BYLAWS
OF THE
UNITED STATES TENNIS ASSOCIATION FLORIDA SECTION, INC
As Amended November 8, 2025

ARTICLE I: NAME

The name of this association shall be known as the United States Tennis Association - Florida Section, Inc., hereinafter referred to as "the Association."

ARTICLE II: ASSOCIATION BOUNDARIES

Section 1. The number or configuration of regions or other governance bodies and their respective boundaries shall be set forth on the Association Map.

Section 2. The Association Map may be changed upon approval by a two-thirds (2/3) vote of the Board of Directors present and voting. The change to the Association Map shall become effective on the date set by the Board.

ARTICLE III: MEMBERSHIP

Section 1. Classification, Admission and Dues

A. Organization & Individual (collectively hereinafter referred to as "members") membership shall be in accordance with the Bylaws, Rules and Regulations of the United States Tennis Association, hereinafter referred to as USTA.

B. By accepting the Association and USTA membership, a member agrees to follow their respective Constitution, Bylaws, and Rules and Regulations and to exhaust all administrative remedies provided therein in each controversy or complaint involving participation in the Association and/or USTA activities.

C. Dues of the Association for members shall be established and payable as prescribed by the USTA.

Section 2. Delegates

A. Rights

1. Organization Members shall have one (1) delegate and one (1) vote per delegate.
2. Delegates - Each delegate shall be appointed or elected in accordance with each Organization Member's policies provided:
    a. Each delegate and the organization the delegate represents shall be a current member of the USTA.
    b. Each delegate must be at least nineteen (19) years of age.
    c. Each delegate may only be a delegate for one Organization Member.
3. Alternate Delegates - An alternate delegate may be named by the Organization Member in the event a registered delegate is unable to serve and must meet the same qualifications of a delegate.

4. Organization Members and delegates are entitled to notice of all meetings of the membership. Delegates are entitled to be present and vote at all meetings of the membership.
5. Individual Members are entitled to be present at all meetings of the membership but shall have no voting rights.

B. Registration of Delegates and Alternate Delegates
1. The Association's office will notify each new Organization Member of the method to register or change delegate information.
2. The delegate shall be registered upon receipt by the Association of the completed Delegate Information Form.
3. The delegate will serve in that capacity until replaced by the Organization Member or until such delegate resigns.

C. Eligibility and Procedures
1. Delegates and alternate delegates eligible to vote at the Annual Meeting or at a special meeting of the membership must be registered seven (7) days prior to such meeting.
2. Voting by delegates shall be conducted by any method approved by the Board of Directors.

D. Authorities

Delegates shall have the following authorities:
1. Approve proposed amendments to the Bylaws.
2. Select the Nominating Committee in accordance with these Bylaws.
3. Nominate an officer and/or director by petition.
4. Call special meetings of the membership in accordance with these Bylaws.

Section 3. Suspensions or Expulsions

A. The Board of Directors shall be responsible for hearing and deciding any issue bearing upon the suspension or expulsion of an Organization Member.

B. The Association will provide fair notice and an opportunity for a hearing before the Board of Directors.

C. By a vote of two thirds (2/3) of the Board of Directors, present and voting, the Board of Directors can recommend to the USTA that an Organization Member be suspended or expelled.

ARTICLE IV: MEETINGS OF THE MEMBERSHIP

Section 1. Annual Meeting

A. There shall be an Annual Meeting of the membership of the Association.

B. The date of the meeting shall be determined by the Board of Directors.

C. The Call for each Annual Meeting shall be sent to each Organization Member and delegate at least thirty (30) days prior to the date of the meeting.

Section 2. Special Meetings

A. Special meetings of the membership of the Association may be called by the President, a majority of the Board of Directors, or a written request by delegates from at least thirty (30) Organization Members representing at least five (5) regions.

B. At least thirty (30) days' notice shall be given and only those matters specified in the notice shall be considered at the meeting.

C. Unless otherwise set forth in these Bylaws, all decisions of the Membership coming to a vote shall be by a two-thirds (2/3) vote of the delegates, present and voting.

Section 3. Quorum

A quorum for the transaction of business at any membership meeting shall be twenty (20) delegates.

ARTICLE V: BOARD OF DIRECTORS

Section 1. Composition

The Board of Directors shall consist of the President, President-Elect, Secretary, Treasurer, immediate Past President and four (4) Directors at Large.

Section 2. Eligibility

A member of the Board of Directors shall be a resident of the State of Florida and a member of the USTA from the Florida Section.

Section 3. Terms of Office

A. Officers

1. All officers shall assume office during the Annual Meeting and maintain the position until their successor has assumed office.
2. The President, President-Elect and immediate Past President shall hold office for one (1) term or until their successors have assumed office. The Secretary and Treasurer may serve a maximum of two (2) consecutive terms.

B. Directors at Large

1. Directors at Large shall assume office during the Annual Meeting and maintain the position until his/her successor has assumed office.
2. Directors at Large may serve a maximum of three (3) consecutive terms.

C. A term of office shall be two (2) consecutive years.

Section 4. Authority and Responsibility

A. Except as specifically reserved by these Bylaws, the Board of Directors shall have supervision, control, and direction of the affairs of the Association and determine its policies or changes therein.

B. It shall be the responsibility of each board member to attend all meetings of the Board of Directors and no person may attend as a replacement.

C. Any member of the Board of Directors unable to attend a meeting shall notify the President, stating the reason for absence.

1. If a board member is absent for reasons, which the President determines to be insufficient, the President shall request that absent member's resignation. If the member refuses to resign, the President may bring the request for resignation and removal to the Board for a vote in accordance with Article V. Section 9.

Section 5. Meetings

A. Regular Meetings

1. There shall be at least four (4) meetings per year of the Board of Directors
2. The time and place of each meeting shall be designated by the President and notice of such meetings shall be given at least thirty (30) days prior to the date of the meeting.

B. Special Meetings

1. Such meetings may be called by the President, or in his/her absence by the President-Elect, or by four (4) board members.
2. The time and place of such meeting shall be designated by the President and notice shall be given at least fourteen (14) days prior to the meeting unless the President or President-Elect deems an emergency, which requires waiver of this notice.
3. Only those items listed in the Call of the meeting shall be considered.

C. Electronic Meetings

1. The Board of Directors may conduct business by electronic means, including but not limited to, telephone, email, audio conferencing, video conferencing in accordance with Florida Statutes Chapter 617.
2. Unless the Articles of Incorporation or the Bylaws provide otherwise, the Board of Directors may permit any or all Directors, Delegates, and/or Committee Members to conduct regular or special meetings using any means of communication by which all participants may simultaneously hear each other during the meeting. All persons participating in such a meeting are deemed to be present.

Section 6. Voting

1. All Voting requires a majority except the following, which require a two-thirds (2/3) vote of the Board of Directors:
   a. Proposals concerning a major change in policy.
   b. Expenditures of funds not provided in the adopted budget, or
   c. Unless otherwise specifically required by these Bylaws

Section 7. Quorum

A majority of the Board of Directors shall constitute a quorum for the transaction of business.

Section 8. Vacancy in Office

All vacancies, except the President, Nominating Committee, and the immediate Past President, shall be filled by plurality vote of the Board of Directors. If a vacancy occurs in any office, the successor shall be deemed to have filled the unexpired term of his/her predecessor and such term shall not count towards the term limits set forth in Article V. Section 3.

Section 9. Removal from Office

Any Officer or Director at Large may, for good cause, be removed from office by a two-thirds (2/3) vote of the Board of Directors, present and voting, after he/she has been afforded an opportunity to be heard and present evidence in support of his/her position.

Section 10. Duties

Positions of President, President-Elect, Secretary, Treasurer, immediate Past President, and Directors at Large shall fulfill the duties as approved by the Board of Directors and set forth in the Association's Position Descriptions.

ARTICLE VI: NOMINATIONS AND ELECTIONS OF BOARD OF DIRECTORS

Section 1. Nominations by Nominating Committee

A. The Nominating Committee shall submit a slate, included in the Nominating Committee Report, of one (1) nominee for each position: President-Elect, Secretary, Treasurer and four (4) Directors at Large. All nominees must have agreed in writing to serve if elected before their names are placed in nomination. Eligibility shall be adhered to as per Article V. Section 2. of these Bylaws.

B. A Nominating Committee Report shall be distributed to each Organization Member and delegates 130 days before the Annual Meeting of each even-numbered election year.

C. If no nominations by petition are filed within the designated time period, the nominated slate will be declared elected.

Section 2. Nominations by Petition

A. Nominations may be made by any Organization Member's delegate but limited to only one (1) nominee per position.

B. A Nominating Form shall be included in the Nominating Committee Report and shall be used by the Organization Member's delegate to submit nominations.

C. A person shall be a nominee for one (1) position only. Before his/her name is placed in nomination, each nominee must have agreed in writing to serve if elected. Eligibility shall be adhered to as per Article V. Section 2 of these Bylaws.

D. A nominee must receive a nomination from a minimum of five (5) Organization Members, each from a different region.

E. All submitted nominating forms must be signed by the registered delegate of the Organization Member.

F. All nominating forms must be received in the Association office 110 days before the Annual Meeting of each election year.

Section 3. Contested Election by Petition

A. Voting by delegates shall be conducted by any method approved by the Board of Directors for the election of Officers and Directors at Large.

B. One (1) ballot shall be distributed to each Organization Member's registered delegate 100 days before the Annual Meeting of each election year.

C. Each ballot must be signed by the registered delegate.

D. Signed ballots must be received in the Association office 95 days before the Annual Meeting of each election year.

E. Ballots shall be tabulated 85 days before the Annual Meeting of each election year by an independent firm, meeting all legal requirements, as determined by the Board of Directors.

F. Plurality shall elect.

Section 4. Results of Election

A. The election results shall be disseminated to all Organization Members and registered delegates, the Nominating Committee, and the Board of Directors within fifteen (15) days of the ballot tabulation.

B. Results of the election shall become final at the conclusion of the Annual Meeting, at which time the ballots shall be destroyed.

ARTICLE VII: USTA SECTION DELEGATE

Section 1. Delegate and Alternate

The USTA Section Delegate shall be the Association's immediate Past President. The first alternate shall be the Association's President. The second alternate shall be the Association's President-Elect. The third alternate shall be an officer, as determined by the Board of Directors.

Section 2. Authority and Responsibilities

A. It shall be the responsibility of the Section Delegate to cast the vote of the Association at the USTA Annual, Semi-Annual, and Special Meetings.

B. The USTA Section Delegate shall submit a written report for each Board of

Director's meeting and Annual Meeting of the Association.

C. The USTA Section Delegate may vote as he/she sees fit on questions at the USTA meetings, unless specifically instructed by the Board of Directors in regard to particular matters scheduled for consideration.

ARTICLE VIII: COMMITTEE

Section 1. Committee

A. There shall be Association councils, committees, and/or such other organizational groups (collectively "Committees") as deemed necessary by the President.

B. Eligibility: All Committee members shall be residents of the State of Florida and members of the USTA from the Florida Section.

C. Committee chairs, except as otherwise stated in these Bylaws, shall be appointed by the President, and shall serve at the discretion of the President.

D. No person shall serve for longer than three (3) consecutive terms as chair of the same Committee. A term shall be two (2) consecutive years.

E. A majority of the Committee members present and eligible to vote shall constitute a quorum for the transaction of business.

Section 2. Standing Committees

A. Nominating

Section 1. Composition

The Nominating Committee shall consist of the President-Elect, who shall serve as chairman, and four additional members selected from applications by the Present Nominating Committee, in conjunction with the selection of the members of the Board of Directors in even-numbered years. The Nominating Committee shall be selected so as to have a composition with members from at least four regions.

Section 2. Eligibility

To be eligible to serve on the Nominating Committee, an individual must:

a. Reside in Florida;

b. Be a member of the USTA from the Florida Section; and

c. Have served on the Board of Directors or on any USTA Florida Committee within the four years prior to the regular selection of the Next Nominating Committee. No individual shall be eligible to serve three consecutive terms on the Nominating Committee, and no more than two individuals selected to serve on the Next Nominating Committee may have served on the Present Nominating Committee.

Section 3. Alternates

A First, Second, and Third Alternate to the Next Nominating Committee shall be selected by the Present Nominating Committee, in conjunction with the selection of the members of the Next Nominating Committee.

Section 4. Additional Nominations

Additional nominations, beyond those made by the Present Nominating Committee, may only be submitted by petition. Such nominations must follow the same process that applies for nominations for board members by petition, as set forth in Article VI, Sections 2, 3 and 4. The Present Nominating Committee will provide the nominating forms, including the selected names of the Next Nominating Committee and alternate positions.

Section 5. Vacancies

In the case of a vacancy on the Nominating Committee, the highest-ranking alternate, whose ascension to the Nominating Committee will maintain a composition with members from at least four regions, shall automatically become a member of the Nominating Committee, filling the vacancy, and each remaining alternate shall ascend to the next higher alternate position. Upon the remaining alternates ascension to the next position, the Board of Directors may, by majority vote, fill the vacant alternate position.

Section 6. Duties

The Present Nominating Committee shall select one candidate for each of the following positions to be nominated in even-numbered years: a) President-Elect; b) Secretary; c) Treasurer; d) four Directors at Large; e) four Next Nominating Committee members; and f) a First, Second, and Third Alternate to the Next Nominating Committee. The Present Nominating Committee shall not nominate a member of the Present Nominating Committee to a Board position.

Section 7. Quorum

Four members of the Nominating Committee shall constitute a quorum.

B. Budget and Finance

1. The Budget and Finance Committee shall, with the aid of the Executive Director and appropriate staff members, prepare a proposed budget for the forth-coming fiscal year.
2. The proposed budget shall be submitted by the Chair to the Board of Directors for approval.
3. After approval by the Board of Directors, the Chair, with the aid of the Executive Director, shall monitor the budget and the fiscal affairs of the Association.
4. The financial records of the Association shall be audited by a certified public accountant or Auditor's Committee appointed by the Board of Directors, at the end of the fiscal year, and at other times as requested by the Board of Directors.

C. Bylaws and Governance

1. The Bylaws and Governance Committee shall interpret the Bylaws of the Association.
2. The Bylaws and Governance Committee shall also review and prepare proposed amendments which shall be presented, to the Board of Directors, Organization Members, and delegates as per Article XI of these Bylaws.
3. The Committee shall ensure compliance with the governing directives of the Association and the USTA.

D. Grievance

The Grievance Committee shall function as set forth in the Grievance Procedures, which may be amended from time to time. Any amendment to the Grievance Procedures shall be proposed by the Grievance Chair, reviewed by Legal Counsel, and approved by the Board of Directors. The Grievance Procedures shall be posted on the Association's website.

E. Legal Counsel

1. The President shall, with the consent of the Board of Directors, appoint a Legal Counsel for the Association, who shall advise and represent the Association in all legal matters when called upon by the President or Board of Directors. The Legal Counsel shall be a member in good standing of the Florida Bar and shall serve without compensation (except expense reimbursement), except upon special authorization of the Board of Directors.

2. The Legal Counsel shall be an ex-officio member of the Board of Directors and all Association Committees (other than the Nominating Committee) and attend all Annual and Semi-Annual meetings of the USTA and the Association as requested by the President.

ARTICLE IX: AUTHORITY

The Association has the power to enforce the rules and regulations of tennis and to adopt and enforce other rules it deems necessary and consistent with the rules and regulations of the USTA.

ARTICLE X: PARLIAMENTARY AUTHORITY

The most current edition of Robert's Rules of Order shall govern the proceedings of the Association in all cases not provided for in these Bylaws.

ARTICLE XI: AMENDMENTS

These Bylaws may be amended by two-thirds (2/3) vote of those delegates of Organization Members present and voting at any Annual Meeting or special meeting provided:

Section 1. The amendment must have been considered by the Board of Directors and approved by a two-thirds (2/3) vote of the members of the Board of Directors present and voting.

Section 2. Notice of the proposed amendment(s) shall be sent to the Organization Members and delegates thirty (30) days prior to the Annual Meeting or special meetings of the membership.