

BYLAWS AMENDED AND RESTATED ON MARCH 26, 2019

National Senior Women's Tennis Association, Inc.

(Formerly the Senior Women's Tennis Association, Inc.)

Previous amendments unanimously approved at NSWTA Annual Meeting, April 5, 2016

ARTICLE I – NAME

Section 1 - NAME

This Association shall be called "National Senior Women's Tennis Association, Inc." Hereinafter, it may also be referred to as the "Corporation," the "NSWTA" or the "Association." The address of the national office shall be the address of the current President.

Section 2 - MISSION STATEMENT

To enhance and promote competitive tennis among age-level women players.

Section 3 – PURPOSES

The purposes of the NSWTA shall be to raise the standards of senior tennis among women, to increase interest and awareness of the sport of tennis, to maintain membership communication, and to increase communication with the United States Tennis Association.

Section 4 - NOT-FOR-PROFIT

The NSWTA shall be a not-for-profit corporation, no part of whose earnings shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the NSWTA shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article 1.

ARTICLE II – MEMBERS

Section 1 - ACTIVE MEMBERSHIP

Anyone may be a member of NSWTA as long as their dues are current.

Section 2 - HONORARY MEMBERSHIP

Those persons who have made an outstanding contribution to tennis and particularly women's tennis. Honorary Members shall be proposed and voted on by the Board of Directors.

ARTICLE III – DUES

An applicant for membership shall submit an application for membership with payment for dues. Annual Dues shall be proposed by the Board of Directors and approved by the majority of the members present at the Annual Meeting.

ARTICLE IV – SECTIONS

For the purpose of convenient administration, the NSWTA will be divided in accordance with the USTA sections, and further following the USTA in the formation of new sections. If at a later date the Board of Directors determines that this is not a feasible policy, they may establish their own NSWTA sections to accommodate their needs.

ARTICLE V - EXPENDITURE OF DUES

Dues will be for the purpose of maintaining the Association and perpetuating the quality of senior women's tennis in the United States. The Board of Directors will try in all cases to maintain a national flavor and fairness to all sections.

ARTICLE VI - OFFICERS AND COMMITTEES

Section 1 - OFFICERS

PRESIDENT

- A. Provide guidance and leadership;
- B. Appoint committees and personnel to manage the affairs of the NSWTA not covered in the scope of the other officers
- C. Coordinate needs of the organization with the USTA;
- D. Appoint individual(s) to fill vacancies arising on the Board of Directors;
- E. Appoint a Secretary and a Treasurer and hire an Accountant if needed.
- F. Call meetings of the Board of Directors.

PRESIDENT-ELECT

- A. Assist the President and take the President's place if the President becomes unable to perform duties;
- B. Become familiar with policies, procedures and organization; and
- C. Serve one (1) year on the Board of Directors prior to being nominated for the position of President.

SECRETARY

- A. Take minutes at the Annual Meeting and the Board of Directors meeting; and
- B. Distribute minutes of both meetings to all Board members and the President as soon as possible.

TREASURER

- A. Develop a budget for approval and adoption by the Board of Directors;
- B. Keep all financial records;
- C. Pay all authorized bills promptly on consultation with the President; and
- D. Report on the Association's financial affairs.

BOARD OF DIRECTORS

- A. The President shall appoint between five (5) and fifteen (**15**) Directors for a two-year term
- B. The President shall become a director of the Board;
- C. The President-elect shall become a member of the Board, if not already a member;
- D. The Directors shall be current with their dues;
- E. The Directors shall assist the President and direct the Association;
- F. The Directors meet at least twice a year according to the President's needs;
- G. The President shall appoint one Director to become Treasurer and one Director to become Secretary;
- H. The term of the Board of Directors will be staggered. President shall appoint one half of the directors to a two-year term in her first year and one half of the directors for a two-year term in her second year.

Section 2 - NOMINATION AND ELECTIONS OF OFFICERS:

In the even-numbered years, an election will be held after the Annual Meeting for the purpose of electing a President-elect. The Nominating Committee Chair will nominate one candidate. Additional nominations must be called for but no more than one additional nominee may be added to the ballot. All candidates must be members of NSWTA. The election will be determined by a majority of the votes of the members present. The term of office of the President-elect will be one year or until the occurrence of the next odd-numbered year Annual Meeting.

In the odd-numbered years, an election will be held after the Annual Meeting for the purpose of electing a President. The Nominating Committee Chair will nominate one candidate for President, who may be the President-elect who served during the prior year. Additional nominations must be called for but no more than one additional nominee for office of the President may be added to the ballot. All candidates must be members of NSWTA. Each election will be determined by a majority of the votes of the members present. The term of office of the President will be two years or until her respective successor is elected and qualified.

Section 3 – FINAL BOARD MEETING

The transition of officers will take place following the Annual Meeting. The old Board will dispose of all old business.

ARTICLE VII - POWERS OF THE BOARD OF DIRECTORS

The NSWTA will be managed by the Board of Directors. The Board of Directors will make all policies. The Board may delegate such of its powers as it deems wise in the management of the affairs of the Association. The President may, within the scope of her duties, appoint committees and persons to administer the business of the NSWTA.

ARTICLE VIII - STANDING COMMITTEES

All Standing Committee Chairs are appointed by the President. **The Standing Committees are:**

- A. Membership Committee
- B. Nominating Committee
- C. Communications Committee
- D. Website Committee
- E. Social Media Committee
- F. Sponsorship Committee

ARTICLE IX – MISCELLANEOUS

Section 1 - MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors shall meet no less than two (2) times per year, but shall be permitted to meet more often according to the President's needs. The President will give each Director no less than thirty (30) days prior written notice of the time and place of each meeting. The President may call for a vote of the Board of Directors and Directors may vote via email.

Section 2 - ANNUAL MEETING OF THE MEMBERS

The Members shall meet annually, with each Annual Meeting to take place at the site most likely to draw the largest number of Members. Written **or email** notice will be furnished to each Member specifying the exact time and place of each such Annual Meeting.

Section 3 - PUBLIC RELATIONS

No person may speak for or bind the Association unless specifically authorized to do so by the President and/or the Board of Directors.

Section 4 - PARLIAMENTARY AUTHORITY

The *Roberts Rules of Order* will be followed in conducting Annual Meetings and meetings of the Board of Directors.

Section 5 - AMENDMENT TO THE BYLAWS

Proposed amendments will be voted on by the Board and presented to the membership in the newsletter, or online, prior to the Annual Meeting. Proposed amendments must be adopted by a two-thirds vote of those present.