

Bylaws, Trilogy at Power Ranch Pickleball Club

January 5, 2013

Revised February 7, 2013

Revised and Approved January 5, 2015 by the Pickleball Board; and, on January 8, by the General Membership; and, by the Trilogy Board of Directors on January 28, 2015

Article I – General

Section A - Name of Organization. Trilogy at Power Ranch Pickleball Club (hereafter referred to as the “Club”)

Section B - Purpose of Organization. To provide the opportunity for residents of Trilogy at Power Ranch to play organized pickleball and to enjoy social activities.

Section C - Compliance. These Bylaws will fully comply with the Community Association Articles of Incorporation, Bylaws, and Club Rules, Regulations, and Procedures. In the event of a conflict between these Bylaws and the above stated governing documents of the Community Association, the Community Association documents shall prevail.

Section D - Operational Requirement. This organization shall be operated as a nonprofit Club.

Section E - Days and time of play. As long as the courts are shared with the Tennis Club, the days of play will be determined by the Board of Directors of the Pickleball Club (hereinafter referred to as the “Board”) in conjunction with the COA’s designated party.

Article II – Membership

Section A - Membership. Membership shall be open to all Residents and/or Owners in good standing of the Community Association.

Section B - Membership Requirements. Other than that mentioned in Section A, there shall be no precondition for membership, nor will Members be required to join any national, state, or regionally affiliated organization.

Section C - Guest privileges. Household guests of Members and Trilogy residents may play anytime courts are available in accordance with Posted Guidelines. Trilogy residents desiring to play or participate in scheduled club events or functions shall be required to become a Member of the Club.

Section D - Disciplinary Procedures. Disciplinary procedures shall be in compliance with Article 9 of the Trilogy at Power Ranch Association Rules, as may be amended from time to time by the Association's Board of Directors.

Section E. - Dues. Dues shall be determined annually by the Board based upon their approved annual budget and such dues shall be paid yearly to maintain Membership.

1. The Membership shall be for one calendar year. A Trilogy resident may become a member anytime throughout the year by paying that year’s full annual dues.

2. When a Member joins in November or December, his or her dues will be the full annual dues for the following calendar year and will completely cover the following year's dues. In subsequent years, Members will pay according to the annual calendar dues schedule starting in January.

Article III – Board of Directors and Officers

Section A - Board of Directors. The Board of the Club shall consist of seven (7) Directors.

Section B - Election of Directors. The Board shall consist of seven (7) Directors who shall serve without compensation. Five Directors shall be elected annually by a vote of the Membership at the March General Membership Meeting. The then serving President and Vice President shall remain on the Board for an additional term.

Section C – Officers: The Board shall, as soon as practical after the general election, elect officers who shall serve one year terms.

Section D - Responsibilities of Officers and Directors.

President: The President is responsible for acting as Club spokesperson and presides at all Meetings, except the Committee meetings.

Vice President: The Vice President shall assist the President and, in case of absence of the President, is responsible for performing the presidential duties.

Treasurer: The Treasurer shall receive all dues, record deposits, keep an account payable record, have records available for annual audit, sign all check requests, provide financial reports to the Board and develop an annual budget for the Board's review and consideration. Monies received by the Club as a result of dues, revenue-generating activities and events must be deposited into the Club's bank account at the Association Office. Financial records will be retained for seven (7) years (prior to current year). The Treasurer shall develop and recommend to the Board an Annual budget for the Board to approve. The Treasurer shall produce a monthly Profit and Loss Statement and shall present such to the Board monthly for their approval.

Secretary: The Secretary shall take the Minutes of all Board and General Meetings. Correspondence and Meeting Minutes will be retained for three (3) years.

Directors: Shall act as liaisons to established committees and the general membership and serve in such other capacities as may be determined by the Board.

Section E - Vacancy. If a vacancy occurs on the ~~Executive~~ Board, the remaining Members of the Board decide the make-up of the Board, and fill the vacancies from the Club membership. The designee(s) shall serve until the next election of Directors. If an Officer's position becomes vacant, the Board shall elect a new Officer to fill the vacant Officer position, who shall then serve until March 31.

Article IV - Meetings

Section A - Frequency of meetings. A minimum of two (2) General Membership meetings will be conducted each calendar year. If necessary, more may be called by the President. Executive Board meetings will be held as deemed necessary by the President

Section B - Provisions for calling and recording meetings. Minutes will be taken by the Secretary to document all business sessions. Minutes, as well as other pertinent administrative records, will be retained for a period of three (3) years.

Section C - Voting and quorum requirements. A quorum is considered to be 20% of the entire membership.

Section D - Parliamentary Procedure. *Robert's Rules of Order, Newly Revised*, when not in conflict with these Bylaws shall govern the proceedings of this organization. Otherwise, organizational Bylaws shall have precedence.

Section E - Actions without Board Meeting. After at least three (3) days' notice by E-Mail to the General Membership and no objections thereto are received, the Board may approve actions without holding a public meeting, so long as the action(s) taken are unanimously approved by all the Directors. Such actions shall be formalized in the minutes of the next meeting of the Board.

Article V - Financial

Section A - Financial Records. Financial records shall be retained for period of seven (7) years (prior to current year).

Section B - Receipt of Monies. The Club operates as a part of the Community Association that is an Arizona nonprofit corporation. Any and all monies received by the Club as a result of revenue-generating activities must be deposited directly into the Club's account at the Association Office. No disbursements may be made from such monies until deposited.

Section C - Spending. The Board may approve spending for expenses up to \$500 for Club functions. Any expenses over that amount need the approval of the General Membership by a vote at a General Membership meeting.

Section D - Annual Audit. On an annual basis, before March 1, the financial statements of the Club shall be audited by the Club's Audit Committee. The financial statements shall include a balance sheet and an income statement, and be prepared following generally accepted accounting principles. The fiscal year shall begin on January 1 and end on the last day of December.

Section E - COA Access. The Community Association's Treasurer, with minimum notice, shall have access to all of the books and records of the Club.

Section F - Petty Cash. The Club shall have a \$200 petty cash fund operated in compliance with Exhibit 4 of Article 9 of the Association Rules: General Rules Governing Trilogy Clubs. The petty cash fund shall be audited by the Club treasurer and Club president on a quarterly basis. The Treasurer shall be responsible for any shortfall of the petty cash fund.

Article VI - Committees

Section A - Committees. Committee chairpersons may be appointed by the Board.

1. Audit Committee: The Board will establish an Audit Committee from the General Membership. The suggested term of office is one year, or at discretion of the Board. Elected Club Officers or other Committee Chairpersons may not be a member of the Audit Committee.

- a. The Audit Committee will report directly to Board.
- b. The Audit Committee will examine the Treasurer's accounting and/or report of Club funds in time to be audited before a General Membership meeting. This examination may include vouchers, bank statements, cash, and other records as required.
- c. The auditors, having certified to its accuracy, will submit their report to the Board, which has the responsibility of approving the Treasurer's report for the General Membership.
- d. The Audit Committee will review and submit to the Association, the Club's annual financial statement as part of the Association's annual audit.

2. Nominating/Election Committee: The Board will establish a nominating committee from the General Membership. Elected Club Officers or other committee chairpersons may not be a member of the Nominating/Election Committee.

- a. The Nominating/Election Committee shall consist of at least three Club Members.
- b. The Nominating/Election Committee shall prepare a slate of nominees; at least one candidate for each open Director position.
- c. Voting may be by paper ballot; or, at the discretion of the Board by an electronic mechanism.
- d. The Nominating/Election Committee shall disseminate the election ballot; facilitate a process for the collection of all ballots voted by the Members; conduct the election at the March General Membership Meeting; tally the ballots at the conclusion of the election and report the results at said meeting.
- e. Each Member shall be entitled to one ballot. No more than one vote may be cast for any individual candidate on a ballot.

3. Tournament Chairperson(s): The Board will establish a Tournament Chairperson from the General Membership to plan and organize all pickleball Tournaments ensuring fair play and equal opportunity for all players. All tournament financial transactions shall be performed per Article 9 of the Trilogy at Power Ranch Association Rules. This would include, but is not limited to, the collection of tournament fees, payment for expenses, dissemination of awards, and maintenance of records for financial audit reviews.

4. League Commissioner: The Board will establish a League Commissioner from the General Membership to head a committee of four (4) Club Members to plan and organize league play. All league financial transactions will be performed per Article 9 of the Trilogy at Power Ranch Association Rules. This would include, but is not limited to, the collection of league fees, payment for expenses, dissemination of awards, and maintenance of records for financial audit reviews.

5. Social Chairperson. The social chairperson shall coordinate all social and fund raising events.

6. Communication Chairperson. The communication chairperson shall coordinate maintenance of the Club's COA website and submissions to the San Tan Press.

Article VII – Approved Pickleball Paddles and Balls

Only pickleball paddles and balls that are approved by the USA Pickleball Association (USAPA)/International Federation of Pickleball (IFP) will be acceptable for play at Club activities. The specifications and list of approved paddles and balls can be found on the USAPA website at www.usapa.org. Future changes that may be made to the USAPA/IFP approved paddle and ball lists as a result of new specifications for performance characteristics such as noise will be communicated to members of the Club. Only those approved paddles and balls will be acceptable for play at Club activities.

Article VIII - Amendments

To amend the By-laws of this Club requires a quorum (20% of paid Members), present at an officially announced meeting. A simple majority is required for passage.

Article X - Dissolution

Prior to Club dissolution (after all debts are satisfied), all property and assets shall be turned over to the Community Association. In the event that incurred debts are not satisfied by Club assets, Members may be held liable.