

BYLAWS OF THE UNITED STATES PROFESSIONAL TENNIS ASSOCIATION (USPTA) PACIFIC NORTHWEST DIVISION

Article I-Name and Purposes

Section 1. Name. In accordance with national guidelines, the division shall be known as the Pacific Northwest division.

Section 2. Purposes. The purpose of the USPTA/PNW is to follow national policy with an emphasis on the development of the tennis profession and the standing of tennis professionals in the Pacific Northwest marketplace.

Section 3. Not for profit corporation. The division follows national policy.

Article II-Members

Section 1. National bylaws shall apply to memberships.

Section 2. Non-renewed/suspended memberships. See membership committee.

Article III-Dues

National policy applies to all dues

Article IV-Divisions

National policy applies to divisions

Article V-Division Board of Directors/Elections

Section 1. Executive committee. The USPTA/PNW shall be governed by its Board of Directors with an executive committee including President, Regional Vice President and Secretary-Treasurer. The President and Regional Vice President shall represent the Division on the national Executive Committee and shall attend all national meetings as designated by the national office with appropriate expenses paid by the USPTA/PNW. **Elected or appointed** members of the Executive Committee must have, or be in the process of obtaining

a P-1 or Master Professional designation at the time they begin serving. of an election. Appointees to these positions must have at least a P-1 designation within 3 months of the appointment, or as soon as the next regular testing cycle allows. The President and Regional Vice President must not hold simultaneous membership in any other tennis teaching organization. The Executive Committee shall provide a report to the Board of Directors of national policy changes and/or other information gathered at national meetings. This information is to be communicated within a reasonable time period to the membership via e-mail and/or newsletters as well as posted on the division web site.

Section 2. Board of Directors. The USPTA/PNW Board of Directors shall consist of the following: President, Regional Vice President, Secretary-Treasurer, Immediate Past President, and six (6) district representatives. All Board positions are voting members on all Board business. Board members shall be USPTA members in good standing. A board member whose membership is suspended for any reason including non-payment of dues shall be removed from the Board if the membership is not brought current within 30 days. The Executive Director shall contact the Board member and advise of possible removal from the Board. Board members must be USPTA/PNW members in good standing. P-2 or higher (see Executive Committee requirements, Section 1) and be actively involved in the tennis industry: teaching, administering, sales, manufacturing, or otherwise demonstrating a working knowledge of the tennis business.

Section 3. Term of Office. Directors shall serve for two (2) years. There are no term limits for any Board position. Board members and corresponding term expiration dates shall be posted on the website and maintained by the Executive Director.

Section 4. Nominating Committee. In September of each year following the national convention, if required, the Executive Committee shall appoint a nominating committee for the purpose of proposing a slate of Board positions for consideration by the membership. This committee shall include, if possible, one representative from the district with the open position(s), a current Executive Committee member and an at-large member. No later than October 15 the nominating committee shall submit a slate consisting of one nominee

for each open position on the Board. This slate shall be communicated to the membership as soon as possible. If there are no additional nominees from the membership, the slate of officers begins the term of office January 1. The following is a recommended ascension of officers; Secretary-Treasurer to Regional Vice President; Regional Vice President to President. Further nominations are accepted as follows; a member may run against any positions on the recommended slate with the exception of President and Regional Vice President or Secretary-Treasurer in accordance with national policy. The nominee shall submit at least 20 PNW member signatures on an approved nomination form. If there are more than one additional nominee for a position, the nominating committee shall screen each nominee and recommend one nominee to run against the recommended slate nominee. The Executive Director shall subsequently prepare an election. Ballots for the contested position(s) are mailed to the appropriate district membership and shall be returned within 10 business days of the mailing. The Executive Committee shall oversee the ballot count and announce the results no later than December 15.

Section 5. Vacancies. In the case of a vacancy on the Board of Directors, the following shall apply:

A. If the President position becomes vacant, the Regional Vice President immediately assumes the vacated position for the remainder of the President's term. The Secretary-Treasurer immediately assumes the Regional Vice President's term. The new Executive Committee shall then assign a Secretary-Treasurer from the District Representative positions following interviews with each. The vacated District Representative position shall be filled by board appointment.

B. If the Regional Vice President position becomes vacant, the Secretary-Treasurer shall immediately assume the vacated position for the remainder of the term and the Executive Committee shall assign a Secretary-Treasurer from the six (6) District Representative positions. after interviews with each District Representative

C. If the office of Secretary-Treasurer becomes vacant, the Executive Committee shall then assign a Secretary-Treasurer from the six (6) District Representative positions.

D. If a District Representative position becomes available, the position shall be filled by Board appointment.

Section 6. Duties of the Board of Directors. National policies shall

apply with the following exception: the Secretary-Treasurer shall record Board meeting minutes including all motions and/or votes. **including a brief synopsis of discussions.** These minutes shall be available in advance of the next scheduled Board meeting and posted on the division website when and after all board members have approved them. Archives of all Board minutes are to be maintained on the website. **and/or available for member review at the Executive Director's office.** In addition, the minutes shall be e-mailed to each Board member for review **and approval** one week **prior after** the scheduled meetings. Minutes shall be approved and/or revised **as part of the regular Board agenda** **by email and posted to the division website within a reasonable period.** In addition, the Secretary-Treasurer shall provide a detailed treasurer's report at each Board meeting. All accounts due and/or expected in excess of \$500 must have **Board Executive Committee** approval.

Section 7. Voting. Motions may be introduced by any member of the Board, seconded by any member of the Board. All Board positions carry the same weight in terms of voting. All motions must be passed by a majority vote. Any tie votes will be decided by a vote of the President. **There shall be no secret ballots.**

Section 8. Committees. The President shall appoint the following committees no later than January 15 of each year. The committees are to be assigned to Board members as shown who, in turn, may select up to five (5) members to assist on the committee. **Reports from each committee are due at least one week prior to scheduled Board meetings and shall be e-mailed to each Board member one week in advance of scheduled meetings for review** **Committees are to provide reports at scheduled board meetings when appropriate or when requested by board members.** Membership (Regional Vice President)-the committee shall review current membership including suspended memberships. The Executive Director shall provide an up to date list of suspended members to the committee chairman who, in turn, shall either contact the suspended member or assign contact to a committee member. A report of the contact and subsequent action shall be included in the committee report. The Executive Director shall provide the membership committee a **monthly** report of new members **after test results are final for every regional testing.** The District Representatives shall contact each new member, dropped member to

assist them with any information regarding the USPTA/PNW, obtain e-mail address if not provided, and inquire about interest in serving on a USPTA/PNW committee. The committee, in collaboration with the Board's Testing Liaison, shall prepare a report for each Board meeting detailing each district's current active membership numbers, a comparison with the past two (2) years, number of new members tested and/or current members upgraded.* Special Activities (President) -the committee shall coordinate various USPTA/PNW activities including Lessons for Life, Team Cup, designated tournaments, fundraisers, etc. When appropriate a report shall be provided via e-mail to the Board one week prior to scheduled meetings.* USTA/USPTA Liaison-the committee (recommended chairman a Board member) shall serve as liaison with the USTA Pacific Northwest section and provide support for USTA activities as well as encouraging cooperation in all related tennis activities including section events.. When appropriate, a report shall be provided via e-mail to the Board one week prior to scheduled meetings.*. Budget Committee (Secretary Treasurer)-the committee, after consultation with the Executive Director, shall prepare a recommended budget for the fiscal year, designated as January 1 to December 31. The proposal should be submitted not later than Oct. 15 for the following year and shall require Board approval for adoption. Once approved, the budget shall be posted on the division website.* Convention Committee (Immediate Past President)-the committee shall recommend a date and location for the annual PNW convention. This recommendation shall be submitted no later than the December meeting for Board approval.

Section 9. Board Meetings. The Board of Directors shall meet quarterly (March, June, September and December), at least twice in person. All in person meetings are open to the membership and notice shall be posted via e-mail at least three (3) (2) weeks in advance. All meetings shall be recorded by the Secretary-Treasurer in the form of minutes and posted on the website. Board members are required to attend all in person meetings. A board member missing two or more of the four meetings without prior permission shall be removed from the Board (see Section IV regarding vacancies). Board meetings shall follow a prescribed agenda as follows: Meeting Called to Order, Minutes from Previous Meeting (approved or revised); Committee Reports; Executive Director's Report; Old Business; New Business; Other. The agenda shall be prepared by the Executive Director and Executive

Committee and distributed to the Board **no later than one week** prior to the scheduled meeting (with the exception of special meetings). All accompanying and/or supporting documents shall also be included including committee reports in writing.

Article VII. Executive Director

Section 1. Position Appointment. The Executive Committee shall perform an annual review of the Executive Director's performance based on his/her assigned duties for that year. The Executive Committee will take appropriate action based on their findings. **In the event of a vacancy of the Executive Director position**, the Executive Committee shall interview any qualified candidates for the position following a general notice to the membership.

Section 2. Reporting. The Executive Director shall report directly to the President.

Section 3. Duties/Performance Review. It is expected the Executive Director will undertake a variety of tasks for the Division under the direction of the President. The Executive Committee shall review the job performance of the Executive Director annually and submit a report to the full Board for discussion. **at the December meeting.**

Section 4. Compensation. Compensation for the Executive Director shall be determined by the Budget Committee with final approval by the full Board.

Article VIII. Bylaws

Section 1. Amendments. Amendments to the bylaws may be made by Board approval at a regular scheduled meeting. Changes may not conflict with national policy.

Section 2. Effective Date. These bylaws shall take effect November 15, 2011.

Bylaws Revised November 2011