

COLORADO RACQUETBALL ASSOCIATION
BY-LAWS [revised 07/21/06]

*CRA Mission: Promote involvement and awareness
through the support of Colorado Racquetball*

ARTICLE I -- Purposes of the Association

SECTION 1 The purposes for which the Association is formed are those set forth in its Certificate of Incorporation or in any amendment thereof. It is not organized for financial profit, and intent is that net earnings shall not inure to the benefit of any members or individual except through board approved disbursements in the administration of the Colorado Racquetball Association.

ARTICLE II -- Offices of the Association

SECTION 1 The principal office of the Association shall be located: in any city within the State of Colorado, at the discretion of the incumbent President of the Association. The designation of the said City shall be made by the incumbent President within thirty days of taking office and will remain as such throughout that President's term of office.

ARTICLE III -- Members

SECTION 1 Individual persons may become an Annual Member of the Colorado Racquetball Association upon the payment of such fees or dues as may be prescribed for such membership.

SECTION 2 Member Clubs: Applications for membership by an organization wishing to become a Member Club shall be made in writing to the Secretary signed by a representative of such organization, and shall be accompanied by a check to cover the applicable annual dues. On receipt of such application the Secretary shall submit it to the Board for final action. If the application is rejected for any reason whatsoever, the accompanying check shall be returned to the applicant.

SECTION 3 Member Clubs may be disciplined, suspended or expelled for willful refusal or failure to comply with the By-Laws or Rules of the Association, or other good and sufficient cause. The Board of Directors shall pass upon all such recommendations and its decision by a vote of a majority of the entire Board of Directors shall be final.

SECTION 4 Individual members may be disciplined, suspended, including disqualification from any tournament or match played under the auspices of the Association, or expelled for willful refusal or failure to comply with the By-Laws or Rules of the Association, or other good and sufficient

cause. Any such matter shall be referred to the Board of Directors of the Association who shall hold such hearing with the individual allowed opportunity to defend or present their explanation of the circumstance under revision. The Board may take any such action as it deems appropriate and the decision shall be set forth in its Minutes and shall be final.

SECTION 5 Members, whether voting or otherwise, may resign by written declaration to the Secretary, but no resignation of any member shall be accepted or become effective while such member is financially indebted to the Association.

ARTICLE IV -- Meetings

SECTION 1 An annual General Membership Meeting of the Association shall be held prior to May 1 of each year. Notices shall be made public and/or distributed to all members not less than ten or more than fifty days before the meeting. The time and place of the Annual Meeting shall be fixed by the President and set forth in the notice.

SECTION 2 All members will be entitled to vote at the Annual Membership Meeting. Those present and represented by proxy, at the Annual Meeting of the Association, shall constitute a quorum. A majority vote will decide all issues legally placed before the membership at the Annual Meeting.

SECTION 3 The order of business at the Annual Meeting shall be as follows:

1. A call to order
2. Approval of Minutes
3. Report of the Secretary
4. Report of the Treasurer
5. Report of the President
6. Unfinished business
7. New business
8. Elections
9. Adjournment

SECTION 4 Special meetings of the Association may be called by the President or Secretary at any time upon ten days' notice by mail or wire to each Board Member stating the time and place of such meeting and the purpose thereof.

ARTICLE V -- Board of Directors

SECTION 1 The officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer. There shall be no fewer than 6, and no more than 12, Board Members who shall be called "The Board of Directors." The Board of Directors shall have power at any time to create additional

offices and prescribe the duties thereof. The Board of Directors shall elect officers of the Board and the June Board meeting following the annual meeting, each to a term of two years in office.

- SECTION 2 The President shall be the chief executive officer of the Association and shall be in charge of the direction of its affairs. They shall preside at the Annual Meetings of the Association, meetings of the Board of Directors and shall, ex-officio, be a member of all committees. They shall perform such other duties as are specified in these By-Laws or as the Board may from time to time assign, and shall act as the Colorado representative to all national meetings of USA Racquetball.
- SECTION 3 The Vice President in the absence of the President shall perform all the duties of that office and such additional duties as are specified in these by-Laws or as the Board of Directors may from time to time assign.
- SECTION 4 The Secretary shall give notice of all meetings of the Association and the Board of Directors and shall keep minutes thereof. They shall give such other notice and keep such other minutes as may be required by these By-Laws or be ordered from time to time by the Board. They shall keep a roll of the members of the Association and their addresses and shall conduct correspondence and keep the records, except for matters pertaining to the office of the Treasurer. They shall submit a report to the Annual Meeting of those organizations who have been elected during the preceding twelve months.
- SECTION 5 The Treasurer shall collect the dues and other revenues and pay all authorized bills of the Association, plus submit a proposed budget for the forthcoming fiscal year to the Executive Committee no later than July 1st. They shall keep records of locations of trophies for which the Association is, or may become responsible for, making sure that such trophies have been properly marked and that they are adequately insured. They shall be responsible for the purchase of the individual trophies that are awarded by the Association.
- SECTION 6 The Treasurer shall present at the Annual Meeting a report of the Board of Directors, verified by the President and Treasurer or by a majority of the directors, or certified by an independent public or certified accountant or a firm of such accountants selected by the Board, showing: 1) the assets and liabilities of the Association as of the end of the last fiscal year; 2) the principal changes in assets and liabilities during such year; 3) the revenues or receipts and expenses or disbursements for such year; 4) the number of members as of the end of such year together with a statement of increase or decrease in such number during such year and a statement of the place where the names and places of residence of the current members may be found. The report shall be filed with the records of the

Association and a copy thereof filed with the minutes of the Annual Meetings.

SECTION 7 The officers and directors shall not receive, directly or indirectly, any salary or other compensation from the Association, unless authorized by the vote of two-thirds of the entire Board of Directors.

SECTION 8 The officers shall be elected at the Annual Meeting in each year to take office on the June 1st immediately following and shall hold office for 3 years thereafter and until their successors are elected and qualify, or until removed, with or without cause, at any meeting of the Association at which a quorum is present by vote of two-thirds of the Board of Directors represented at the meeting. A vacancy occurring in any office between the Annual Meetings may be filled by appointment after a majority vote of the Board of Directors in attendance at the next regularly scheduled meeting. Terms shall be staggered to allow for three (3) Board seats to be open for election every year.

SECTION 9 The Board of Directors only shall determine and approve the Championship Tournaments to be held under the auspices of the Association, fix the dates and locations of such tournaments, establish fees, and prescribe the rules therefor.

The Board only may also establish rules to permit the Association to sanction or approve other tournaments and matches upon such terms and conditions as it may from time to time determine.

SECTION 10 The Board of Directors shall cause minutes to be kept of all its meetings and copies forwarded to all directors.

SECTION 11 In respect to all questions of interpretation or construction of these By-Laws, the decision of the Board of Directors shall be final.

SECTION 12 The Board of Directors shall have immediate charge, management and control of the affairs and activities of the Association, and it shall have full power to do any and all things in relation to the affairs of the Association except as otherwise specified by law, or in these By-laws.

ARTICLE VI - Board Nominating & Election Procedures

SECTION 1 Notice of pending elections shall be made to the membership at large by way of the Colorado Racquetball Association Newsletter or the CRA website no later than May of each year. Information relating to nominating procedures will be given at that time.

SECTION 2 Members may propose candidates for any of the open board seats, offices or positions to be voted upon. All nominations must be in the hands of the secretary 30 days prior to the date of the Annual Meeting.

SECTION 3 The current board (and/or formal nominating committee) shall make every attempt to secure at least one (1) more candidate than the number of open seats. In the event that insufficient numbers of candidates are nominated to fill any given ballot, no general elections will be conducted and the identified candidates will be appointed by acclamation.

SECTION 4 Term Limits are not imposed on volunteer board members. In the absence of formal protests against continued service by any individual, board members may choose to run for re-election at the close of any term.

SECTION 5 Board resignations may be tendered at any time, and the seated board may choose to fill the vacancy immediately, with a candidate to complete the term, or may choose to leave the position vacant until the next general election.

ARTICLE VII -- Tournament Committees

SECTION 1 The Tournament Committee for each championship tournament held under the auspices of the Association shall consist of the Chairman and one or more other members of the Board of Directors as designated by the President. Additional members as needed shall be appointed by the Chairman of the tournament committee. The Tournament Committee shall establish guidelines to be followed in State Championships and submit said guidelines to the Board of Directors for approval. Approval shall be by a majority of the Board of Directors. The Tournament Committee shall be in charge of all local arrangements with the Member Club where such championship is held. The Tournament Chairman may appoint such local sub-committees as may be deemed necessary.

SECTION 2 The Tournament Chairman shall submit a detailed financial report to the Treasurer of the Association within thirty days after the completion of the tournament.

ARTICLE VIII -- The Association's Fiscal Year shall be June 1 - May 31.

ARTICLE IX -- Conduct of Championships

SECTION 1 The members of a Championship Tournament Committee referred to in Article VII hereof shall constitute the Tournament Conduct Committee.

SECTION 2 This Committee shall determine the entries, make the draw, and assign the courts and times for all matches. It shall have the right to limit or refuse entries, provided that it shall refer to the Board of Directors for

determination any question as to the status of eligibility of any player. No one shall be allowed to enter any match or tournament played under the auspices of this association if they have been declared ineligible to compete by the Board of Directors of this Association.

SECTION 3 The Board of Directors of the Association shall be the final tribunal on all questions involving ineligibility of a player for any reason whatsoever deemed to be sufficient by it.

SECTION 4 A player who has been declared ineligible under the provisions of this article may make application in writing to the Secretary of the Board of Directors which shall have the power to grant or refuse such reinstatement. In the event of a refusal of reinstatement on the part of the Board of Directors, the Board of Directors shall make available to the player a written copy of the reasons for refusal.

SECTION 5 The Tournament Conduct Committee's decisions on all questions arising in connection with the playing of all tournament matches shall be final.

ARTICLE X -- Special Committees

SECTION 1 The President shall have the power to appoint such other committees from time to time as may be deemed necessary for the proper functioning of the Association.

ARTICLE XI -- Notice

SECTION 1 Every member of the Association and every member of the Board of Directors shall furnish an address to which all notices and communications may be sent by mail or otherwise. The sending of any such notice or communication to the address so furnished or, no such address shall be furnished, to the last known address, shall constitute proper service thereof.

SECTION 2 Whenever any notice is required to be given under the provisions of the statutes or of the Certificate of Incorporation or of these By-Laws, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

ARTICLE XII -- Dues

SECTION 1 Membership fees and dues for all classes of Association Membership shall be established only by the Board of Directors.

SECTION 2 No Member, otherwise in good standing, shall be entitled to vote at any meeting of the Association if it is over sixty days in arrears for any dues billed by the Association.

ARTICLE XIII -- Indemnification

SECTION 1 The Association shall indemnify each member of the Board of Directors and each officer now or hereafter a member of the Board or an officer's heirs, executors, and administrators, against all costs, expenses and liabilities, including settlements approved by the Board, reasonably incurred or imposed upon them in connection with or resulting from any action, suit, or proceeding or the settlement or compromise thereof prior to final adjudication to which they are or may be a party by reason of being or having been a member of the Board or an officer, except in relation to matters as to which they are finally adjudged in such action, suit, or proceeding to have been derelict in the performance of their duty as a member of the Board or officer.

ARTICLE XIX -- Amendments

SECTION 1 These By-Laws may be added to, amended or repealed in whole or in part by the affirmative vote of a majority of the Board of Directors. Proposed amendments for consideration at any meeting of the Association, recommended only by the Board, shall be set forth in the notice of meeting.