

# ALBANY PICKLEBALL CLUB BYLAWS

## ARTICLE I – GENERAL

**Section A--Name:** The name of this organization is the Albany Pickleball Club (Club).

**Section B--Purpose:** The purpose of the Club is to organize the play of Pickleball in Albany, Oregon and the surrounding Mid-Willamette Valley for the enjoyment, fellowship and promotion of the sport of Pickleball.

**Section C--Type:** The Club shall be operated as a nonprofit, tax exempt Social and Recreation Club under Section 501(c)(7) of the Internal Revenue Code, but without a formal letter of designation. Under Oregon's ORS Chapter 65 the Club shall be identified as a Mutual Benefit Nonprofit Corporation with Members. Any Club revenues that exceed expenses will be used to foster continued Club growth and activities and to improve Pickleball facilities and equipment.

## ARTICLE II—MEMBERSHIP

**Section A--Eligibility:** Membership shall be open to anyone who pays the required Membership dues. There shall be no other precondition for Membership, nor will members be required to join any national, state, or regionally affiliated organizations. Members will abide by the Bylaws and actively support and participate in Club functions.

**Section B—Dues:** Annual dues shall be proposed by the Board of Directors to the General Membership at the annual Spring meeting to be voted on by the Membership (see Section IV-B). Dues will be accepted starting on June 1 for the following fiscal year. New members' dues will be accepted throughout the fiscal year.

## ARTICLE III—ORGANIZATION

**Section A— Board of Directors:** The Board of Directors (Board) shall consist of a President, a Vice-President, a Secretary, a Treasurer, and the Immediate Past President . The Immediate Past President shall be a non-voting member except in the case of a tie vote among the four active officers. The Board shall have overall governing authority over the Club consistent with the provisions of these Bylaws and any policies and procedures established by the Club, and it shall authorize and appoint all committees necessary to carry out the purposes and objectives of the Club.

### **Section B—Duties and responsibilities:**

**President:** The President shall preside over all Club Board and Membership meetings and be accountable for the administration of Club business. The President shall carry out the direction and policies established by the Board.

**Vice-President:** The Vice-President shall perform all duties of the President in the event of the President's absence or inability to perform and, from time to time, shall also perform other duties and responsibilities as may be assigned, with Board approval, by the President.

**Secretary:** The Secretary shall:

- keep Club records, including list of members and contact data
- issue notices of all meetings of the Board and General Membership
- take and distribute minutes of all Board and General Membership meetings and maintain records thereof
- conduct all correspondence relating to Club business
- furnish whatever non-financial reports may be required by the Board

**Treasurer:** The Treasurer shall:

- receive and deposit all moneys due to the Club and pay all financial obligations incurred by the Club in the regular course of its business, and maintain records thereof
- provide financial reports as may be required at all meetings of the Board and General Membership
- maintain the Club bank account

**Section C—Terms of Office:** Each member of the Board shall serve two-year terms with elections for President and Treasurer on even years. Vice-President and Secretary on odd years. The terms shall begin July 1 and end June 30 of the second year. Board members may serve in any single Board office, if elected, for up to two terms. However, by a two-thirds vote of the membership voting at the time of the election, individuals may succeed themselves for more than two consecutive terms in the same office.

**Section D—Election of Board Members:** Board members will be elected by the Club Membership at the Club's annual Spring meeting by a simple majority of those members attending the meeting. Voting will be conducted by secret ballot if there is more than one candidate for that office.

**Section E—Board Vacancies:** Any Board member vacating his/her position prior to the end of his/her term shall be replaced for the unexpired portion of their term by a Club member appointed following a vote by the Board.

## ARTICLE IV—MEETINGS

**Section A—General Membership Meetings:** Meetings of the General Membership shall be held at least twice a year: usually May and September. Other meetings may be held at the discretion of the Board. Notice of any General Membership meetings must be sent out by the Board at least two weeks in advance unless circumstances make that impossible. A quorum must be present at a Club meeting in order to conduct business.

**Section B—Quorum:** A quorum for meetings of the General Membership shall consist of at least eleven members.

**Section C – Voting:** A simple majority vote of the Membership present at a meeting shall be sufficient to conduct any business requiring the vote of the Membership. At the discretion of the Board a vote may be conducted via email or other electronic (online) means with a majority of the returned votes determining the outcome.

**Section D - Board Meetings:** The Board shall meet at least twice during each fiscal year, the dates to be determined by agreement of the Board members. A majority of the Board members shall constitute a quorum of the Board and, therefore, may conduct any business brought before the Board at such meetings. Board meetings shall be open to the General Membership and shall be announced at least five days in advance of the meetings unless circumstances make that impossible.

## **ARTICLE V—FINANCES**

**Section A—Fiscal Year:** The fiscal year for the Club will begin July 1 and end on June 30.

**Section B—Financial Records:** Records of all collections and disbursements of Club funds will be maintained by the Treasurer and made available to the General Membership as required by these Bylaws and upon request from any Member. Records must be kept as long as required by law.

**Section C—Bank Account:** The Treasurer shall create Club accounts with a local banking/credit union institution for the sole purpose of retaining Club funds for appropriate collection and disbursement related to Club business. The Treasurer, President, and other board signatories may be added if agreed by the Board, shall be made signatories to the Club accounts with authorization to disburse funds on behalf of the Club that are approved orally or in writing by the Board. Single unbudgeted expenditures exceeding \$300 must be approved by a majority of the Board.

**Section D—Review and Audit of Financial Records:** The Club's financial records may be reviewed by any Club member and may be audited by qualified persons or organizations at the discretion of the Board or upon a vote of the General Membership (see Article IV, Section B).

**Section E--Annual Budget, Cash, and Inventory of Club Assets:** The Board shall prepare an annual budget for the next fiscal year to be presented to the General Membership at the Annual Spring Meeting. All expenditures by the Club or any member on behalf of the Club must be made by check or debit card. The debit card will be for the President's use and will be surrendered at the end of the term. Receipts and invoices covering all such transactions shall be kept by the Treasurer as part of the Club's financial records. All assets of the Club shall be physically inventoried at least once annually (preferably at the end of each fiscal year), and a written record thereof shall be maintained by the Treasurer.

## **ARTICLE VI—COMMITTEES**

**Section A--Formation:** The Board may form committees, either standing or ad hoc, to perform specific functions identified in written mission statements from the Board.

**Section B—Records:** Committees shall submit written reports to the Board of their proposals, decisions, and actions, and these reports shall be maintained by the Secretary.

**Section C—Tournament:** Should the Board decide to put on a Pickleball Tournament, a Tournament Committee shall be established to plan, organize, and conduct the Tournament in conjunction with the City of Albany, Oregon (City). The Board may delegate authority to this

committee to collaborate with the City, but final decisions shall be made by the Board.

### ARTICLE VII—AMENDMENTS

**Section A—Proposal.** Any member of the Club may propose an amendment to these Bylaws. The proposed amendment shall be delivered to the President in writing with a statement setting forth the reasons for the proposed amendment. The proposed amendment must be approved by the Board before being presented to the Membership.

**Section B—Notification:** Following approval by the Board, the proposed amendments, with any appropriate explanation and/or commentary, shall be provided in writing to the General Membership prior to a scheduled meeting of the General Membership.

**Section C—Approval:** The proposed amendment will then be presented to the General Membership for final approval at any scheduled Membership meeting. A two-thirds majority vote of the Membership present shall be required to adopt any amendment to the Bylaws.

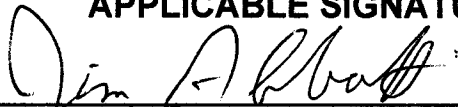
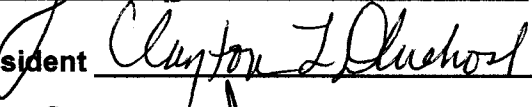
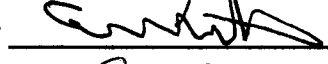

### ARTICLE VIII--DISSOLUTION

The Albany Pickleball Club may not be dissolved until all of its outstanding debts have been paid. Upon dissolution, all assets and all property of the Club shall be donated to a pickleball related not for profit entity to be determined by the membership.

Amended and Adopted by the Club

Date: May 29, 2023

### APPLICABLE SIGNATURES

Jim Abbott, President		Date: 31 May 23
Clay Dluhosh, Vice-President		Date: 30 May 23
Eric Swander, Treasurer		Date: 5-30-23
Stephanie Low, Secretary		Date: 29 May 23