

**DTC combined monthly Board Meeting and General Membership Meeting on Friday, 8
February 2013**

In attendance were Dennis Anderson, Eva Brock, Janine Carlson, Jeff Chale (PT), Linda Deos, Chris Dewees, Jack Jonas, Ed Lewis, Barry Markman, Patty Nishi, Eric Steidlmayer (PT), Carolyn Teragawa, Kelli O'Neill, Grace Vaughn, Art Williams, Georgina Williams, and Frans de Waard. The meeting was called to order at 6:00 pm at the Clubhouse.

1. Previous Minutes of Meeting

The minutes of the January Board meeting were approved.

2. Club Pro report

Nothing to report.

3. Hull Memorial Update

Barry Markman reported that Dave Brooks from Volleys agreed to help Sally in pursuing the shade structure over the bleachers.

4. Treasurer's Report

Chris Dewees handed out the January 2013 report and the 2012 summary report.

In addition, he noted that Pam Mainini, the DTC CPA, had inquired if the DTC By-Laws addressed "conflicts of interest", with respect to the non-profit status of the DTC.

Post meeting note: A proposed addition to the By-Laws is included in the attached version of the By-Laws., Article 1, Section 3.

Chris also stated that the DTC should consider Directors & Officers (D&O) liability insurance (estimated at \$500/ year). See attachment for more information.

5. Clubhouse Manager Report

Dennis Anderson reported that the use of the squeegees, including the three kept in the clubhouse, is working well. The only detail that needs to be attended is that when they are returned to the clubhouse (typically in a wet condition), there needs to be some way to protect the clubhouse floor.

The e-mail to the DTC membership on the squeegee policy (three of them kept in the clubhouse) still needs to be send out.

6. Men Interclub Rep

Dennis Anderson reported that 3 teams are now playing on Sunday mornings and one (50+) on Saturday afternoon.

7. Women Interclub Rep

Carolyn Teragawa reported a new 4.0 women's team playing on Saturdays. Refer to the website for information on all teams.

8. Webmaster Report

Janine Carlson reported that the DTC is officially in possession of the .com name.

9. SATA/ USTA Report

Refer to the written report from Carol Rose in the attachments.

10. Social Director Report

Linda Deos reported that the Drop-in Schedule had been posted at Volleys, but not at Big 5, since that is not allowed under their policies. Kelli suggested to send it also to the Enterprise, and Janine will send out the doodle again so each can check the schedule. To help new members find other players at approximately the same level, Kelli suggested that a self rating be added to the membership list. This information could be gathered by revising the membership form and including a reference on the website to the USTA rating criteria. JJ will look at the membership form and propose a revision.

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Post meeting note: due to the weather condition, the social after the meeting was limited to food & drinks in the clubhouse.

11. Newsletter Report

Joanne Crosta was stuck in traffic and did not make it to the meeting.

12. City Liaison Report

Barry Markman reported no news on the courts # 2 and 5 lights.

Barry also reported that the letter on the Walnut courts had been sent to the city, and that a response was received from Dan Wolk, indicating that it will be put on the council agenda. George Haver to follow-up to find out when that meeting will be held.

13. Fundraising Director Report

Nothing to report. (no candidate has been found yet).

14. School Liaison

Patty Nishi reported that she started a folder on correspondence with the school, since there are some changes after a new liaison is filling this position.

15. Update on the rec and parks special meeting on the community pool project

Kelli O'Neill reported that she attended a special meeting of the Rec's & Parks commission on the Community Pool Use Study, held on 31 January. In first instance, the Aquadarts will continue to lease the pool, and that the Rec's & Parks commission had made a selection out of the available options.

16. Elections

✓ Vote on revised By-laws

Frans de Waard read and commented on the proposed revisions of the By-Laws.

They were then approved by acclamation. It was noted that the responsibilities of the Clubhouse Manager and the Fundraising Director had not yet been filled in. Refer to the attachment for the revised By-Laws and proposed description of the responsibilities for the Clubhouse Manager and the Fundraising Director.

✓ Nominating Committee to nominate Board member candidates

Kelli read the slate of candidates prepared by the Nominating Committee.

✓ Elect and re-elect Board members

Grace Vaughn moved to accept the slate and Linda Deos seconded. The slate was elected by acclamation.

Therefore effective 8 February 2013, the following Board members have been elected:

Treasurer	- Chris Dewees
Webmaster	- Janine Carlson
Secretary	- Frans de Waard
Membership Chair	- Jack Jonas
Clubhouse Manager	- Dennis Anderson
Men's Interclub Coordinator	- Jeff Chale
SATA / USTA Representative	- Carol Rose

17. Wall of Fame update

Kelli O'Neill and Dennis Anderson hung the first certificate on the Wall of Fame.

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19. Open Forum

- ✓ Eric Steidlmayer, the new UCD varsity men's tennis coach introduced himself and attended the meeting part time.
- ✓ Chris Dewees thanked the Woodland Tennis Club president for organizing the frostbite tournament.

The meeting adjourned at 7.30pm. The next meeting will be on Wednesday, 6 March, 6.00 pm in the clubhouse.

Action Items for the next meeting:

1. Prepare an update of the donor recognition poster. **Open**
2. George to follow up with the city to get a time estimate on replacing the ballast of lights that are out, and their court washing schedule. **Open**
3. George and Barry to draft a letter to the City on conducting a study for re-constructing the Walnut courts. **Closed**
4. Dale to follow-up on the court washing equipment. **Open**
5. Janine and Dale to complete the separation of the DTC and Davis Tennis Academy websites. **Closed**
6. Send an e-mail to the membership on the DTC and the Tennis Academy websites once the transition has been completed. **Open**
7. Jack to e-mail to all DTC members that of the 6 squeegees, 3 will be kept in the clubhouse to make sure they are available for tournaments, but that they can also be used at any other time with the help of a Board member, provided they are returned afterwards. **Open**
8. Linda to prepare a preliminary drop-in schedule for the Board members, and draft a sign to be attached to the fence of the court that will be set aside for drop-ins. **Closed**
9. Nominating Committee to finalize the slate of candidates and send it out to the membership. **Closed**
10. Barry or George to find out the resurfacing schedule for all the courts. **Open**
11. Jack to draft a revision to the membership form for including a self rating. **New**

Attachments

- Agenda, Combined Annual and January meeting
- Treasurer's Report for January 2013 and 2012 Summary
- SATA Report
- Nominating Committee slate of candidates
- DTC Board members and Latest Election Dates
- By-Laws
- Directors & Officers (D&O) Liability Insurance information

Agenda Items for the combined DTC monthly Board Meeting and General Membership Meeting on Friday, 8 February 2013

- 1. Approve Minutes from the Board Meeting held on 2 January 2013 (Frans)**
- 2. Club Pro Report (Dale)**
Action item: Update on court washing machine and Tennis Academy Web site.
- 3. Hull Memorial Update (Sally)(Barry)**
- 4. Treasurer's Report (Chris)**
Action Item: Prepare an update of the donor recognition poster.
- 5. Clubhouse Manager Report (Dennis)**
Action Item: Jack to e-mail to all DTC members that of the 6 squeegees, 3 will be kept in the clubhouse to make sure they are available for tournaments, but that they can also be used at any other time with the help of a Board member, provided they are returned afterwards.
- 6. Men Interclub Rep (Dennis)**
- 7. Women Interclub Rep (Carolyn)**
- 8. Webmaster Report (Janine)**
Action Item: Janine and Dale to complete the separation of the DTC and Davis Tennis Academy websites, and transition to the .org URL for the DTC.
Action Item: Send an e-mail to the membership on the DTC and the Tennis Academy websites once the transition has been completed.
- 9. SATA/ USTA Report (Carol)**
- 10. Social Director Report (Linda)**
Action Item: Prepare a preliminary drop-in schedule for the Board members, and draft a sign to be attached to the fence of the court that will be set aside for drop-ins.
- 11. Newsletter Report (Joanne)**
- 12. City Liaison Report (George)**
Action Item: George to follow up with the city to get a time estimate on replacing the ballast of lights that are out, and their court washing schedule.
Action Item: George and Barry to draft a letter to the City on conducting a study for re-constructing the Walnut courts.
- 13. Fundraising Director Report (Vacant)**
- 14. School Liaison (Patty)**
- 15. Update on the rec and parks special meeting on the community pool project (Kelli)**
- 16. Elections and By-laws (Board)**
 - ✓ Nominating Committee to nominate Board member candidates
 - ✓ Elect and re-elect Board members
 - ✓ Vote on revised By-laws
- 17. Hang the first league champion certificate on the wall of fame (Kelli)**
- 18. Open Forum (Board Members and any attendees).**

DTC Treasurer's Report for January 2013

Wells Fargo Business Checking balance 1/31/13 was \$ 4729.76

Inflows:

\$ 2817.78—dues
\$ 199.15—donations

Outflows:

\$ 205.59—August Group (Volleys)—Novice Tourney balls
\$ 1087.50—City of Davis court fees (Oct-Dec 2012)
\$ 113.08—Janine Carlson—reimburse for Go Daddy fees and signs
\$ 200.00—Required transfers to Savings

Wells Fargo Business Savings Balance 1/31/13 was \$ 1535.16

Inflows:

\$ 200.00—required transfers from Checking
\$.24—interest

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1. The September USTA tournament netted only \$ 227.54 for DTC (30% share).
Summary: Gross proceeds from USTA to Dale (\$1225); DTC expenses for balls, trophies, refreshments (\$459.85); Net proceeds (\$765.15); Dale's 70% share (\$537.51); DTC share (\$227.54); Balance due from Dale to DTC (\$607.39).
 2. Incoming funds in February will include Dale's share of the 4th quarter court fees (\$800) and our share of novice tourney, plus reimbursing us for tourney expenses (\$ 379.85). I also expect the flow of dues and donations to continue as we near the start of the SATA and USTA seasons.
 3. Minimum price for Directors & Officers insurance for the DTC Board through USTA is \$550. This needs to be a Board discussion.
 4. Drafted 2012 summary report of our financial situation to submit to Pam Mainini, CPA for upcoming tax return preparation (copies available).

Prepared and Submitted by Christopher Dewees, DTC Treasurer

**DAVIS TENNIS CLUB
P.O. BOX 376
DAVIS, CA 95617**

February 7, 2013

Pam Mainini, CPA
1105 Kennedy Place, Suite 2
Davis, CA 95616

Pam,

Here is the summary of the 2012 Davis Tennis Club income and expenses for your filing of our Form 990EZ. During 2012, our income and expenses returned to a more normal pattern after the 2011 completion of the renovation of a small city building into a clubhouse for DTC.

Income:

Membership dues	\$ 3,685
Donations	\$ 1,600
Tournament/court fees	\$ 5,831

Total Income: \$ 11,116

Outflows:

Clubhouse Project	\$ 3,867
Court fees to City of Davis	\$ 4,350
Insurance/SATA dues	\$ 240
Supplies	\$ 2,993
Postage/phone	\$ 288
Tournament Expenses	\$ 1,895
Fee to Atty Gen'l	\$ 25

Total Outflows: \$ 13,808

Bank Balance 12/31/12: \$ 4,731.56

Website: www.davistennisclub.org

I have attached a list of our Board of Directors with their responsibilities. We will also try to get the updated information you need for your files this year. Could you send me samples of wording of the "Required Policies" that you think might be appropriate for our small non-profit.

Give me a call if you have any questions or need other information.

Cheers,

Christopher M. Dewees, Treasurer
(530) 758-2048
cmdewees@cal.net

DAVIS TENNIS CLUB
SATA Report
January 2013

- First Board meeting of the year: Executive Committee elected:

President: Carol Rose
Vice President: Jack Blyskal
Secretary: Jacquie Cubre
Treasurer: Kendra McDonald
Interclub Chair: Gwen Warrenner

- New SATA website has been activated. Much easier to make corrections, changes, uploads. Some of that work can now be done by Board members. Club Showcase will allow clubs to advertise lessons, clinics and Tournaments that are open to all SATA players. Contact: sata.president@gmail.com for all the details.
- Community Projects committee will continue giving monetary and participation support to low income high school tennis teams. We have a group of players who will practice with high school teams, with administration approval. SATA donates \$250 in supplies to each team. We encourage member clubs to adopt a low-income high school team. Contact: sata.president@gmail.com for further details.
- SATA Grand Prix will be only the Junior circuit this year. Adult participation continues to drop off. SATA's Grand Prix will have 10-12 tournaments throughout the year. This program is a really good way for young players to enter the tournament circuit with a little lower level of competition than USTA Grand Prix.
- Adult Interclub registration runs until February 3. The season begins March 2.
- We have discontinued the SATA store. We needed to buy minimum amounts of the equipment/clothing. Since we do not have a place to keep inventory, that would not be feasible. Awards will now be money only.

Next Meeting: March 12, 2013, 6:30 p.m. 75 Iron Point Circle, Folsom

Davis Tennis Club 2013 Election Nominations from the Nominating committee

Treasurer	Chris DeWees
Webmaster	Janine Carlson
Secretary	Frans DeWaard
Membership Chair	Jack Jonas
Clubhouse Manager	Dennis Anderson
Mens' Interclub Coordinator	Jeff Chale
SATA USTA Representative	Carol Rose
Fundraising coordinator	Open

Submitted by

Grace Everitt Vaughn, Shahryar Ahmad and Barry L. Markman
DTC 2013 Nominating Committee

DTC Board members and Latest Election Dates

Name	Position	Election Date
Dennis Anderson	Clubhouse Manager	February 2013
Janine Carlson	Webmaster	February 2013
Jeff Chale	Men SATA Interclub Coordinator	February 2013
Joanne Crosta	Newsletter Editor	February 2013
Linda Deos	Social Director	July 2012
Chris Dewees	Treasurer	February 2013
George Haver	City Liaison	March 2012
Jack Jonas	Membership Chair	February 2013
Barry Markman	President	March 2012
Vacant	Fundraising Director	
Kelli O'Neill	Vice President	April 2012
Patty Nishi	School Liaison	March 2012
Carol Rose	SATA/ USTA Liaison	February 2012
Carolyn Teragawa	Women Interclub Rep.	January 2010
Frans de Waard	Secretary	February 2013

By-Laws

Davis Tennis Club

Article 1 - General

Sec. 1 - Name – The name of this organization is the Davis Tennis Club (DTC) located in Davis, California.

Sec. 2 - Purpose – The purpose of the DTC is to promote the game of tennis in the City of Davis. The DTC is a 501(c) 3 not for profit organization. These By-Laws will govern the Davis Tennis Club.

Sec. 3 – Conflict of Interest – The DTC and its officers will not engage in activities that might compromise its non-profit status.

Article 2 - Membership

Sec. 1 - Membership in the DTC shall be open to any individual or family interested in the goals and activities of the DTC. Additional classes of membership may from time to time be added by the board of directors. A member whose dues are current shall be referred to as a member in good standing.

Sec. 2 - Dues – The amount of dues for members shall be determined and fixed by the Board of Directors and entered in the minutes prior to the annual Membership meeting.

Article 3 – Meetings

Sec. 1 – An annual meeting of the membership shall be held in the first quarter of each year. This meeting shall be held at a time and place set by the Board of Directors. It will be published through email and open to any member wishing to attend.

Sec. 2 – Special meetings of the membership may be called at any time upon a majority vote of the Board of Directors. Ten days advance notice, indicating the time, place, and purpose of the meeting shall be given to all members in good standing.

Sec. 3 – The Board of Directors shall meet regularly at such times and places as set by the Board of Directors. A majority of the Board of Directors must be present to conduct official business.

Sec. 4 – Quorum – A simple majority of the Board of Directors shall be present in person at a meeting of the Board in order to constitute a quorum for the transaction of the business.

Article 4 - Board of Directors

Sec. 1 – General Powers. The Board of Directors, hereinafter referred to as The Board, shall govern the DTC. The Board shall consist of no less than ten (10) or more than 15 positions. New Board members shall be determined by the procedures outlined in these by-laws.

Sec. 2 - Election, Term of Office and Qualifications – New members of The Board shall be nominated in the first quarter of each year by a Nominating Committee. The Nominating Committee, consisting of one (1) member of The Board and two (2) non board members, shall

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be appointed by The Board to produce a slate of potential new Board members. New members of the Board shall be elected at the annual meeting, unless electronic voting has been approved by the Board. The Board members shall be elected for a two year term and shall hold office until the successors of each have been duly elected, or they resign or are removed from the Board. Only a member in good standing may serve on the Board of Directors.

The Board shall serve staggered terms with 5, 6, 7 or 8 members elected each year.

If a Board member steps down mid-term, the Board shall appoint a replacement. The new Board member assumes voting rights immediately.

Sec. 3 – Officers of the Board of Directors – The officers of the DTC Board of Directors shall include the following positions:

A - President – The President shall be the chief executive of the corporation and preside at all meetings of the DTC and the Board of Directors. In addition, s/he shall appoint all committees with the concurrence of the Board; coordinate strategic plans, objectives and projects in consultation with the Board or a committee; sign checks and collaborate with the Treasurer when accounting for club funds; sign contracts and agreements or other official documents; have general supervision over the business and affairs of the accounts and general concerns of the DTC; and be an ex-officio member of all committees.

B - Vice President – The Vice President, in the absence of the President, shall preside at the meetings of the board of Directors and shall assume the duties of the President during his/her absence.

C - Secretary – The Secretary shall keep the minutes of all DTC Board of Directors meetings and the General Meeting; be a custodian of all documents of the DTC; distribute minutes of board meetings for approval, and publish a final version for board approval; be responsible for Club correspondence; and give notice to all Board members of regular and special Board of Directors meetings.

D - Treasurer – The Treasurer shall be responsible for keeping a full and accurate record of the accounts of the receipts and disbursements of the DTC; monitor income, expenses and account balance and summarize monthly; present financial reports monthly to the board; pay for approved activities of the board and the club members assuring receipts are provided for each expense; maintain an accounting of all recurring payments such as bank fees, liability insurance, court fees, team fees, etc. The Treasurer also serves as the liaison to the Club Professional(s).

Sec. 4 - Additional Committees and Assignments – The Board may determine additional individual and committee assignments which may or may not include membership on the Board of Directors including but not limited to any of the following:

A - Newsletter Editor – The Newsletter Editor shall collect news and information and prepare a newsletter; email newsletter to Club members or post on web site; send newsletter to prospective new members or direct to web site; assist in proofreading and mailing of the roster; publish Board meeting minutes. The newsletter will be in electronic form, but a paper newsletter will be available to membership upon request.

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B - Membership Chair – The Membership Chair shall coordinate membership records; prepare and distribute annual club roster; provide up to date membership application for membership renewal; provide membership flyers and distribute to club members to recruit new members; distribute membership applications to community sites such as recreation department, libraries sports stores, tennis stores, etc.; keep membership changes up to date and provide periodic updates for publication in the newsletter; contact new members and invite them to club activities.

C - SATA/ USTA Representative – The SATA/ USTA Representative shall attend and vote at all SATA meetings; communicate with USTA when needed; report SATA & USTA information to DTC Board; distribute SATA team/league information to the Interclub Coordinator for distribution as needed.

D - Interclub Coordinator – The Interclub Coordinator shall oversee the development and participation of SATA/USTA league play. This includes recruitment and naming of league representatives and team captains; provide direction and leadership to league Coordinator(s) and captains; distribute SATA Fall, Summer, and Spring league Roster packets to league representatives and captains; assure team rosters are submitted by deadline; mentor representatives and captains regarding roster and club rules; assure team fees are collected and submitted to Treasurer.

E - Webmaster – The Webmaster shall maintain web host contract; administer the web site; post Club news to Web site; and update web information for membership regularly.

F - Tournament Director – The Tournament Director shall direct and oversee tournament events for DTC activities; advertise events as needed; assign duties to event coordinators to set up and close down events; work with interclub/intraclub coordinators to set up events; manage write ups for the newsletter prior to and following each event, to include information location, time, participants, draws, event outcomes, and summary of event; and assist the President and Vice President with updates to the annual Calendar of Events.

G – Social Activities Director – The Social Activities Director shall direct and oversee social events; advertise events as needed; set up and close down events; manage write ups for the newsletter prior to and following each event ; inform the other board members with updates to the annual Calendar of Events concerning the dates of Social activities; and report results to Board.

H – DTC Liaison to the City of Davis – The City of Davis Liaison shall provide communication between the DTC and the City. The DTC and DTC members shall bring questions, concerns, regarding these matters to the attention of the City Liaison for the purpose of reporting such or, when possible, resolving such matters. The City of Davis Liaison shall report status of all activities directly to the Board of Directors, communicate with the City as necessary and attend City Council meetings as appropriate with the President, and/or other Board Members. The DTC shall report all court needs to the City; such as, repair of nets, light malfunctions, etc. 4

I – Davis Joint Unified School District Liaison (DJUSD Liaison) – The DJUSD Liaison shall provide communication between the DTC and the DJUSD. The DTC members shall bring questions, concerns or requests of the DJUSD to the attention of the DJUSD Liaison for the purpose of reporting such, or, when possible, resolving such matters. The DJUSD Liaison shall

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report status of all activities directly to the Board of Directors, communicate with the DJUSD monthly and attend DJUSD meetings as necessary; and shall report as necessary to the DTC Board of Directors.

J – Clubhouse Manager – The Clubhouse Manager shall monitor the condition of the clubhouse and initiate or propose measures for maintenance or improvements.

K – Fundraising Director – The Fundraising Director shall develop and implement plans for raising funds from individuals or businesses.

Sec. 5 – Removal of Board of Directors – any Board member may be removed for any reason deemed sufficient by the other Board of Director members and confirmed by a majority vote.

Sec. 6 – Vacancies – If the President resigns or is removed from office, the Vice President shall become President. If any other member of the Board of Directors resigns or is removed from office, or if the Vice President becomes President, the vacancies shall be filled by the vote of the majority of the Board of Directors.

Article 5 - Amendments

These by-laws may be amended by a majority of the members of the DTC present at a regularly called meeting or by electronic mail ballot as determined by the Board of Directors. The by-laws may also be amended by a majority vote of all the members of the Board of Directors at any regular or special meeting of the Board, to stand until approved by general membership at the next annual meeting, or by electronic approval of responding DTC members, at the discretion of the Board.

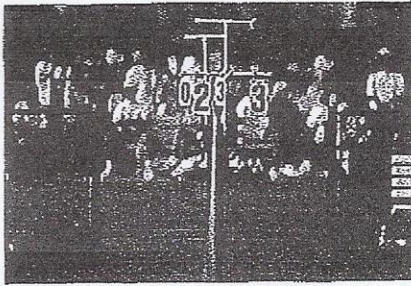
Article 6 – Dissolution Procedures

Sec. 1 – This Club is a non-profit organization.

Sec. 2 – Upon dissolution, disbanding, or other termination of this organization all the assets shall be distributed by the Board of Directors to the Davis Parks and Recreation Department and/or any other organization which qualifies as a charitable deduction for income tax purposes, as stated in the Revenue Act in force for the year in which the distribution shall be made.

Sec. 3 – In no event shall any part of the assets be returned to, or distributed among the Board of Directors of the Club membership of the Davis Tennis Club.

These By-Laws were originally adopted by the Davis Tennis Club Board of Directors on June 4, 2008 and subsequently revised and adopted on 8 February 2013.



Protecting Your Personal Liability so You can Focus on The Game.

Why D&O Coverage?

Community tennis club executives and managers have personal liability exposure, by virtue of their management of their club and its financial assets.

Errors and omissions when making business decisions, or deciding employment related matters can be covered by a D&O and Employment Practices Liability Policy.

Unfortunately, lawsuits from suppliers, employees, members, and the government are becoming increasingly common against non-profit organizations.

An Exclusive Program for Community Tennis Associations

An Insurance Policy with D&O and Employment Practices Liability Coverage is now available through an A (Excellent) Rated carrier for CTAs nationwide. Policy features include:

- Defense costs are in addition to the Limit of Liability;
- The Insurer will locate and provide the appropriate defense counsel;
- There is no deductible;
- \$1,000,000 limit of liability with simple and inexpensive pricing (assumes assets of less than \$1,000,000);
- Directors, Officers, Employees, Volunteers, and the CTAs are covered; and

- Loss Prevention Services from a national law firm specializing in employment, labor and benefits law Risk Management assistance.

What You Have to Do...

You are qualified to participate in this insurance plan if your CTA or NJTL Chapter meets the following requirements:

- Your CTA or NJTL is registered online with the USTA at www.usta.com/NjtlndCtaregistration. For assistance with the registration, contact your USTA Section office.
- Your CTA or NJTL USTA Organization Member is an Active Member of the USTA. To join today and run sanctioned events and receive discounts to special workshops, simply go to www.usta.com/NjtlndCtaregistration or call us at 1-800-990-8782
- Your CTA or NJTL is incorporated as a non-profit organization in your respective state. To incorporate your CTA or NJTL, contact your Secretary of State's Office.

The United States Tennis Association does not underwrite or sell policies of insurance.