

# Bylaws of the Hop Brook Tennis Club, Inc.

(Effective November 5, 2005)

## PURPOSE AND VALUES:

- To strengthen and promote friendships through the shared common experiences of social, athletic and work activities.
- To provide an environment for adults and children which nurtures and promotes good spirit, consideration for others, etiquette and fair play whether competing, socializing, or working together.
- To provide courts for tennis and platform tennis, clubhouse facilities and grounds, all of which are supported and maintained by the members.
- To maintain a healthy reverence of our founders' traditions at this Club named Hop Brook.

## Article I. MEMBERSHIP

- A. **Categories of Membership:** There shall be two categories of membership: family and single. A family membership shall consist of two or more members. Single membership is for unmarried individuals. Within one year of the marriage of any single member, his or her spouse shall be admitted as a member upon paying annual dues and initiation fee, or the single member so marrying shall tender his or her resignation. The Club's limit on the number of members shall not prevent the admission of a spouse.
- B. **Classes of Members:** Within each category of membership, there are three classes of members: Full, Associate and Honorary.
1. A **Full Member** is a person who indicates on his or her application the intention to play racquet sports at the Club frequently for pleasure or in competitive matches. A Full Member is entitled to the full use of the racquet facilities, the clubhouse and to participate in all of the Club's social events.
  2. An **Associate Member** is the spouse of a new, current, or former Full Member and who does not play racquet sports or plays infrequently. An Associate Member is allowed limited use of the racquet facilities, subject to the rules of the Club, full use of the clubhouse and to participate in all of the Club's social events. A Full Member, who no longer intends to play racquet sports at the Club frequently, may

elect to change to Associate Member status by so advising the Board of Governors in writing.

A Full Member who has elected to become an Associate Member may make a request to resume membership as a Full Member, subject to the approval of the Board of Governors. Such request shall be made in writing to the Board of Governors. If the Board approves the request, the member's name shall be placed ahead of all other names on the waiting list for Full Member. Upon reinstatement to Full Member, the reinstated member shall pay any assessments paid by Full Members during his or her tenure as an Associate Member.

An Associate Member who never has been a Full Member may request to become a Full Member, subject to the approval of the Board of Governors. Such request shall be made in writing to the Board of Governors. If the Board approves the request, the member's name shall be placed ahead of all other names on the waiting list for Full Member. Upon instatement to Full Member, the member shall pay the difference between the current initiation fee and the Associate initiation fee paid by that member.

3. An **Honorary Member** is a person who is elected by unanimous vote of the Board of Governors. An Honorary Member is entitled to the same privileges as a Full Member and pays no dues.
4. **Limits:** The membership of the Club, excluding Associate Members and Honorary Members, shall be limited to 160 full Members.

**C. Children:**

1. Children of a Full Member who are under the age of 23 shall be permitted use of the tennis and paddle tennis courts subject to the Club rules.
2. Children of a Full Member, upon reaching age 23, lose all membership privileges. If they apply for Full Member status within two years following their twenty-third birthday, their names will be placed at the head of the waiting list for new members without the necessity of sponsorship.

- D. New Members:** An individual may be sponsored for Full Member status by any member on a Member Nomination Form signed by a minimum of eight members including the sponsor. It shall be the responsibility of the Board of Governors to determine if the proposed member meets the membership requirements. Voting for membership shall be according to the Board of Governors voting provision of these Bylaws. After the vote, the Secretary shall notify the sponsor whether or not the application has been approved. If membership has been approved, the Treasurer shall send to the new member a letter of welcome to the Club, a copy of the Bylaws of the Club and a dues statement.

- E. **Reinstatement:** Any member who has resigned his or her membership in good standing may apply for reinstatement by written request to the Board of Governors within five years of resignation or non-renewal of membership. His or her name shall be placed at the head of the waiting list for new members. The Board of Governors may approve the request without the necessity of sponsorship. Such members approved for reinstatement shall pay current dues and past assessments for the years that he or she was not a member through the date of reinstatement. Such reinstatement payment shall not exceed the amount of current initiation fees.
- F. **Misconduct:** Any member may be suspended or expelled by a vote of at least six of the Board of Governors for any offense or misconduct deemed unbecoming of a member of the Club or prejudicial to the interests of the Club.

## **Article II. DUES AND FEES**

### **A. Establishment of Annual Dues and Fees:**

1. Annual dues for Full and Associate Members shall be proposed by the Board of Governors and determined by the Membership at the Annual Meeting or at a special meeting of the Membership.
2. Any assessments shall be determined by the Membership at the Annual Meeting or at a special meeting of the Membership.
3. The Board of Governors shall determine initiation fees.

### **B. Payment of Dues and Fees:**

1. Dues for the calendar year are payable in full by March 1<sup>st</sup>.
2. Initiation fees are due at the time of acceptance of the new member into the Club, and are payable in full at that time or on a payment schedule if established by the Board of Governors.
3. Assessments will be due and payable on a schedule determined by the Membership when such assessments are adopted. The Treasurer shall send to each member, subject to the assessment, a notice indicating the amount and date payable.

### **C. Arrears:**

1. All members whose dues or other money obligations to the Club are in arrears thirty days or more (April 1<sup>st</sup> or thereafter) shall be reported to the President. All members whose dues or other money obligations to the Club are in arrears forty-five days or more (April 15<sup>th</sup> or thereafter) shall be denied all privileges of the Club until such dues or other money obligations shall be paid in full.

2. The Treasurer shall mail a written notice to any member whose dues or money obligations are unpaid in whole or in part by March 15<sup>th</sup>. If the dues or other money obligations are unpaid by April 15<sup>th</sup>, such member shall be denied all privileges of the Club, unless prior thereto, the Board of Governors shall suspend the operation of this Bylaw.

3. Final notice shall be mailed to each member in arrears on April 15<sup>th</sup> advising that membership privileges have been suspended. Failure to pay all the dues or money obligations by May 1<sup>st</sup> shall be considered by the Board of Governors to be a resignation of membership in the Club.

**D. Guest Fees**

1. The respective committees may establish fees for the use of the tennis and platform tennis facilities by guests of members, subject to review and approval of the Board of Governors.

2. If such fees are established, the Treasurer shall bill members for guest activity.

**Article III. MEMBERSHIP MEETINGS**

A. **Annual Meeting:** The Annual Meeting of the Club shall be held as soon as feasible after September 30<sup>th</sup> each year as determined by the Board of Governors. The purpose of the Annual Meeting shall be for the election of officers and members of the Board of Governors and consideration of such other business as may properly come before the Membership.

B. **Special Meetings:** Special meetings may be called by the President; or by the President upon request of a majority of the Board of Governors; or upon request of at least twenty members of the Club.

C. **Notice:** The President shall send a written or printed notice of the Annual or Special Meetings for the Club to each member of the Club. Such notice shall contain a statement of the agenda to be acted upon at the meeting, with a proxy statement voting form for those unable to attend the meeting. The notice shall be sent neither less than seven days nor more than thirty days before the date of the meeting.

D. **Quorum:** A quorum for the conduct of any business shall be a majority of the Membership entitled to vote represented in person or by proxy.

E. **Proxy:** A Proxy Committee of three shall be appointed by the President or the presiding Club officer to certify any written proxy that may be presented at any Annual or Special Meeting.

- F. **Voting:** Each Full Member, Associate Member and Honorary Member is entitled to one vote at any duly called meeting to be cast in person or by written proxy signed by the member.
1. **General Voting:** Voting on all issues affecting members excluding assessments, capital expenditures in excess of \$7,500 and issues affecting these Bylaws, may be passed by a majority vote subject to the requirements of a quorum.
  2. **Assessments and Capital Expenditures in Excess of \$7,500:** Voting on all assessments and capital expenditures in excess of \$7,500 shall require approval of a majority of the membership.
  3. **Bylaws Voting:** Voting on all issues affecting these Bylaws may be passed by a two-thirds vote subject to the requirements of a quorum.

#### **Article IV. BOARD OF GOVERNORS and OFFICERS**

- A. **Composition:** The Board of Governors shall be limited to eight members, consisting of three Governors, the Past President, and the four Club officers, namely the President, Vice President, Secretary and Treasurer.
- B. **Authority:** The Board of Governors shall manage all the affairs, property and funds of the Club except those affairs listed immediately below which must be submitted to the Membership for vote:
1. The purchase, sale, lease or pledge of real estate
  2. Assessments
  3. Changes in the Bylaws
  4. Capital expenditures which exceed \$7,500.
  5. Change in dues
- C. **Nominating:** A Nominating Committee, consisting of three members who have been appointed by the President, shall provide the President with nominees to fill the expiring terms of the Governors and Officers prior to the Annual Meeting.
- D. **Election:** Nominees for Governors and officers shall be elected at the Annual Meeting.
- E. **Term:** Governors shall serve for a term of three years. Officers shall serve for a term of one year. Both Governors and Officers may be elected for one or more additional terms.
- F. **Vacancies:** The Board of Governors shall fill a vacancy during a term subject to a majority vote of the remaining Governors.

- G. **Officers:** Officer duties shall be those which customarily pertain to their respective offices.
- H. **Voting Procedures:** Actions other than membership issues shall require a minimum of five affirmative votes by the Board of Governors.
- I. **Membership issues:** The Board of Governors shall determine if applicants meet the membership requirements of the Club. Votes on membership applications and any other membership issues shall require a minimum of six affirmative votes by the Board of Governors by secret ballot.
- J. **Committees:** Various committees may be established and appointed by the President and/or by the Board of Governors; such as but not limited to: House, Grounds, Social, Tennis, Platform Tennis, and Membership. All committees may establish rules to facilitate their objectives subject to approval of the Board of Governors. The Tennis Committee and the Platform Tennis Committee shall establish specific rules governing members and their guests.

#### **Article V. MISCELLANEOUS**

- A. **Member Responsibility:** Each member shall be individually responsible for knowledge of these Bylaws and for complying with them.
- B. **Liability:** The Club shall carry liability insurance against personal injury and property damage in the amounts and by such carriers as may be deemed advisable by the Board of Governors.
- C. **Fiscal Year:** The Club's fiscal year shall be from October 1<sup>st</sup> through September 30<sup>th</sup>.
- D. **Auditor:** Each year the Board of Governors shall appoint an auditor who shall examine the accounts and vouchers of the Club and the Treasurer's report and make a report thereon to the membership at the Annual Meeting.
- E. **Repeal:** These Bylaws are effective November 6, 2004. All prior Bylaws are repealed.