



## USTA Kentucky Bylaws

### AMENDED AND RESTATED BYLAWS OF USTA KENTUCKY

January, 2025

\*Note that Kentucky Tennis Association, Inc. is doing business as USTA Kentucky.

#### ARTICLE I, NAME AND PURPOSE

1. This Association, representing the State of Kentucky in the Southern Tennis Association (STA) and functioning in accordance with the United States Tennis Association (USTA) policies and constitution except as set forth, herein, shall be known as the Kentucky Tennis Association, hereafter referred to as "KTA". The KTA shall have the purposes as set forth in its Amended Articles of Incorporation.
2. The KTA, and its members is affirmatively committed to the education of its members and the advancement of tennis throughout the State of Kentucky and does not discriminate in its membership or benefits against any person because of race, age, creed, sex or physical ability.

#### ARTICLE II, MEMBERSHIP

Membership may be granted to any organization or individual who is a resident of the State of Kentucky eligible for membership in the USTA, except for Boone, Campbell, and Kenton counties. Application for membership shall be made to the KTA or directly to the USTA on standard USTA forms. Classification of membership will be consistent with the STA system.

#### ARTICLE III, SUSPENSION, PENALTY OR CENSURE

The Board of Directors shall have the power to suspend any member for cause, and to censure or penalize any player or tennis official who, by his or her conduct, brings disgrace to the game, the State or Section or USTA. Any appeal from suspension shall be in accordance with the provisions of the Grievance Committee.

#### ARTICLE IV, VOTING POWER

1. Each active member shall vote in person or by appearing in a live video conference at the Annual Meeting. Voting by proxy is not permitted.
2. A new member must file the membership application no later than December 31st of the current year in order to be considered an active voting member at the Annual Meeting.
3. Each adult member and member organization shall have one vote and each junior shall have 1/2 vote. Each organizational member may designate one delegate who will be permitted to vote on behalf of that organization at the Annual Meeting. Such designations must be submitted in writing and received by the Secretary of KTA at least thirty days prior to the Annual Meeting.

#### ARTICLE V, DUES

Each member shall pay dues according to classification at the time specified by the USTA. Classification and dues are established by the USTA Constitution. Any change in the classification or dues by the USTA will be adopted by the KTA. In order for the members to vote at the Annual Meeting, their dues obligations must be paid up to date. Any member that fails to pay its annual dues by December 31st of the current year automatically shall be ineligible to vote at the Annual Meeting.

#### ARTICLE VI, MEETINGS

1. There shall be an Annual Meeting of the KTA on a date within 45 days after the end of the fiscal year as set by the Board of Directors, for the receipt of reports and the transaction of all official business. Annual meetings shall be open to current members of the KTA. Notice of such meetings, issued by the Executive Director, shall be made public via mail, email, or website fifteen (15) days before the Annual Meeting. The Board of Directors shall determine the location of the Annual Meeting and meetings of the Board of Directors.
2. The Board of Directors or the President may call special meetings of the membership at any time. Members will be notified of the purpose, place, and time of any special meeting at least two (2) weeks FP 39152913.1 in advance of such a meeting.
3. The order of business at membership meetings shall be determined by the President, and normally will be:
  - a. Roll Call
  - b. Reading of Minutes
  - c. Secretary and Treasurer's Report
  - d. Committee Reports

- e. President's Report
- f. Elections
- g. Miscellaneous Business
- h. Adjournment

4. Robert's Rules of Order shall be the authority for all parliamentary procedures not specifically mentioned herein. At all meetings of the membership or the Board of Directors, those members present and voting, either in person or by proxy, shall constitute a quorum. A simple majority of all votes cast shall be decisive. The Secretary, or other person specifically designated by the President, shall act as Parliamentarian.

#### **ARTICLE VII, OFFICERS**

1. The elective officers of the Association shall be a President, President-Elect or a First VP, a number of VP's to be determined by the Board of Directors as it from time to time shall deem appropriate, a Secretary, a Treasurer, ten (10) Directors, and a CTA Representative. It is an objective of the Association to have each geographical region represented by at least one member on the Board of Directors. The delegate to the STA annual meeting shall be the President or someone appointed by the President.

2. The terms of office for all Directors and CTA Representative shall be two (2) years, with five (5) Directors limited to two (2) consecutive terms.

3. The PRESIDENT shall be the chief officer of the KTA and shall be present at meetings of the Association and shall preside at all meetings of the Board of Directors and the annual meeting. The President shall be an ex-officio member of all committees, shall communicate to the Association such matters and make such suggestions as may in his or her opinion tend to promote the welfare and increase the usefulness of the Association, shall give a report on the condition of the KTA at the Annual Meeting, and shall perform such other duties as are necessarily incident to the office.

4. The PRESIDENT-ELECT shall be the officer who will succeed the current President. He/she will take office when the term of the current President expires. He/she shall assist the President in the performance of his or her duties and shall exercise all the powers of the President in case of absence, resignation, or incapacity of the President to serve. He shall accompany the President to the STA meetings in preparation for his/her upcoming term as President. The President-elect shall be elected every two (2) years and shall serve in this capacity for one (1) year before assuming the office of President.

5. The FIRST VICE PRESIDENT will be elected in the first year of a new President's term. He/she shall assist the President in the performance of his or her duties. He/she shall exercise all of the duties and powers of the President in case of absence, resignation or incapacity of the President to serve.

6. The VICE PRESIDENTS shall assist the President in the performance of his/her duties.

7. The SECRETARY shall serve as Parliamentarian at all meetings of the Association and shall assist in the duties of the Executive Director in case of absence, resignation or incapacity to serve.

8. The TREASURER shall compile the books of the Association no fewer than two (2) times a year. At the Annual Meeting he/she shall present a written report showing the receipts and expenditures for the past year.

9. The BOARD OF DIRECTORS shall be active USTA members and have supervision, control, and direction over the affairs of the Association, shall execute the policies and decisions of the current membership, shall actively prosecute the Association's purposes and objectives, and shall have discretion in the disbursement of funds. It may adopt such rules for the conduct of its business as FP 39152913.1 shall be deemed advisable and may in the execution of powers granted, appoint sub-committees or agents to work on specific problems or reports. It shall have a regular meeting at the time and place of the Annual Meeting and shall report to the membership on its activities. It shall meet not fewer than two (2) times a year upon the call of the President and also shall meet upon demand of a majority of the current members of the Association.

10. The Immediate Past-President shall serve as a voting member of the Board of Directors and Chair on the Nominating Committee.

11. The term of office for the President shall be two (2) years. Although not limited to one (1) term, he/she may not succeed himself/herself. The President-elect shall be elected every two (2) years and shall serve in this capacity for one (1) year before assuming the Office of President. The other Officers shall be elected for one (1) year with no limitation on re-election. The terms of office for all Directors shall be two (2) years, alternating five (5) new Directors with five (5) existing Directors limited to two (2) consecutive years. The term of office for the CTA Representative shall be two (2) years. In any event that any Officer or Director other than the President shall be unable to complete his/her term of office, the President shall appoint a replacement for the remaining term.

#### **ARTICLE VIII, SALARIED EMPLOYEES**

1. An Executive Director, employed by the Board of Directors, shall be responsible for the day-to-day operations of the Office of the KTA. The Executive Director will give notice of all meetings of the Association and committees and provisions for the keeping of a record of proceedings, conduct correspondence and carry into execution all votes and resolutions not otherwise committed; keep a list of the members of the Association; collect dues; keep records as to any agents retained by the Association, and shall make disbursements authorized by the Board of Directors or other such persons as the Board of Directors may prescribe. The funds, books and vouchers in the Executive Director's hands shall at all times be subject to the inspection of the elected Officers of the Association.

2. The Board of Directors shall be solely responsible for appointing or approving, determining salaries for, and firing any employees, executive or administrative, it deems necessary for the betterment of the Association. Such personnel shall perform such duties as assigned by the President or the Management Committee Board of Directors. The Board of Directors may assign the above duties to the Executive Director.

#### **ARTICLE IX, COMMITTEES**

1. The Association shall have at least eight (8) standing committees: Management Committee, Nominating Committee, Junior Tennis Committee, Adult Tennis Committee, Sanction and Schedule Committee, Officials Committee, Grievance Committee, and Finance Committee. The Board of Directors shall develop, identify, and present in written form the duties, obligations and jurisdiction of each standing committee. Additional standing or ad hoc committees may be established from time to time by the President. Members of these committees shall be appointed by the President with the approval of the Board of Directors. Each standing committee shall have a Chair, who shall be appointed by the President who shall be responsible for directing and coordinating the affairs of his or her committee.

2. The MANAGEMENT COMMITTEE. The affairs of the KTA between meetings of the Board of Directors shall be managed by the Management Committee whose members shall consist of: the President, the Vice-Presidents, the President-elect, the Secretary, the Treasurer, and the Immediate Past-President. The Management Committee shall meet prior to each Board of Directors meeting and report to the Board of Directors decisions and recommendations made to the Management Committee.

3. The NOMINATING COMMITTEE shall be composed of five (5) members, one of whom shall be the immediate Past President who shall serve as Chairman. The four (4) members of the Committee, other than the immediate Past President, shall be elected for a two (2) year term at the Annual Meeting or until their successors are duly elected and qualified. In addition to the immediate Past President, two (2) members of the Nominating Committee shall be current members of the Board of Directors. No officer may be a member of the Nominating Committee. No member may serve on the Nominating Committee more than four (4) consecutive years. Two (2) members of the Nominating Committee shall be nominated to serve for a second FP 39152913.1 term. The Management Committee shall appoint a vacancy for any cause on the Nominating Committee, including that of the Chairman. The Nominating Committee shall make all nominations for Officers, Directors, and members of the Nominating Committee to be voted on at the Annual Meeting in accordance with provisions for terms of office.

A. The Nominating Committee shall prepare a slate of nominees for all positions subject to election at the Annual Meeting. Such nominations shall be filed with the KTA Secretary at least 30 days prior to the date of the Annual Meeting. If, prior to the Annual Meeting, a nominee vacancy occurs, the vacancy shall be filled by the Committee and the name of such person shall be placed in nomination at the Annual Meeting by the Nominating Committee.

B. Upon notification of the slate of nominees for any election, an organizational member may submit additional nominations for any position open for election provided at least five other organizational members endorse such nominations. Any additional nomination, along with necessary endorsements, must be filed with the KTA Secretary no later than 15 days prior to the date of the elections for which they are being placed in consideration.

C. During elections at the Annual Meeting, nominations may not be accepted from the floor.

4. The JUNIOR TENNIS COMMITTEE shall consist of at least five (5) persons, and shall be responsible for investigating, studying and making recommendations to the Board of Directors and the membership relating to overall junior tennis activities in Kentucky.

5. The ADULT TENNIS COMMITTEE shall consist of at least five (5) persons and shall be responsible for investigating, studying and making recommendations to the Board of Directors and the membership relating to overall adult tennis activities in Kentucky.

6. The SANCTION & SCHEDULE COMMITTEE shall consist of a Chair and such other persons appointed by the President and shall be responsible for sanctioning and scheduling all tournaments and their events within Kentucky. The committee shall make recommendations to the Board of Directors for the awarding of all KTA Junior and Adult Championships to members bidding for them. It also shall recommend new divisions and events to be considered for ranking purposes. It shall review all applications for future sanctioning based on the tournament's compliance with the rules and regulations established by the KTA.

7. The OFFICIAL'S COMMITTEE shall consist of a Chair, appointed by the President, and all certified members of the USTA Official's Committee within Kentucky. It shall be responsible for the training, development and qualifying of tennis officials in accordance with the provisions of Article IX of the USTA Standing Orders. The Chair of the Official's Committee shall be an ex-officio member of the Board of Directors.

8. The GRIEVANCE COMMITTEE shall consist of at least three (3) members (one of whom should be Legal Counsel per section 10, below), appointed by the President and shall be responsible for enforcing the Articles of Incorporation, By-laws, Tournaments Rules and Regulations of the USTA, STA and KTA and standards of conduct, fair play and good sportsmanship governing all individual and organizational members during sanctioned events held in Kentucky. The complaint must be filed in writing within thirty (30) days of the alleged violation to the Chair of the Grievance

Committee. The Chair will give notice of the complaint to the member against whom the complaint is filed. The notice shall be in writing by certified mail, return receipt requested, mailed to the last known address of the member. The member against whom the complaint is filed may submit a written response within fifteen (15) days of the date the notice was mailed. If the Grievance Committee determines that the member has violated any of the Articles, By-laws, or Rules and Regulations of the KTA, the member may be either reprimanded or suspended from membership in the KTA. The Chair will give written notification of the decision to both parties. The decision of the Chair is final. Any appeal from a decision of the Grievance Committee shall be made to the Board of Directors within fifteen (15) days of receipt of the decision. The Board of Directors shall have the power to affirm, modify or reject the FP 39152913.1 decision of the committee. The decision of the Board of Directors shall be final and binding in accordance with USTA and STA disciplinary procedures.

9. The FINANCE COMMITTEE shall be composed of at least three (3) members, one of whom shall be the Treasurer who shall serve as Chairperson. The committee shall be responsible for reporting to the Board about all fiscal matters pertaining to the KTA.

10. A LEGAL COUNSEL shall be appointed by the President to advise or represent the KTA on legal matters when called upon by the President or the Board of Directors. He/she shall be a member in good standing of the Bar Association, and shall serve without compensation, except by special authorization of the Board of Directors.

ARTICLE X, OFFICES The location of the executive office of the KTA shall be Louisville, Kentucky. ARTICLE XI, REIMBURSEMENT OF EXPENSES The President may authorize the reasonable compensation for services, rendered or the reimbursement of any individual incurring necessary travel, meals, lodging, office, mailing, telephone or other expenses in connection with the business of the KTA. All such reimbursements shall be subject to review by the Board of Directors. ARTICLE XII, FISCAL YEAR Unless otherwise specified by the Board of Directors, the fiscal year of the KTA shall be January 1 through December 31. ARTICLE XIII, AMENDMENTS Amendments to these By-laws may be made either (1) at any Annual Meeting by an affirmative vote of a majority of all ballots cast, provided that a copy of each proposed amendment was sent to each member with the notice of the Annual Meeting; or (2) by the affirmative vote of a majority of the Board of Directors, provided that notice of each proposed amendment be included in the call for such meeting and also provided that all voting members of the KTA receive such notice not less than thirty (30) days prior to the meeting of the Board of Directors.

#### **ARTICLE XIV, GEOGRAPHICAL REGIONS**

There shall be five geographical regions of the KTA generally defined and named as follows:

Western Kentucky and surrounding area  
Louisville and surrounding area  
Lexington and Bluegrass area  
Eastern Kentucky and surrounding area  
South Central Kentucky and surrounding area

#### **ARTICLE XV, COMMUNITY TENNIS ASSOCIATIONS AND SUBDIVISIONS**

Each geographical region may contain one or more Community Tennis Associations (CTA) or subdivisions, the boundaries of which shall be fixed by the KTA. Each CTA or subdivision shall be governed by such rules and regulations as it shall adopt in accordance with the requirements of the KTA. Such rules and regulations shall not be inconsistent with the Constitution, Bylaws, or Regulations of the USTA, USTA Southern or KTA and are subject to the review and approval by the KTA.