

BY-LAWS OF THE SANTA MONICA TENNIS CLUB

The Santa Monica Tennis Club is a sanctioned activity of the Santa Monica Recreation Department. Its purpose is to promote interest in tennis and to organize tennis activities for the benefit of its members. All members of the Club are subject to the Bylaws of the Club, and rules and regulations set forth by the Club's Board of Directors and the rules and regulations of the Santa Monica Parks and Recreation Department for play on city courts.

ARTICLE I

Name

Section 1. The name of this organization shall be The Santa Monica Tennis Club.

ARTICLE II

Management

Section 1. The management of this organization shall be vested in the Board of Directors consisting of nine directors, each of whom shall be a member of the organization. Five directors shall constitute a quorum for the transaction of organization business. Voting by proxy will not be allowed.

ARTICLE III

Election of the Directors

Section 1. Nominations shall be made for directors in one or both of the following ways:

A. Nominations shall be made by a Nominating Committee appointed by the President of the organization. All nominations so made will be with the approval of the nominees, and/or:

B. A member may place his or her name in nomination by submitting same in writing with the signatures of five other members in good standing who support the nomination.

Section 2. Voting shall be by mail to be held within thirty days of the nominations. Officers and directors will be designated by end of calendar year.

Section 3. The term of office of each elected director shall be two years.

ARTICLE IV

Vacancies

Section 1. Any vacancies occurring among the directors shall be filled by majority vote of the other directors in office, and the director so appointed shall hold office for the term of his predecessor and until his successor is elected.

ARTICLE V

Power of Directors

Section 1. Directors shall have power:

To call special meetings of the members of the organization when they deem it necessary; and they shall call a meeting at any time upon the written request of one-fourth of the Senior members of the organization.

To call special meetings of the directors upon request of any four directors.

ARTICLE VI

Officers

Section 1. The officers shall consist of President, Vice-President, Secretary and Treasurer and other offices as designated by the Board of Directors. Only members of the Board shall be eligible to be officers of the organization. The term of office shall be one year.

ARTICLE VII

President and Vice-President

Section 1. If at any time the President shall be unable to act, the Vice-President shall take the place of Acting President and perform the

duties of the presidential office until such time as a new President is elected by the Board or until the President may resume his/her duties. Should the Vice President be unable to act in the absence of the President, the Board of Directors shall appoint another member of the Board as Acting President. Should either or both the President and Vice-President be unable to resume their respective duties within two consecutive meetings of the Directors, the Board of Directors will elect new officers to replace them effective at the next official Board meeting.

Section 2. Duties of the President are to preside at all meetings of the Board of Directors and the general membership; to act as spokesperson for the organization and/or to appoint other members as spokespersons as needed in conducting club affairs; to appoint committees and chairpersons as may be deemed necessary and to act as arbiter in matters of dispute between members and to bring such matters before the Board of Directors for final disposition.

ARTICLE VIII

Duties of the Treasurer

Sections 1. To keep proper records of banking accounts, to receive all funds of the organization, and to pay them out only on such conditions as shall be directed by the Board of Directors.

Section 2. To present a full statement annually showing in detail the cash receipts and disbursements of the organization and the condition of its affairs generally. To present such other financial statements on a timely basis, as directed by the Board of Directors.

Section 3. Be responsible for preparation and filing of the annual State and Federal tax reports, and forward same to appropriate agencies.

ARTICLE IX

Duties of the Secretary

Section 1. To keep a record of the proceedings of all meetings of the Board of Directors and of the general membership meetings.

Section. 2. To serve all notices required by law or by the Bylaws of the organization, but in case of absence, inability, refusal or neglect to do so, then such notices may be served by any person thereunto directed by the President of the organization.

Section. 3. Responsible for preparation and publishing of monthly Club Newsletter.

ARTICLE X

Membership

Section. 1. There shall be two classes of membership in this organization - a Senior membership and a Junior membership. Junior members are those who qualify as juniors under USTA regulations. All others are Senior members. Junior members shall have no voting powers in this organization. However, one member of the Board of directors shall be appointed to act as advisor to the Juniors and shall act as their representative in voting and club business.

Section. 2. A new member shall submit payment in full to the membership director of the organization.

ARTICLE XI

Membership Fees

Section. 1. Membership fees of this organization shall be set by the Board of Directors. Membership fees are due December 31st of each year. No pro-ration allowed.

ARTICLE XII

Withdrawals, Suspensions, and Expulsions

Section 1. Any member may be expelled or suspended for misconduct by the vote of a majority of the members of the Board of Directors after a hearing by the Board, provided that such member shall have been served personally at least thirty days before the time fixed for the hearing with a written notice of the time and place of hearing. In the event of expulsion of a member, the membership of such member in this organization shall forthwith lapse and terminate, and all moneys paid by said member shall be forfeited.