d. Sign all contracts that have been approved by the Board of Directors.**
- e. In the absence of the Treasurer, the President is authorized to pay bills and sign checks.**

Section 2. Vice President: The Vice President shall perform the duties of President in his/her absence and perform such other duties as assigned by the President.

Section 3. Secretary: The Secretary shall:

- a. Keep the roster of attendance of all meetings.**
- b. Record the minutes of all proceedings of the Board of Directors and Membership meetings.**
- c. Be responsible for all correspondence of the QCTC and prepare notices as required.**
- d. In the absence of the President and Vice President and Treasurer, the Secretary is authorized to pay bills and to sign checks.**

Section 4. Treasurer: The Treasurer shall:

- a. Receive and deposit all monies due or belonging to the QCTC in a Board of Directors' approved financial institution QCTC account.**
- b. Pay all authenticated bills of QCTC.**
- c. Make financial reports, including expense projections, at all membership meetings.**
- d. Submit an annual report upon completion of the term of office.**
- e. Assure a current membership list is maintained and keep an accounting of dues collected.**
- f. The books of the Treasurer shall be open for inspection at all times by all QCTC members.**
- g. Electronically file form 990-N yearly with the IRS in May.**

Section 5. Members-at-Large:

Members-at-Large shall perform such duties as assigned by the President.

Article VIII. Club Year and Meetings.

Section 1. Club Year

The QCTC's year shall begin January 1 and end December 31.

Section 2. Regular Meetings

There shall be a general membership meeting held during the months of February, March and November. Motions will pass or fail based on a simple majority vote. The Secretary will post notice of upcoming General Meetings one month in advance on the QCTC website and in the kiosk at the tennis courts.

Section 3. Special Meetings

- a. The President of the Board of Directors may call special meetings for specific requests. Measures may be passed by a majority of members in attendance.**
- b. Notice and purpose of special meetings shall be posted via the QCTC website and in the kiosk at the tennis courts ten days in advance of such meetings. No business other than that stated in the notice may be transacted.**

Section 4. Board of Director's Meetings

Meetings of the Board of Directors may be called by the President prior to the general meetings and as needed to conduct the business of QCTC. A quorum of the Board of Directors' meetings shall be a majority of the Board of Directors. A majority vote shall prevail to conduct business. If no majority is reached, the decision must be tabled until a majority vote does exist. All Board of Directors' meetings shall be open to the general membership except those that pertain to personnel matters or disciplinary hearings. Notice of the next Board meeting will be included in the Secretary's minutes which are available to all members on the website.

Article IX. Order of Business

The order of business at regular meetings shall be:

- a. Call to order**

- b. Introduction of guests, new members, officers and directors.
- c. Announcements.
- d. Reading of the minutes
- e. Treasurer's report
- f. Report of Officers
- g. Committee Reports
- h. Unfinished business
- i. Correspondence
- j. New Business
- k. Adjournment

Article X. Parliamentary Authority.

The rules contained in Robert's Rules of Order: Simplified and Applied shall govern meetings where they are not in conflict with the bylaws or other rules of the club.

Article XI. Amendments.

Section 1. The President shall appoint a Board member to Chair the By-Laws standing committee. The appointed board member may elect to form a committee of player members to assist. By-Laws are to be reviewed yearly with any changes submitted to the board by December 31 for Board approval.

Section 2. Amendments to the bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20% of the members. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members for approval with recommendation of the Board. The Board must submit the amendments for a vote within two months of the date when the Secretary received the petition or the recommendations of the Bylaws Committee.

Section 3. The bylaws may be amended or revised by an affirmative vote of two thirds (2/3) of all members present at a meeting designated for that purpose. A copy of the proposed amendment(s) shall be posted for 30 days prior to the meeting via the QCTC website. Copies of the proposed amendment(s) shall be posted on the Tennis Bulletin Board during this 30 day period and made available to any member upon request.

Article XII. Discipline. (Board Approved Pending Membership Vote 11-2023)

Section 1. Violations of the Tennis Code of Conduct or the Quail Creek POA Code of Conduct will not be tolerated during any organized and/or sanctioned activity of the QCTC.

Section 2. A claim of violation against a Member in Good Standing of the QCTC may only be made by another Member in Good Standing of the QCTC.

Section 3. A claim against any Member in Good Standing must be submitted in writing within 5 days of the offense to the Secretary of the Board of Directors with specific dates and detailed descriptions of the offenses and must meet the following criteria:

- 1. Violations must have occurred during an organized and/or sanctioned activity of the Quail Creek Tennis Club.**
- 2. Violation must have occurred more than once.**
- 3. Violations must have been witnessed by at least one other Member in Good Standing who is willing to substantiate the written claim.**

Section 4. The Board of Directors shall meet in Executive Session within 5 days of receiving the written claim and shall interview all parties to the claim. Any Board member who cannot guarantee impartiality to the proceedings must recuse themselves from the deliberations.

Section 5. The Board of Directors in attendance at the Executive Session shall decide, by unanimous vote:

- 1. If the Member in Good Standing is guilty of the violations.**
- 2. If the Member in Good Standing should be given a warning, placed on probation for a specified period of time, suspended from QCTC organized activities and/or sanctioned events for a specified period of time, or have membership in QCTC terminated.**

Section 6. If a unanimous decision is not reached on Section 5.1, the claim shall be dismissed. If a unanimous guilty decision is reached on Section 5.1, then the Board must decide by unanimous vote on Section 5.2.

Section 7. The Secretary shall notify all parties to the claim of the Board of Director's decisions in writing. All deliberations and decisions of the Board shall remain confidential.

Article XII. Discipline (Article XII as currently approved by membership)

Section 1. A claim against the good standing of any member must be made in writing by at least two (2) QCTC members, or one (1) QCTC member who has witnessed or been a part of the same transgression for at least two consecutive incidents. Said claim must be filed with the Board of Directors within 5 days of the alleged incident.

Section 2. Upon receipt of the claim, the Board shall appoint a three (3) person ad hoc committee to investigate the claim. All persons involved in the incident will be interviewed. A written report, including a specific recommendation, will be presented to the Board within ten (10) calendar days of the committee appointment.

Section 3. The charged member shall be notified by the Board in writing of the committee's recommendation and shall have the right to participate in a special closed meeting of the Board, at which time the incident and/or charges will be considered.

Section 4. By an affirmative vote of three fourths (3/4) of the Board, the member may be given a warning, placed on probation, suspended from QCTC activities for a specified period of time, or membership may be terminated. If an affirmative vote is not reached, then the charges and/or incident will be dropped. All matters shall remain confidential.

Article XIII. Dissolution.

Section 1. This Club may be dissolved at any time by the written consent of not less than two thirds (2/3) of the members. In the event of dissolution of the club, whether voluntary, involuntary or by operation of law, none of the property of the club, any proceeds thereof, or any assets of the club shall be distributed to any member.

Section 2. In the event of dissolution, all material possessions of the organization shall be sold. After all debts of the organization have been paid, the remainder shall be disposed of in a manner determined by a majority of the dissolving members.

Article XIV. Liability.

To the fullest extent permitted by law, neither the QCTC, nor any committee of QCTC, nor any officer or director of QCTC, shall be liable to any member of QCTC or any other person or entity for any action or inaction made in good faith which he or she reasonably believed to be within the scope of his or her duties.

Certificate of Adoption.

The undersigned Secretary does hereby certify that the foregoing Bylaws were adopted by a majority vote of the members at the regular meeting held on March 16, 2023.

X 
Carol Fougere
Secretary

Carol Fougere – Secretary