

SUN CITY ORO VALLEY - PICKLEBALL CLUB

By-Laws

Revised xxx, 2019

Article I - Name

The name of this organization shall be the Sun City Oro Valley Pickleball Club (SCOVPC).

Article II - Relationship

SCOVPC is an instrument of the Sun City Oro Valley Community Assn., Inc. (SCOV) and must operate in compliance with its Bylaws and regulations. SCOVPC will not conduct business or obligate funds in the name of SCOV.

Article III - Purpose

The SCOVPC is a social organization formed to provide fun, friendly and healthy recreational activity for all SCOV members and to promote interest in all aspects of Pickleball for the residents of SCOV. It is the general policy of this club to concentrate on activities relating to the playing of and promotion of Pickleball within SCOV.

Article IV - Membership

Section 1: All residents (owners and renters), who are members of SCOV in good standing are eligible to become members of the SCOVPC. A current SCOV activity card must be presented at the time of joining.

Section 2: Members shall abide by SCOVPC's Bylaws, Policies, and Procedures and will have the opportunity to actively support and participate in SCOVPC functions. Membership entitles each member a vote for SCOVPC Directors and for Bylaw changes as further defined in Article IX and Article XI of these Bylaws.

Section 3: Annual dues for a given calendar year are established by the SCOVPC Board of Directors (BoD). Annual dues shall not be pro-rated for partial year memberships.

Section 4: Membership in the SCOVPC shall be terminated by voluntary withdrawal or nonpayment of dues. Membership that has been terminated can be reinstated by payment of dues.

Section 5: Dues are to be paid annually, and may be renewed 12 months from either the date of joining or membership renewal date, whichever is later.

Article V - Board of Directors

Section 1: The BoD shall consist of five elected Directors of the SCOVPC, namely, President, First Vice-President, Second Vice President, Secretary, and Treasurer. Any member of the SCOVPC is eligible for election to the BoD.

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Section 2: The SCOVPC BoD shall have the overall governing authority, consistent with the SCOVPC Bylaws. The BoD shall have the authority to form new committees or continue existing standing and ad hoc committees deemed necessary to carry out the functions and objectives of the SCOVPC, and may disband committees as needed. The BoD shall appoint committee chairpersons. The BoD shall also be responsible for providing a description of the duties of each appointed chairperson. Members of these committees may be solicited from the general SCOVPC membership by the BoD and/or the chair of the committee.

Section 3: Board members shall be elected to serve two-year terms, and may choose to stand for re-election.

Interim appointments to any SCOVPC BoD vacancies will be made by a majority vote of the SCOVPC BoD. Said appointment will remain in place until the next election as described in Article IX. Appointees must be current SCOVPC members.

Section 4: All SCOVPC policies, procedures and rules must be approved by the SCOVPC BoD. These must be published to the membership before they take effect.

Section 5: Any member may petition (in writing, including email) to remove a BoD director. The petition may be addressed to any BoD director. A vote of three or more BoD directors is required to bring the removal of the director to a vote by the general membership, which has final authority. The Board will prepare a document supporting its position, and will determine who will call for and collect the votes, tally the votes and by what date. Said BoD director shall be removed by majority vote of those members responding.

Any Board member who wishes to resign shall submit his or her intentions in writing (paper or email).

Section 6: There will be no compensation to SCOVPC directors.

Section 7: The SCOVPC BoD shall meet within 21 days after the election of the new Board to elect officers (see Article VI). The Board shall elect all officers on an annual basis. The election of each officer shall be by simple majority of the Board. Board members elected must be willing to serve in those specific positions.

Section 8: Court and equipment management shall be dictated by the decisions of the SCOVPC BoD.

Section 9: The SCOVPC BoD is not empowered to impose fines.

Article VI - Duties of Directors

Directors of the SCOVPC BoD play specific roles as defined below.

President: Shall assume club leadership, preside at all business meetings and may call special meetings as needed. The President will generally be a spokesperson for the SCOVPC. The President will be a signatory on the account(s) at SCOVPC's financial institution.

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Vice-President(s): Shall assume the duties of the President in his/her absence and generally assist the Club in all functions as necessary.

Treasurer: Shall collect dues, disburse funds as approved by the SCOVPC BoD, provide an oral and written financial report at each scheduled BoD meeting, and provide a written financial report at the annual general meeting in January. The Treasurer shall keep a current roster of all current members. The Treasurer will be a signatory on the account(s) at SCOVPC's financial institution. The Treasurer shall appoint another Board member who will assume the responsibilities of the Treasurer in his/her absence.

Secretary: Shall take minutes of the SCOVPC BoD regular and annual meetings and Study Sessions (see Article VIII), and shall publish copies as soon as possible to the BoD for review and approval at the next meeting, and distribution to the general membership.

Shall submit the monthly articles and photos to The Tipster.

In the event of his/her absence, duties shall be performed by the Treasurer or any SCOVPC member designated by the President or Vice-President.

Shall maintain records of the SCOVPC, such as BoD regular and annual meeting minutes, Bylaws and revisions, policies and procedures and other formal documents of the SCOVPC necessary for historical purposes. The minutes taken at meetings called for BoD discussion of matters that are closed to the membership of the SCOVPC shall be retained in a confidential manner, separate from all other minutes. These include confidential details of closed meetings (refer to Article VIII Section 2) and contact information where members have requested their information not be made available.

Article VII - Finance

Section 1: SCOVPC expenditures over \$1,000 must be approved by a majority of the voting club membership present at any scheduled SCOVPC meeting. Any expenditure over \$200 requires the approval of the BoD, and two signatures on the check, at least one of which must be by either the Treasurer or President.

Section 2: All financial records shall be maintained for a period of seven years plus the current year. Receipts will be kept until an audit has been completed at the end of the year. Where a warranty applies, receipts may be kept longer if the warranty is still in effect.

Section 3: An audit of finances and inventory of club property shall be completed by a SCOVPC volunteer and one non-member who resides in SCOV before the new SCOVPC BoD is seated in January. A special audit may be requested in writing and signed by at least ten members of the SCOVPC at any time.

Section 4: The SCOVPC annual financial report (including Income Statement, Balance Sheet and Statement of Cash Flow) must be completed and presented to the membership at the end of the calendar year but no later than the annual meeting held each January. Interim financial reports should be presented at each SCOVPC BoD meeting.

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Section 5: All funds of the SCOVPC shall remain liquid at all times and remain in either a checking or savings account or a combination of both. Expenditures drawn directly from the account shall be made by check or debit card. Credit cards will not be allowed. No loans are allowed by the SCOVPC for any reason. Appropriate expenditures under \$200 by BoD directors or their designees (e.g. for tournament prizes, ice cream socials following tournaments) may be paid by credit card and reimbursed with proper documentation by the Treasurer.

Article VIII - Meetings

Section 1: An annual general membership meeting shall be held, normally the third Friday in January of each year, for the primary purposes of reviewing the past year's activities and discussing general plans for the coming year. The date, location and time will be announced by the Board at least four weeks prior to the actual meeting. A quorum shall consist of a majority of the BoD and 10% of the SCOVPC membership.

Section 2: In addition to the January general membership meeting, the SCOVPC BoD shall hold up to three regular meetings per year, as needed, as well as special or emergency meetings called by the President or a quorum of the BoD. A majority of the BoD must be in attendance to constitute a quorum for voting purposes. Notice of such regular meetings will be made to all SCOVPC members at least one week in advance. SCOVPC members are encouraged to attend all meetings, except as noted in sections 3 and 4 below, for the purpose of understanding the actions that the BoD is taking on behalf of the members and for the members to present to the BoD any items of concern that may help improve the operation of the SCOVPC.

Section 3: The BoD may also call special or emergency meetings. Only the SCOVPC BoD may attend emergency or special meetings that pertain to confidential personnel or legal matters regarding any member of the SCOVPC. For other, non-confidential, matters, all SCOVPC are encouraged to attend special or emergency meetings. Notice of such meetings will be emailed in as timely a manner as possible. As with all Board meetings, a majority of the BoD must be in attendance to constitute a quorum for voting purposes.

Section 4: The BoD may meet in "Study Sessions" to prepare agendas for Board meetings and to discuss other issues that may come to its attention, including confidential matters. Such meetings are not normally open to the general membership. Minutes of Study Sessions, minus any confidential information, shall be made available to the SCOVPC membership.

Section 5: Decisions by the SCOVPC BoD that can be taken without a formal meeting are limited to:

- A) Meetings with the SCOV HOA
- B) Actions by the SCOVPC Treasurer working with the SCOVPC financial institution
- C) Organization of social events
- D) Study Sessions

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Article IX - Election Procedures

Section 1: A Nominating Committee of at least three SCOVPC members shall be appointed by the SCOVPC BoD at least 60 calendar days prior to the November election of new BoD members. The committee shall be charged with soliciting, receiving and presenting the slate of nominees, along with their bios, to the SCOVPC membership on or about November 1. The nominating committee will also administer the on-line voting in the election, to take place on or about the week of November 8-15, tally the votes and present the results to the BoD President in a timely manner.

Section 2: All members of the SCOVPC are eligible for election to the BoD. Any person nominated must be willing to serve.

Section 3: All voting for BoD members will be conducted on-line.

Section 4: Upon receiving the tally of the votes from the Nominating Committee, the President will announce the results of the election to the membership by email. The new BoD will assume office on January 1 of the new year.

Section 5: Retiring BoD members shall make themselves available in a timely manner to brief the new BoD officers

Article X - Fiscal Year

The SCOVPC fiscal year will be the calendar year.

Article XI - Revisions and Amendments

Section 1: Any member of the SCOVPC may propose a revision or amendment to these Bylaws. The proposal shall be delivered to the SCOVPC BoD in writing with supporting documentation, as needed.

Section 2: The proposed revision or amendment shall be presented to the SCOVPC membership for approval at the next scheduled membership meeting.

Section 3: A two-thirds majority vote of the membership present, including email votes, shall be required to adopt any amendments to the Bylaws. Email votes must be received no later than two days prior to the meeting date.

Article XII - Conflict of Documents

In the case of any conflict between any part of these Bylaws and the Bylaws of SCOV, that part of these Bylaws shall be inoperative and must be amended to bring that part into compliance.

Article XIII - Dissolution

The SCOVPC may be dissolved by a two-thirds majority vote of all members by special vote whether present at a special meeting, or via mail or email. On dissolution of the SCOVPC, all funds remaining in the treasury and any equipment purchased by or donated shall be divided among the remaining members. Any equipment loaned to the club shall be returned to the lender if possible.

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This version of the SCOV Pickleball Club Bylaws has been ratified by the membership as described under Article IX.

These revised bylaws dated xxx 2019 are hereby adopted effective xxx 2019

Position:	Printed Name:	Signature
President	Jeffrey Rusch	_____
First Vice President	Walter Swap	_____
Second Vice President	David Burnham	_____
Secretary	L. Nelson Brown	_____
Treasurer	Sigrid Flatness	_____