CSRA Tennis Association Bylaws

Revision 7, Approved: 10/13/2026

ARTICLE I - NAME

Section 1. Name

The name of this organization shall be the Central Savannah River Area Tennis Association, hereinafter known as CSRATA.

Section 2. Area

For the Association's purposes, the Central Savannah River Area is defined to include the counties of Burke, Columbia, Lincoln, McDuffie, and Richmond in Georgia, and the counties of Aiken, Barnwell, and Edgefield in South Carolina.

ARTICLE II - PURPOSE

To promote the development of the sport of tennis as a means of healthful recreation and physical fitness for all residents of the Central Savannah River Area as a Community Tennis Association affiliated with the United States Tennis Association (USTA).

These Bylaws apply except as otherwise provided by law, the Articles of Incorporation, or USTA Regulations.

ARTICLE III - MEMBERSHIP

Membership shall be open to all USTA members in the Central Savannah River Area. Members shall have the right annually to elect new members of the Board of Directors (BOD) to replace any Director whose term will expire at the end of the current year.

ARTICLE IV – BOARD OF DIRECTORS

Section 1. General Powers

The property, affairs, and business of the Association shall be managed and controlled, and all corporate powers shall be exercised by or under the authority of the Board of Directors.

Section 2. Composition

The BOD shall normally consist of fourteen Directors, including five board-appointed Ex-Officio Members of the Board which will be the Adult Local League Coordinator (LLC), Junior Tennis Team Coordinator (JTTC), Marketing and Communications Coordinator (MCC), Facility Representative (FR) and New Player Coordinator (NPC). The number of Directors may be increased or decreased from time-to-time by the Board but shall not be less than five nor more than twenty-one. The Directors shall be announced each year prior to the December meeting of the BOD and shall assume office at the first meeting of the calendar year, in January, of the BOD.

Ex-Officio Members of the Board may not vote on financial issues affecting their compensation. No Director shall vote on any matter in which the Director has a direct or indirect financial interest.

Section 3. Term of Office

The term of a Director shall be three years, unless he/she dies, resigns, or is removed from office prior to that time. A Director may be elected to no more than two consecutive full terms.

Section 4. Meetings

Dates and times will be specified in CSRATA Policy 102: Meeting Dates and Times. Notice of a meeting and designated time and location of the meeting shall be given at least fourteen days before the meeting. The annual meeting of the BOD shall be held in January or on such other date as may be designated by the BOD, for the purposes set forth in these Bylaws and for the transaction of such other business as may come before the Board.

Special meetings of the BOD shall be held at such time and place as shall be designated in the notice of the meeting whenever called by the President or by two or more of the Directors. Such notice shall be given by the Secretary or President, due to absence, any other officer of the Corporation, at least seven days before the meeting.

Unless the Articles of Incorporation or these Bylaws provide otherwise, Directors may participate in a meeting of the Board by means of conference telephone or similar communications equipment whereby all persons participating in the meeting simultaneously may hear each other. Participation in the meeting by such means shall constitute presence in person at the meeting.

Section 5. Quorum

One-half of the number of members of the BOD shall constitute a quorum for the transaction of business. If less than a quorum is present at any meeting of the BOD, the only motion which the Chair shall entertain at such meeting is a motion to adjourn.

Section 6. Voting

The affirmative vote of a majority of the Directors in attendance at any meeting at which a quorum is present shall decide any question brought before such meeting and shall be the official act of the Board.

Section 7. Vacancies of Elected Directors

Vacancies (resulting from a death, resignation, or removal from office) on the board may be filled by approval of the BOD. If the number of Directors, then in office is less than a quorum, a vacancy on the Board may be filled by approval of a majority of the Directors then in office or by the sole remaining Director. A person elected to fill a vacancy on the Board shall hold office for the unexpired term of the vacated Director or until his or her death, resignation, or removal from office, if earlier. A vacancy of the Immediate Past President shall not be filled.

Section 8. Informal Action

Any action required to be taken at a meeting of the BOD, or any action which may be taken at a meeting of the BOD, may be taken without a meeting if a majority of the Directors consent thereto in writing setting forth the action so taken, and the writing is filed with the minutes of the proceedings of the Board. Such consent shall have the same effect as a majority vote of the Board.

ARTICLE V - OFFICERS

Section 1. Officers

The officers of the Association shall be a President, a Vice-President, a Treasurer, Secretary, and Immediate Past President. The BOD may elect or appoint such other officers as it shall deem desirable. Officers of the Association shall be selected from the current non-Ex-Officio Directors of the Board with the exception of the Treasurer. The Treasurer serves at the discretion of the Board and is exempt from term limit. Each officer of the Association shall have such authority,

shall perform such duties, and shall hold office for such term as may be prescribed by these Bylaws or by the BOD.

Section 2. Election and Term of Office

The officers of the Association shall be elected annually by the BOD at the first regular meeting of the calendar year, in January. BOD officers' terms shall be for one year except the appointed Treasurer. The Immediate Past President is appointed for one year and may be elected to serve another one year term if deemed necessary by the current president and approved by the BOD.

Any officer vacancy (resulting from a death, resignation, or removal from office) will result in a new election of all elected officers as defined in Article V Section 1 of these Bylaws.

Section 3. Duties of the President

The President shall be the chief executive officer of the Association and, subject to the provisions of the Bylaws and to the direction of the BOD, shall have the general management and control of the affairs of the Association, shall preside at all meetings of the BOD, and shall perform all other duties and enjoy all other powers commonly incident to the office or which may be prescribed by the BOD or which are or may at any time be authorized or required by law.

Section 4. Duties of the Vice-President

The Vice-President shall perform such duties as from time to time may be assigned by the BOD. In the absence of the President or in the event of inability to act, the Vice-President so designated by the BOD shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all of the restrictions upon the President.

Section 5. Duties of the Secretary

The Secretary shall keep the minutes of the meetings of the BOD and of the Executive Committee and shall be responsible for the custody of all such minutes. Subject to the direction of the BOD, the Secretary shall have custody of the documents of the Association. The Secretary shall give notice of meetings and, subject to the direction of the BOD, shall perform all other duties and enjoy all other powers commonly incident to the office or as may from time to time be assigned by the BOD. In the absence of the Secretary or in the event of inability to act, the President may appoint an Assistant Secretary to act temporarily.

Section 7. Duties of the Immediate Past President

He or she shall have such authority and powers as the BOD may from time-to-time prescribe or as the President may from time-to-time delegate.

Section 6. Duties of the Treasurer

Subject to the direction of the BOD, the Treasurer shall have charge and custody of and shall receive and disburse the funds of the Association. The Treasurer shall keep and maintain adequate and correct accounts of the Association's financial transactions, including accounts of its assets, liabilities, receipts, disbursement, gains, and losses. The duties include the presentation of financial reports at each meeting of the BOD and as otherwise requested by the BOD from time to time. Subject to the direction of the BOD, the Treasurer shall perform all other duties and enjoy all other powers commonly incident to the office or as from time to time may be assigned by the BOD. In the absence of the Treasurer or in the event of inability to act, the President may appoint an Assistant Treasurer to act temporarily.

ARTICLE VI - COMMITTEES

Section 1. Standing Committees

There shall be the following standing committees of which membership and specifics shall be designated by these Bylaws or by the BOD:

(a) Executive Committee: The Executive Committee will consist of the officers of the Association and one other member elected at large from the non-Ex-Officio members of the BOD at the first regular meeting of the calendar year, in January. As delegated by the BOD, the Executive Committee will oversee the management of the business and affairs of the Association to the extent permitted, and except as may otherwise be provided, by provisions of law. The Executive Committee will meet when a full meeting of the BOD is not required as determined by the President or their designee.

The Executive Committee will conduct interviews (in person, electronically, or by phone) with all compensated Ex-Officio directors in the last quarter of the calendar year to review job descriptions and duties performed. Any recommended changes will be presented to the full board for final approval at the January meeting.

The executive Committee may serve as the interview committee for compensated Ex-Officio Directors positions, if approved by the full board.

By a majority vote of its members, the Board may at any time revoke or modify any or all of the Executive Committee authority so delegated. The Executive Committee shall keep regular minutes of its proceedings, cause them to be filed with the Association records, and report the same to the Board from time to time as the Board may require.

(b) Nominating Committee: The Nominating Committee shall be formed in August of each year to make nominations for Directors. The committee shall be composed of five (5) members, one of whom shall be the Vice-President who will serve as Chairperson. Two (2) members shall be selected from the BOD and two (2) shall be members of the Association at large. The Nominating Committee will notify the general membership of the Association of vacancies in the BOD, select nominees, keep minutes of its proceedings, cause them to be filed with the Association records, and present a list for approval at the annual meeting of the BOD.

(c) Local League Rules Committee: The CSRATA Board and the League Coordinators, (Adult LLC and JTTC) each must establish a committee to determine and/or make any changes to their Local League Regulations as per USTA Georgia State

The League Coordinators will assist the CSRATA President with appointing their local league rules committee. The Rules Committees will be composed of the respective League Coordinator who will serve as Chairperson and three appointed members of the Association at large. No member of the Local League Rules Committee, other than the League Coordinators, shall be a member of the CSRATA Board. The Rules Committee shall keep minutes of its proceedings, file them with the Association's records and submit the Local League Committee's recommended changes to the BOD for final approval. All Board approved Local League Regulations will be submitted by the respective League Coordinator to the Director of Leagues, USTA Georgia or Director of Junior Team Tennis, USTA Georgia, for approval. The Director of Leagues will then forward them to the Section League Coordinator for Final Approval prior to the start of league play.

1. League Grievance Committees: The League Coordinators and the CSRATA President must establish at least three people for their League Grievance committee. Members of the League Grievance Committees may not serve on the Grievance

Appeals committee. The respective League Coordinator will provide members current regulations governing the grievance process and administer the process. All minutes of the grievance process are confidential, and the Board will only be notified of the numbers of appeals files/actions taken as per the monthly Local League Coordinator's report.

2. League Grievance Appeals Committees: The respective League Coordinator and the CSRATA President must establish at least three people for their League Grievance Appeals committee. Members of the League Grievance Appeals Committees may not serve on the League Grievance Committees. The respective League Coordinator will provide members current regulations governing the grievance process and administer the process. All minutes of the grievance process are confidential, and the Board will only be notified of the numbers of appeals files/actions taken as per the monthly respective League Coordinator report.

(d) The CSRATA Adult League Committee shall be formed in February of each year to coordinate with the LLC to review and analyze league play, court usage, current participation data and any changes in USTA leagues. The committee shall be composed of at least (4) four members, one of whom shall be the Vice-President who will serve as Chairperson. Three (3) members shall be selected from the BOD, one of whom shall be a member of the Strategic Planning Committee. The committee will keep minutes of its proceedings and cause them to be filed with the Association records. The LLC will coordinate with the Committee Chair to present to the Executive Committee any recommended changes to the local league schedules or league offerings to the Executive Committee for review and final approval of the Board prior to making any changes.

Section 2. Other Committees

At any time, the BOD may designate and appoint one or more special committees with such powers and duties as the BOD may determine. At least one person of such committee shall be a member of the BOD. Such committees may have as advisors who are not Directors, officers, or agents of the Association. All other Committees' recommendations shall be brought before the Board for final approval, and such Committees shall keep minutes of their proceedings and file them with the Associations records.

ARTICLE VII – RESIGNATIONS, REMOVALS, AND VACANCIES

Section 1. Resignations

Any Director or officer of the Association or any member of any committee may resign at any time by giving written notice to the BOD, to the President, or to the Secretary of the Association. Any such resignation shall take effect at the date of receipt of such notice or at any later time specified therein and the acceptance of such resignation shall not be necessary to make it effective unless otherwise provided therein.

Section 2. Removal

Any officer, Director, employee, or agent of the Association may be removed by the BOD whenever in its judgment the best interests of the Association will be served thereby.

Section 3. Vacancies

Any vacancy of an Ex-Officio director caused by the death, resignation, removal, disqualification, or otherwise shall be filled by the BOD. Vacancies of an Elected Director, see Article IV, Section7.

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ARTICLE VIII - MISCELLANEOUS

Section 1. Contracts, etc.

The President or designee (on a case-by-case basis) shall sign in the name of the Association all deeds, bonds, contracts, leases, and other instruments or documents, the execution of which shall be authorized by the BOD; such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, etc.

All checks, drafts, notes, bonds, bills of exchange or other orders, instruments, or obligations for the payment of money shall be signed by such officer, officers, or agents of the Association as specified in the current revision of CSRA Tennis Association Policies, Section 208 Disbursements of Funds.

Section 3. Fiscal Year and Budget

The fiscal year of the Association shall end on the last day of December. A budget for each calendar year will be approved by the BOD no later than February 28. The BOD may from time to time designate an independent agent to perform a financial review or audit.

Section 4. Notices and Waivers

Whenever any notice is required by the Bylaws, by the Articles of Incorporation, or by any law to be given to any Director or officer, except as otherwise provided by law, such notice may be oral or written, given personally, by first class mail, by telephone, by facsimile machine, or by electronic communication. A waiver of any such notice in writing signed by the person entitled to such notice, whether before or after the time of the action for which such notice is required, shall be equivalent to the giving of such notice.

Section 5. Interested Directors

In the absence of fraud, no contract or transaction between the Association and its Director or any other corporation or entity in which such Director is a Director, officer, or is financially interested, shall be void or voidable for this reason alone or by reason that the Director was present at a meeting of the Board, or of a committee thereof, which approved such contract or transaction, provided that the fact of such common directorship, officer-ship, financial, or other interest is disclosed or known to the Board or committee, and that the Board or committee approves such transaction or contract by a vote sufficient for such purpose without the vote of such interested Director. Such Director may, however, be counted in determining the presence of a quorum at such meeting. No such contract or transaction shall be void or voidable if the fact of such common directorship, officer-ship, or financial interest is disclosed or known to the Directors entitled to vote and the contract or transaction is approved by vote of the BOD.

Section 6. Limitation of Liability and Indemnity

A. Liability: No person shall be liable to the Association for any loss or damage suffered by it on account of any action taken or omitted to be taken by him or her as an officer, Director, or agent of the Association if such person (a) exercised and used the same degree of care and skill as a prudent person would have exercised and used under the circumstances and in the conduct of their own affairs or (b) took or omitted to take such action in reliance upon advice of counsel for the Association or upon statements made or confirmation furnished by officers or agents of the

Association which the person had reasonable grounds to believe. The foregoing shall not be exclusive of other rights and defenses to which the individual may be entitled as a matter of law.

B. Indemnity: Each officer and Director, whether or not then in office, shall be held harmless and indemnified by the Association against all claims and liabilities and all expenses reasonably incurred or imposed upon them in connection with or resulting from any action, suit, or proceeding (civil or criminal), or the settlement or compromise thereof, to which the individual may be made party by reason of any action taken or omitted to be taken by them as a Director of the Association, in good faith, if such person (a) exercised and used the same degree of care and skill as a prudent person would have exercised and used under the circumstances in the conduct of their own affairs or (b) took or omitted to take such action in reliance upon advice of counsel for the Association or upon statements made or information furnished by officers or agents of the Association which the individual had reasonable grounds to believe.

Section 7. Books and Records

The Association shall keep correct and complete books and records of account, shall also keep minutes of the proceedings of its Board, and shall keep a record giving the names and addresses of the Directors entitled to vote.

ARTICLE IX – PARLIAMENTARY AUTHORITY

This Association shall use as its parliamentary authority the most recent edition of Roberts Rules of Order.

ARTICLE X - AMENDMENTS

These Bylaws may be amended, altered, or repealed in whole or in part at any convened meeting of the BOD by the affirmative vote of a majority of the Directors at any such meeting at which a quorum is present.