

BY-LAWS
OF THE
LINCOLN HILLS TENNIS GROUP
Revised and Approved 12/5/2011

ARTICLE I

Section 1: Office

The principal location of the Lincoln Hills Tennis Group (the Group) for the transaction of business is Lincoln Hills, Lincoln, California.

ARTICLE II

Section 1: Purpose

To provide all bonafide Lincoln Hills residents the opportunity to participate in organized competitive and social functions with the Lincoln Hills Tennis Group.

ARTICLE III

Section 1: Membership

Any bonafide resident of Lincoln Hills may request membership.

Section 2: Rights and privileges

All members shall be eligible to hold office, to vote and to participate in Group activities.

Section 3: Dues

The amount of the dues shall be approved by the membership as specified in ARTICLE IV, Section 2.

Dues are yearly, non-prorated fees that shall be payable in a manner and at a time prescribed by the Lincoln Hills Tennis Group Board of Directors (the Board).

Section 4: Termination of membership

Any membership may be cancelled for good cause upon evaluation of charges brought by any member, provided that the person charged is given an opportunity for a hearing in their defense before the Board.

The Board may hear testimony from any source to determine appropriate action regarding continued membership of the member.

The Board will evaluate all testimony and notify all members involved regarding the Board's decision on the matter.

Termination of membership in the Group will not affect a bonafide Lincoln Hills resident's privilege to continue utilization of the tennis courts.

ARTICLE IV

Section 1: General Membership

There shall be at least two (2) general membership meetings per calendar year for the purpose of informing members of the Group's activities and of conducting business requiring a vote by the membership.

The final meeting of the year shall include the election of the new Board.

Section 2: Quorum

During meetings, a quorum is required on all votes by the membership. A minimum of 25% of the membership shall constitute a quorum. For election

of Board Members, proxies may be submitted in writing to the Director of Records by Group members unable to attend the meeting. Written proxies will count toward the above quorum requirement and are valid only if received two (2) days prior to the membership vote.

Section 3: Conduct of Board and General Membership meetings

Meetings shall be presided over by the President of the Board. The Director of Records shall record the minutes of the meetings. Within seven (7) days after the meeting, the Director of Records shall e-mail a copy of the minutes to each e-mail address provided to the Group and also post a copy of the minutes on the sports pavilion bulletin board.

Section 4: Notification of General Membership meetings

The Director of Records shall provide all members prior notification of upcoming meetings by phone tree or via e-mail to each e-mail address provided to the Group. An additional notification shall be posted on the sports pavilion bulletin board.

ARTICLE V

Section 1: Board of Directors

Board members shall be elected by the membership based on ARTICLE IV, Section 2. Prior to the election meeting, the names of all candidates shall be e-mailed to each e-mail address provided to the Group and also posted on the sports pavilion bulletin board. This will inform members who wish to vote by proxy.

The governing and management of the Group shall be vested in and controlled by a Board comprised of a President, and four (4) Directors who shall be members of the Group in good standing. If a Board member at any time ceases to be a Group member, they will cease to hold office.

Section 2: Term of office

The term of office for the President and each Director shall be one (1)

calendar year (January 1 through December 31). No individual may hold the same office for more than four consecutive years.

Section 3: Board vacancies

Whenever a Board member vacancy occurs, the Board will make an interim appointment to serve-out the remaining term of office.

Section 4: Duties of the Board

The Board shall conduct meetings to transact Group business including the execution of contracts, the establishment of rules and regulations and the formulation of Group activities.

In the event of any material conflict between any Association policy, procedure, rule or regulation and those of the Board, the conflicting provision of the Association shall prevail.

ARTICLE VI

Section 1: Officers of the Group

The Board shall consist of a President, a Director of Finance, a Director of Records and two (2) Directors of Operations.

Section 2: Duties of the President

The President is the Chief Executive Officer of the Group and shall supervise and control all business affairs of the Group.

The President shall serve as presiding officer at all meetings of the membership and of the Board.

The President shall be listed as an interim signer to the Director of Finance for all issued checks and as the primary signer in the absence of the Director of Finance.

Section 3: Duties of the Director of Finance

The Director shall deposit all dues and other income into a bank account established in the name of the Group.

The Director shall maintain adequate records of all income into and disbursements from the Group's funds.

The Director is the primary issuer of monies from the Group's funds in support of all sanctioned activities and of all Board business.

The Director shall submit a formal financial statement at all general membership meetings.

The Director shall submit formal financial statements to the Lincoln Hills Community Association as specified by the Association.

The Director shall cooperate fully in an annual audit of the financial accounts by a committee appointed by the Board.

Section 4: Duties of the Director of Records

The Director shall record the minutes at Board meetings and at general membership meetings and shall distribute the minutes as specified in ARTICLE IV, Section 3.

The Director shall perform the duties in ARTICLE IV, Section 4.

Section 5: Duties of the Directors of Operations

The Directors shall assist the President in any capacity needed to keep the Group activities running smoothly.

Section 6: Committees

The Board may form committees to assist Directors in the conduct of their assigned duties.

ARTICLE VII

Section 1: By Laws

New By-Laws may be adopted or current By-Laws amended by presenting such proposals to the membership for review prior to the membership voting on the proposal. Communication of proposals shall be performed as specified in ARTICLE IV, Section 3.

A majority vote of the members present is required for adoption or rejection of a proposal provided a quorum is present as specified in ARTICLE IV, Section 2.