

BEND PICKLEBALL CLUB BYLAWS
As Approved by Member Vote: June 8, 2022

Amended May 2015
Amended June 2017
Amended July 2018
Amended June 2022

ARTICLE I – GENERAL

Section A. Name of Club

Section B. Purpose of Club

Section C. Mission of Club

Section D. USA Pickleball Affiliation

Section E. Status and Operation as a Nonprofit Organization Defined

Section A. Name of Club - The name of the club shall be the Bend Pickleball Club (hereafter “BPC” or “the Club”).

Section B. Purpose of Club - The purpose of the Club is to promote the sport of pickleball within the Central Oregon area.

Section C. Mission of the Club - Whereas the Purpose of the Club (Article I, Section B) describes WHY we exist, the Mission of the Club (Article I, Section C) describes WHAT we do.

The Mission of the Bend Pickleball Club is to facilitate the growth of pickleball in Central Oregon for the enjoyment, health, and social engagement of all players by offering organized recreational and competitive play, by insuring opportunities for the continued development of all players in a collegial and sportsmanlike environment, and by working to expand facilities as needed.

Section D: USA Pickleball Affiliation - The BPC is a USA Pickleball Association-affiliated Club and affiliated activities are performed within the guidelines of USA Pickleball. (Generally affiliated activities guided by these considerations would consist of USA Pickleball-sanctioned tournaments and events and use of USA Pickleball-sanctioned equipment during organized play times.)

Section E: Nonprofit Status - The Club shall be operated as a nonprofit organization in accordance with the laws of the State of Oregon and other applicable statutes.

Nonprofit defined: With few exceptions, Club income shall not greatly exceed expenses (operating expenses and capital requirements), resulting in a net operating gain.

Where revenues do exceed expenses, Club revenues may be adjusted downward, or the net gain should be used to foster continued Club growth and activity as directed by the Bend Pickleball Club Board of Directors.

ARTICLE II – MEMBERSHIP

Section A. Classification of Membership

Section B. No Precondition for Membership

Section C. Privileges of Membership

Section D. Responsibilities of Membership

Section E. Dues

Section F. Member in Good Standing

Section A. Classification of Membership - Membership shall be open to all. Local dues-paying players are our first consideration for membership; these are typically residents of the Central Oregon area. However, supporters from out of area who are willing to pay dues are welcome.

There will be four types of membership:

1. Single
2. Joint - A married couple or domestic partners sharing the same household
3. Family - A married couple or domestic partners and their dependent children, all sharing the same household
4. Visitor

Section B. No Precondition for Membership - There shall be no precondition for membership, nor will members be required to join any national, state, or regionally affiliated organizations.

Section C. Privileges of Membership – Privileges will be adjusted from time to time at the discretion of the BPC Board of Directors. Currently privileges include:

- No additional fees paid for organized play at Pine Nursery Park
- Advance signup (ahead of public) for organized play and other events
- Free participation in Club-provided training sessions
- The opportunity to vote for BPC officers and on other BPC-related issues as brought to vote by the BPC Board of Directors - A single membership gets one vote in all member voting matters, a joint membership gets two, and a family membership gets two. Visitor players are not voting members.
- Access to Member-only content on the Club website
- Use of reserved courts during Bend Pickleball Club reserved times
- Use of training equipment with the approval of the Director of Training and Development

ARTICLE II - MEMBERSHIP (cont.)

Section D. Responsibilities of Membership

- Members will abide by Club rules as delineated on the Club Policies page of the BPC website, as well as those posted at Pine Nursery Park regarding court usage.
- Members will not exhibit abusive behavior, including language, while playing on Club courts.
- Members will yield a court in a timely manner to members who have reservations for that court.
- Members face possible disciplinary action (see ARTICLE III SECTION C) for rules infractions.

Section E. Dues - The BPC Board of Directors shall set dues appropriate to the needs of the Club. Dues will be collected for the following membership types:

- Single membership
- Joint membership
- Family membership
- Visitor player (suspended, currently impractical due to membership cap)

Section F: Member in Good Standing – A Member in Good Standing is any member who is current in their payment of dues and who has abided by the rules of the Club relative to organization of events and conduct on the courts (see Article III, Section C).

The Membership Chairperson will have the ability to extend Member in Good Standing status to a member who becomes unable to pay dues (due to financial hardship or other issues).

Only Members in Good Standing may vote on BPC matters requiring membership vote.

ARTICLE III – OFFICERS

Section A. Board of Directors, Officers, and Their Voting Privileges

Section B. Board of Directors Governing Authority and Use of Committees

Section C. Establishment and Enforcement of Rules of Organization and Behavior

Section D. Majority Vote of Board

Section E. Terms of Office

Section F. Duties and Functional Responsibilities of Officers

Section G. Board Officer Stipends

Section H. Election of Officers and Replacement of Vacancies on Board

ARTICLE III – OFFICERS (cont.)

Section A. Board of Directors, Officers, and Their Voting Privileges – The BPC Board shall be composed of a President, Vice President, Director of Communications, Secretary, Treasurer, Court Utilization Chair, Director of Court Operations, Director of Training and Development, Membership Chair, and Director(s) At Large.

If circumstances necessitate one Board member to hold two offices, the Board may, by majority vote, approve such action as long as a conflict of interest does not arise as a result. Any Board member holding two offices shall have only one Board vote total.

The Vice President is appointed by the President. The Vice President will also hold one of the other positions, e.g., Vice President/Director of Communications.

The Immediate Past President, at the option of the President, can serve in an advisory position (non-voting).

Each of these officers (excepting the Immediate Past President, who is non-voting) has one vote on all matters requiring Board voting. The combined Vice President/function only has one vote total on matters requiring Board voting. A majority vote of present officers with a minimum quorum of five (5) Board officers will dictate decisions. Email voting is allowed to accommodate the needs of Board officers who are out of the area seasonally or temporarily.

If there is a tie vote, and if at least half the then-present Board members deem that the matter is too pressing to wait for the return of any absent board member, the President's vote breaks the tie.

In the absence of the President for any extended period, assuming the President is not or cannot be in contact with the Board during that period, the Vice President, upon approval of a majority of the remainder of the Board excepting the President, shall assume all duties of the President. If the President is incapacitated, leaves office before the end of his/her term, or otherwise is found by a majority of the remainder of the Board to not be performing his/her duties, the Vice President can assume all duties of the President and then, with the concurrence of the majority of the remainder of the Board, appoint another person to serve as President for the remainder of the outgoing or absent President's term. If both the President and Vice President positions are vacant at the same time, the board will fill such vacancies on an interim basis by majority vote.

As with the President, any other Board member found to not be performing his/her duties may be removed from office by a majority of the remainder of the Board. The President may then appoint an interim replacement for the remainder of that officer's term, subject to approval of the Board majority.

An appointed President who serves for less than a year can thereafter run for two full three-year terms as President (as normally provided in these Bylaws) if they choose to run. An appointed President who serves for more than a year can only run for the office of President

for one additional three-year term (unless an additional full term is subsequently authorized per the vote of the membership as provided for within these Bylaws).

ARTICLE III - OFFICERS (cont.)

Section B. Board of Directors Governing Authority and Use of Committees - The Board of Directors shall have overall governing authority over the Club consistent with the provisions of these Bylaws and shall authorize all committees necessary to carry out the purposes and objectives of the Club. The Board of Directors are functionally aligned and therefore have functional responsibilities. They may be assisted, at their discretion, by committees they convene to carry out their functional responsibility and purposes.

Section C. Establishment and Enforcement of Rules of Organization and Behavior - The Board of Directors may establish rules for organization of activities and for member conduct on the courts. These rules should be designed to insure fair treatment of all and sportsmanlike behavior.

Members are expected to abide by all Club rules (see Article II, Section D) and, as such, the Board of Directors may at its discretion warn any member not abiding by these rules. Upon a member receiving a second warning for the same type of offense, the Board of Directors may remove that member from the BPC. Members who are removed due to rules violations will lose all member privileges and will be refunded the pro-rata portion of their pre-paid membership dues.

Section D. Majority Vote of Board - All officers shall be elected by a majority vote of those present at an annual membership meeting previously announced for the purpose of election.

Section E. Terms of Office - All officer terms shall be three-year terms and are limited to two consecutive terms in office. However, with concurrence by the then existing Board of Directors and accompanied by a majority vote of the membership voting at the time of the election, individuals may succeed themselves for more than two consecutive terms.

The terms of office may be changed from time to time at the discretion of the Board. This would generally be done if a vacancy would cause the Board to NOT have concurrent staggered terms running. (It is considered advantageous to have staggered terms among the officers so that the BPC does not lose an entire Board in any one election.)

Note the previous section describing appointment of an Interim President and their term of office. That description takes precedence over the normal restriction of two consecutive terms of office. (See Article III, Section A.)

Officer terms are calculated as follows:

President - Every 3 years beginning July 2016

Vice President - Every 3 years beginning July 2016

- Secretary** - Every 3 years beginning July 2015
- Treasurer** - Every 3 years beginning July 2015
- Director of Communications** – Every 3 years beginning July 2015
- Director of Court Operations** - Every 3 years beginning July 2015
- Membership Chair** - Every 3 years beginning July 2015
- Director of Training and Development** - Every 3 years beginning July 2014
- Court Utilization Chair** - Every 3 years beginning July 2014
- Director At Large (#1)** - Every 3 years beginning July 2016
- Director At Large (#2)** - Every 3 years beginning July 2017

ARTICLE III – OFFICERS (cont.)

Section F. Duties and Functional Responsibilities of Officers -

1. **President** - Shall preside over all Club meetings and be accountable for the administration of Club business. The President shall carry out the direction and policies established by the Board. President votes on all Board matters requiring a vote and provides a tie-breaking vote if necessary.

This position has the responsibility for managing outreach into the community, is the principal liaison with Bend Park and Recreation District and other community partners and manages the affiliate interface with the USA Pickleball Association.

2. **Vice President** - Shall perform all duties of the President in the event of the President’s absence or inability to perform and shall also perform other such duties and responsibilities as may be assigned from time to time by the President. For example, this may include managing facility use contracts and other BPC winter activities, coordinating with the President and Board as required, etc.

The VP is also assigned by the President as the chair of one of the six functional positions and votes on all Board matters requiring a vote. As examples, the combined position could then be entitled VP/Director of Communications, VP/Membership Chair, or other.

3. **Secretary** – Shall issue notices of all meetings of the Board or General Membership with assistance of the Director of Communications and keep minutes thereof; conduct all correspondence relating to and maintain records of Club business; furnish whatever reports to other persons or organizations as may be required.
4. **Treasurer** - Shall keep the Club financial records and handle Club financial receipts and payments.

This position shall receive and deposit all monies due to the Club; pay all obligations that may be incurred by the Club in the regular course of its business; keep an up-to-

date ledger of all financial transactions; and provide financial reports as may be required at all meetings of the Board or General Membership.

ARTICLE III – OFFICERS (cont.)

5. **Director of Communications** - Responsible for management of all communications channels inside the BPC and external to the BPC. This includes management of website, social media, e-hosting, media communications, and processes by which the BPC Board communicates to members and members to the BPC Board. Additionally, this position supports other committees as needed.

This position is functionally responsible for developing additional tools and processes which enhance internal and external communications and working with other programs and companies accordingly, e.g., CourtReserve, JustHost, and other companies as required. The position directly supports the Court Utilization Committee and other BPC committees as required.

6. **Director of Court Operations** - Responsible for all facility management issues under BPC control including Pine Nursery Park and other facilities the BPC may come to manage over time. The position is primary lead for all BPC tournaments; Tournament Directors for any tournament report to this position.

This position functionally is responsible for the maintenance of all physical facilities under BPC control. This includes day-to-day cleaning and maintenance as well as all physical setup, management of any improvements and upgrades, setup and takedown of tournament-related facilities, lays out and makes final decisions over where temporary facilities should be placed during tournaments, e.g., vendor tents, etc.

7. **Membership Chair** - Responsible for tracking and growing membership. The position also assists with the development of outreach and other programs as may be, from time to time, established by the President. Adjunctively, this position assists in the affiliate relationship with the USA Pickleball Association and actively works to increase that membership as appropriate.

Functionally, this position maintains membership lists, keeps track of Members in Good Standing and expiration of membership, sends notices for renewal, solicits additional memberships, works programs to increase membership, assists in the development of member-oriented social functions, and coordinates actively with the President on community outreach activities.

8. **Director of Training and Development** - The Director of Training and Development position exists to ensure the Club's focus on providing training and development opportunities across all skill levels and throughout the community as possible.

This position develops skill-based training programs, finds people to manage those programs and sessions, creates mentoring programs, works with Bend Park and Recreation District to ensure that beginner training sessions are done in accordance with the appropriate training process followed by BPC, and assists in the occasional provision of clinics utilizing out-of-town professionals, etc.

ARTICLE III – OFFICERS (cont.)

9. **Court Utilization Chair** - Responsible for the organization of all member play at Pine Nursery Park courts and at other facilities where the BPC becomes prime manager. (This excludes responsibility for facilities such as Ponderosa Park and other Bend locations where the BPC is NOT prime on managing play.) The organization of all member play may include establishing differing levels of skill-based play within round-robins or other forms of organized play and hours of and rules for challenge court play, determining and administering ratings systems, determining number and type of sessions at limited-hour venues, and all other associated member play issues.

This position develops additional winter-play facilities as appropriate, manages round robin captains, and coordinates with the Director of Training to ensure that unused court space is available during BPC-managed hours for provision of additional skills-based training.

10. **Director At Large** - Assists with management of Club operations. Director(s) At Large may assist other directors with specific functions and may be assigned other duties by the President.

Section G. Board Officer Stipends - Board officers who fulfill their responsibilities to ensure that the Membership is properly served and the Club appropriately maintained will receive compensation for every full year completed in their term of office. Annual stipends will be as follows:

OFFICER	ANNUAL STIPEND
President	\$7,500
Vice President	\$1,000
Secretary	\$2,500
Treasurer	\$3,000
Director of Communications	\$3,000
Director of Court Operations	\$4,000

Membership Chair	\$2,500
Director of Training & Development	\$4,000
Court Utilization Chair	\$2,500
Director At Large	\$1,000

ARTICLE III – OFFICERS (cont.)

Section H. Election of Officers and Replacement of Vacancies on Board

Nomination Committee - A team of two (2) Club members and the Club Vice President shall make up the Nomination Committee. They will present prospective board members to the Board by the third week in the month prior to the General Election. Should the Club Vice President be actively running for another position on the BPC Board, another Board member who is not running for other BPC Board office can be appointed by the President to assist the two Club members as part of the Nomination Committee.

Voting for Board Members - A general meeting will be held to present the slate of all candidates for outgoing officer positions, including those candidates who may have been received from the membership during the 30-day period prior to the meeting. Voting for Board members may also be done by electronic voting at the discretion of the Board.

General Meeting Voting - Where the Board has determined to proceed with election of new members via a general meeting, all candidates will be put to a hand or secret-ballot vote, as required to appoint a Board member for a following term. Secret written ballot will be used if more than one candidate is proposed for any position; otherwise, a hand vote will be used. If voting shall be by secret written ballot, the particular procedures to be followed at such meetings for nominations and elections shall be determined by the Board.

Electronic Voting - Where the Board has determined to proceed with election of new Board members via electronic voting, the Director of Communications will create a process utilizing a secure system for collecting votes in compliance with Article II Section A of these Bylaws.

Should expired offices not be filled at the General Meeting or by electronic voting, the President shall fill the vacancies as he/she sees fit with the concurrence of a Board majority. (The President counts as one vote towards determining a majority.)

In the event of unexpected vacancies (vacancies not related to the expiration of their term of office) on the Board, the President shall appoint, with Board approval, interim replacement Board members until official elections can be held.

ARTICLE IV – MEETINGS

Section A. Meetings of the Membership

Section B. Open Meetings of the Officers and the Board

Section C. Executive Sessions of the Officers and the Board

Section A. Meetings of the Membership – General Membership meetings shall be held not less than once annually, the time and place of such meetings to be determined by the Board. The President will preside at all such meetings. These meetings shall be open to all members.

A minimum of 10 members eligible to vote, excluding the Officers and Directors, shall be necessary to conduct any business of the Club at the General Membership meetings, and except as otherwise specified in these Bylaws, a simple majority vote of the membership present shall be sufficient to conduct any business requiring the vote of the membership.

Section B. Open Meetings of the Officers and the Board - The President may call meetings of the Board at any time by giving notice orally, in writing, or by e-mail. The time and place of such meeting shall be determined by the President. 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. These meetings are typically open to all members.

Section C. Executive Sessions of the Officers and the Board - From time to time the Board may determine that they must meet privately to consider different issues. These private meetings are known as Executive Sessions and can either be convened as separate meetings or, during a normal meeting of the Officers and the Board, a recess may be called and an Executive Session convened in order to have an opportunity to discuss input that's been offered in the regular meeting. Executive Sessions are not open to members.

ARTICLE V – FINANCIAL

Section A. Maintenance of Financial Records

Section B. Expenditures, approved and non-approved

Section C. Auditing of Financial Records

Section D. Annual Budget, Cash, and Inventory of Club Assets

Section A: Maintenance of Financial Records - Financial records must be kept for the previous and the current year and shall be maintained by the Treasurer.

ARTICLE V – FINANCIAL (cont.)

Section B. Expenditures - Budgeted single expenditures up to the amount of their budget can be spent by any Club officer operating from within their budget. In other words, if the Director of Communications has an approved budget of \$3,000 and has previously indicated they will need to spend \$1,200 on a single item, and that budget has been previously approved, the Director of Communications may proceed with that expenditure without further approval.

Unbudgeted single expenditures above \$300.00 must be approved by the President or in his/her absence by a majority of the board. A petty cash account of up to \$300.00 can be maintained by the Treasurer.

Section C. Auditing of Financial Records - The Club financial records may be audited by qualified persons or organizations at the discretion of the Board or by a vote of the majority of Club members.

Section D. Annual Budget, Cash, and Inventory of Club Assets - The Board shall prepare an annual budget to be presented to the General Membership at a regularly scheduled membership meeting. The Club shall maintain such checking and/or savings bank accounts approved by the Bend Pickleball Club as may be necessary, in the opinion of the Board, to properly conduct the Club's business.

All cash receipts, with the exception of petty cash, shall be deposited in one or more of said accounts. All expenditures by the Club or any member on behalf of the Club must be made by check or authorized debit cards only unless it comes from petty cash.

Receipts and invoices covering all such transactions shall be kept by the Treasurer as part of the Club financial records. The Board shall designate three Board members as persons authorized to sign checks drawn of the Club's bank account(s), (these Board members usually being the Treasurer, Vice President, and President).

All assets of the Club shall be physically inventoried at least once annually, and a written record thereof shall be maintained by the Treasurer.

ARTICLE VI – COMMITTEES

Section A. Organization and Operation of Committees

Section B. Examples of Standing Committees and Temporary or Single-Purpose Committees

Section C. Temporary or Single-Purpose Committees

Section A. Organization and Operation of Committees - There are two types of committees:

1. Standing committees have ongoing functional responsibilities within the Club.

2. Temporary, or single-purpose committees, exist to perform a single function and do not regularly meet otherwise.

ARTICLE VI – COMMITTEES (cont.)

All committees, including both standing and temporary committees, and the Chairpersons thereof, shall be appointed either by the President or by the functional head to whom the committee reports. In both cases, standing committees can be established or modified only with Board approval.

All committees should have a clearly defined mission statement and will meet as often as appropriate. A standing committee must meet at least once a quarter or more often as needed. A temporary committee must meet only as appropriate.

Section B. Examples of Standing Committees and Temporary or Single-Purpose Committees -

An example of a standing committee might be the Round Robin Committee, which has a Chairperson reporting to the Court Utilization Chair. Another might be the Tournament Committee (one each for any given tournament). Each Tournament Committee has a Tournament Director who leads that committee and reports directly to the Director of Court Operations.

An example of a temporary or single-purpose committee might be the Executive Search Committee. This committee is convened only when a search needs to be conducted to find replacement officers in the event of an upcoming vacancy on the Board of Directors. Such a committee is “dismantled” or made inactive after its performance of its duties.

ARTICLE VII – AMENDMENTS

Section A. Process for Amending These Bylaws - The Board at any time may develop an amendment to these Bylaws and present it to membership for approval. A two-thirds majority vote of the membership present shall be required to adopt any new amendment to the Bylaws.

Any member of the Club in good standing 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 at a regular Board meeting before presenting it to the membership. The proposed amendment may then be presented to the General Membership for approval at any regularly scheduled membership meeting, but before the notice of the meeting the originator of the proposed amendment must specify in writing the nature of the proposed amendment to be voted on at the General Membership meeting and such written notice of said meeting must be posted in writing at least 30 days prior to such meeting.

ARTICLE VIII – DISSOLUTION

Section A. Dissolution Requirements - This Club may not be dissolved until all its outstanding debts have been paid. Upon dissolution, all assets and all property of the Club shall be liquidated and proceeds distributed to a nonprofit organization selected by the Board of Directors. (Amended May 2015.)