

**BYLAWS  
OF  
TENNIS ASSOCIATION OF GREATER SPOKANE**

**ARTICLE I  
NAME**

The name of this Association shall be Tennis Association of Greater Spokane, which may be abbreviated as "TAGS".

**ARTICLE II  
OBJECT**

The object of this Association shall be to:

- Promote and nurture the sport of tennis;
- Promote and nurture the sport of tennis for youth under the age of 18 including through the use of scholarships on a needs and/or interest basis;
- Provide organized recreational league tennis for adults and youth in the greater Spokane area; and
- Provide education in the sport of tennis.

**ARTICLE III  
MEMBERS**

The Association's members shall consist of:

- All persons who pay the annual membership fee determined for a particular year by the Association's Board of Directors;
- Persons serving on the Association's Board of Directors.

Each member shall have one vote at the Association's annual meeting, or in voting that may take place electronically via email or on-line survey poll.

**ARTICLE IV  
MEMBERS MEETINGS**

The Association's Fiscal Year shall run from April 1 through March 31. The Board of Directors shall determine the date, time and location of an annual meeting of the members and shall provide at least two weeks' notice of the meeting to the members via electronic means including posting on the web-site and email. The Board shall determine the agenda of the annual meeting, but it will typically include reports of the finances and operation of the association, the adoption of changes to these bylaws, and the nomination and election of officers. The Board may allow voting via email or on-line survey poll prior to the annual meeting. No "proxy voting" will be allowed.

Those members attending a duly announced annual or other meeting or voting electronically shall constitute a quorum sufficient for the transaction of business.

## **ARTICLE V**

### **BOARD OF DIRECTORS**

**Powers.** The management of all the affairs, property, and interests of the Association shall be vested in a Board of Directors.

**Vacancies.** All vacancies in the Board of Directors, may be filled by the affirmative vote of a majority of the remaining Board members.

**Regular Meetings.** Meetings of the Board of Directors may be held at the pleasure of the President, or at the request of any Board member.

**Notice.** Notice of all Board meetings shall go to each Board member electronically via email at least three days, except in the case of an emergency, prior to the meeting.

**Attendance.** At the request of any Board member, one or more members may be permitted to attend telephonically or by other electronic video conferencing method.

**Quorum.** The number of directors/officers attending a meeting that is properly noticed shall constitute a quorum for the transaction of business.

**Remuneration.** No salary shall be paid directors/officers, as such, for their service, but by resolution of the Board of Directors payments may be arranged for specific services to the Association by an officer or Director, as well as reimbursement of out-of-pocket expenses by the directors/officers.

## **ARTICLE VI**

### **OFFICERS**

The officers of the Association shall be President, Vice President, Secretary, Treasurer, and the additional officers listed below. One person may fill one or more role, but he or she will only have one vote regardless of the number of board functions served.

Term. Officers shall constitute the Board of Directors and shall be elected at the annual meeting of the Association for a one-year term. Board members may serve two or more consecutive terms. The officers shall assume their duties immediately upon election.

President. The President shall preside at all meetings of the Board of Directors and shall have general supervision of the affairs of the Association. He or she shall have signature authority for the Association's checking and savings accounts and may approve expenditures within budgets and intents of the Board.

Vice President. During the absence or disability of the President, the Vice President, shall exercise all the functions of the President. The Vice President shall have such powers and discharge such duties as may be assigned to him or her from time to time by the Board of Directors.

Secretary. The Secretary shall issue notices and keep minutes of all meetings and other records of the Association, and perform other duties as properly required of the Secretary by the Board of Directors.

Treasurer. The Treasurer shall have the custody of all monies and securities of the Association and shall keep regular books of account. The Treasurer shall disburse the funds of the Association in payment of the just demands against the Association or as may be ordered by the Board of Directors (taking proper vouchers for such disbursements) and shall render to the Board of Directors from time to time as may be required, an account of all transactions undertaken as Treasurer of the financial condition of the Association.

League Coordinator. The League Coordinator shall set up and administer the leagues and work with the Webmaster to use the web site for league formation, league events and league scoring.

Webmaster. The Webmaster shall maintain and update the web site, and with the League Coordinator set up the leagues, scoring data collection, and general communication regarding league and association events.

Prize Coordinator. The prize Coordinator shall provide design and distribution of commemorative shirts or other prizes for league participation in coordination with the Board of Directors.

Event Organizer. The Event Organizer shall coordinate the year end event(s) and/or annual meeting in coordination with the Board of Directors.

At-Large Members. Up to five at-large Board members may be designated. When vacancies occur, the President may appoint these members to serve until the next annual meeting of the membership, at which time they shall stand for election.

## **ARTICLE VII DEPOSITORIES**

The monies of the Association shall be deposited in the name of the Association in such bank(s), trust company(ies), or credit union(s) as the Board of Directors shall designate, and shall be drawn from such accounts only by check or other order for payment of money signed by the President or Treasurer of the Association.

## **ARTICLE VIII NOTICES**

Any notice to any member or director/officer may be delivered personally, by mail or by electronic transmission. If mailed, the notice shall be deemed to have been delivered two (2) business days after being deposited in the United States mail.

**ARTICLE IX**  
**INDEMNIFICATION OF OFFICERS, DIRECTORS,**  
**EMPLOYEES AND AGENTS**

The Association shall indemnify its officers, directors, employees, and agents to the greatest extent permitted by law. The Association shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the Association or who is or was serving at the request of the Association as an officer, employee, or agent of another Association, partnership, joint venture, trust, other enterprise, employee benefit plan, or venue used by the Association against any liability asserted against such person and incurred by such person in any such capacity or arising out of any status as such, whether or not the Association would have the power to indemnify such person against such liability under the provisions of this Article.

**ARTICLE X**  
**BOOKS AND RECORDS**

The Association shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its Board of Directors; and shall keep a record of its directors, giving the names and email addresses of all directors. The financial records of the Association shall be reviewed by Board members who do not have control of Association monies, or an independent reviewer chosen by the Board, no less than annually.

**ARTICLE XI**  
**PROHIBITION AGAINST PRIVATE INUREMENT**

No part of the net earnings of this Association shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered to make payments and distributions in furtherance of the purposes of this Association.

**ARTICLE XII**  
**DISTRIBUTION OF ASSETS**

Upon the dissolution of this Association, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Association shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of the State of Washington.

**ARTICLE XIII**  
**AMENDMENTS**

These Bylaws, or any of them, may be altered, amended, or repealed and new Bylaws adopted by approval of the Board of Directors. Any amendment to the Bylaws must be affirmed at the next regular annual meeting of the members or a special meeting called for that purpose.

**Article XIV**  
**OFFICES**

Registered Office And Registered Agent. The registered office of the corporation shall be located in the State of Washington at such place as may be fixed from time to time by the Board of Directors upon filing of such notices as may be required by law. The registered agent shall have a business office identical with such registered office, and the registered office may be the home of the registered agent.

\_\_\_\_\_  
\_\_\_\_\_, Secretary  
\_\_\_\_\_ Date