

Central Mass. Indoor Tennis Association

BY-LAWS

ADOPTED BY MEMBERSHIP - September 12, 1984

Revised June 28, 2012

ARTICLE I

Name and Purpose

Section 1

The Name of the Association will be "Central Mass. Indoor Tennis Association."

Section 2

The purpose of the Association is to promote and provide tennis competition indoors during the winter season to its Member Clubs for their own individual Club members. It has been formed to offer coordinated structure of team play at various levels.

ARTICLE II

Membership

Section 1

Any indoor tennis facility interested shall be eligible for membership, subject to such requirements as to the acceptance of these By-Laws, Published Rules, geographical boundaries as determined by the Board of Directors, compliance to the specified individual Divisions, guarantee of required court time and other rules as established by the Board of Directors.

1.1

Membership may be denied to the Association or terminated at the discretion of the Board of Directors by majority vote for any reason, including: non-payment of dues or penalties, violation of Rules, failure to provide adequate courts, failure to return forms in a timely manner, failure to provide proof of insurance if requested, failure to keep the facility in a safe or clean manner, or any other reason by majority vote of the Board either prior to the season or during the season. Directors may set geographic boundaries for the Association as needed, and may also deny or terminate membership to any Club whose policies conflict with Association Rules.

1.2

By joining the Association, a Club's representative agrees to accept these By-Laws in their entirety including subsequent changes made with or without notice, as well as the Rules, and agrees to hold the Board and other Member Clubs harmless for any and all damages whatsoever, including but not limited to: damage to facilities, personal injuries, lost revenue as a result of suspended

teams or removal from the League, and any incidental or consequential damages as a result of any actions from the League or Board Members.

1.3

Clubs that join the Association agree to keep liability insurance as required by the Rules, hold harmless and also completely indemnify all Board members, and furthermore agree to join and contribute to the defense of any action commenced against the Association and/or its Board Members by a pro-rated amount based upon the number of teams.

Section 2

Any indoor tennis facility who becomes a member of the Association shall be liable to accept all policies and Rules as established by the Directors and agrees that the Rules may be changed at any time by majority vote of the Directors.

Section 3

Alignment of competitive teams into the various Divisions established shall be at the sole discretion of the Board of Directors who from time to time may establish rules and procedures for moving Teams in and out of levels.

Section 4

Participation of a team in a Division promoted by the Association along with submitting a properly executed application and dues shall constitute Membership, once accepted by the Board of Directors.

Section 5

Each Member Club shall designate one employee or owner to represent the Club's interests and this person shall be referred to as the "League Representative" and shall represent the Club at all open meetings of the Association. The League Representative shall also be in charge of dealing with all CMITA questions by their Club Members, be in charge of schedule distribution as well as overseeing all administrative actions by the Member Team Captains of their Club, and submit/answer all grievances in a timely manner.

ARTICLE III Board of Directors

Section 1

The affairs of the Association shall be managed by the Board of Directors.

Section 2

The number of Directors shall be Seven. New Directors should be owners of a Member Club unless otherwise elected as herein established.

2.1

Upon the resignation of a Director, Member Clubs shall be asked to nominate an owner for the open position, and the Board will subsequently vote by majority to appoint a new Director.

2.2

If there are no appointed applicants that are owners of a Member Club, then Employees as nominated by the Club Owner shall be considered for the open position, and the Board may choose to fill the position or leave it vacant until such time as a new request to Member Clubs shall be made.

2.3

If a director ceases to be an employee or owner of the Club they represent on the Board, they shall immediately resign their position and be replaced by majority vote of the Board pursuant to 2.1.

2.4

Any Director may be removed by majority vote of the other Directors at any time with a tie vote being determined by the Chairman.

Section 3

The Board of Directors may fix the time and Agenda of its meetings but will hold at least one (1) meeting per year.

Section 4

Special meetings may be called by or at the request of the Chairman or any three (3) Directors.

Section 5

Notice of any Board of Directors Meeting shall be given at least fifteen (15) days in advance of such meeting by written or electronic notice.

Section 6

A quorum for such a meeting shall be 5 out of 7 directors unless provisions are made for non-present members to participate remotely.

Section 7

In the event of a meeting, a Director may vote in absentia via proxy in advance of the meeting on agenda topics. In the event of an even number Board, the Chairman shall be a tiebreaking vote.

ARTICLE IV Meeting of Members

Section 1

An Annual Meeting of the Member Clubs shall be held prior to the commencement of a new season at the discretion of the Directors. It is mandatory that each Club is represented if a meeting is called.

Section 2

Notice of all meetings shall be given by the Secretary by written or electronic notice at least fifteen days prior to the scheduled date to each member Club for proper posting.

Section 3

Special meetings of the members shall be called by the Secretary whenever requested to do so by the Chairman of the Board or by the Directors. Special meetings must include a brief statement of the matters to be considered.

Section 4

Each member Club must be represented at all meetings properly scheduled and duly notified.

ARTICLE V Officers

Section 1

The Officers shall be; Chairman, Assistant Chairman, Secretary and Treasurer and such other Officers as the members of the Board may elect.

1.1

There shall also be appointed a Grievance Committee consisting of 3 Board Members, with one serving as the Chair.

1.2

There shall also be a Rules Chairperson who is responsible for recording Rules requests, offering edits to the Rules annually, and who is available for consultation on Rules Disputes throughout the season.

1.3

There shall also be a Scorekeeper who is responsible for all aspects of the Scoring System and maintenance of the scoring throughout the season and off season.

Section 2

All Officers shall be elected by a majority vote of the Directors present to serve for a term of one year and until successors are duly elected.

Section 3

Vacancies shall be filled by election by a majority vote of the Board of Directors.

Section 4

The Board of Directors may hire an Executive Coordinator or other outside consultant who shall have only those powers and duties specifically assigned to him/her by the Board of Directors. The Executive Coordinator shall attend all Board meetings and maintain records of the Association. His/her term of office and remuneration shall be established by the Board of Directors majority vote.

ARTICLE VI

Section 1

The Chairman shall from time to time appoint such committees as he sees fit and may define tenure, authority and duties of such committees.

Section 2

Fees shall be established for Member Clubs at the discretion of the Board. Failure to abide by the fees established shall result in a Member Club being terminated.

Section 3

The Directors shall in their own discretion have authority to sanction, penalize or remove a Member Club or Team of Member Club at their discretion by majority vote.

Section 4

The Association shall be a non-profit entity where all dues collected shall go towards operating costs of the League. Any balance in excess of \$2000 remaining from a season shall be applied to the next season in the form of a discount on Member Club dues if appropriate.

Section 5

The Officers and Directors as well as consulting positions may be compensated as voted by the Directors.

Section 6

The Association shall purchase insurance in the form of liability insurance and Director and Officer insurance annually.

ARTICLE VII
Amendments

Section 1

These By-Laws may be altered, amended or repealed by a two-thirds vote of the Directors present at a meeting called for that purpose, the nature of which shall specify the nature of the proposed action.

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