

FLORENCE OREGON PICKLEBALL CLUB

BYLAWS

Article I – Name

Section 1. The name of this organization shall be the *Florence Oregon Pickleball Club*, and referred to as “the Club”.

Section 2. The Club’s Principal Office Location will be in Lane County, Oregon.

Section 3. The Club is formed as a tax-exempt nonprofit social and recreational club under Internal Revenue Code section 501(c)(7).

Section 4. The fiscal year of the Club shall be from January 1 through December 31.

Article II – Mission

Section 1. The mission of the Club is to promote and facilitate the growth of pickleball in the Florence, Oregon community, to identify and secure places to play, and to provide opportunities for members of all ages and skill levels to participate in the sport through organized play, tournaments, lessons, and educational programs while encouraging sportsmanship, enjoyment, health and social engagement of all its members.

Article III – Membership

Section 1. Anyone is eligible for membership, and each member shall have one vote for the election of officers.

Section 2. Members will abide by the Club bylaws and actively support club functions.

Section 3. Membership will be terminated by voluntary withdrawal, nonpayment of dues or assessments, or violation of the provisions of these bylaws. A member may be suspended or have their membership revoked for conduct determined to be detrimental to the Club by a majority vote of the Board of Directors.

Section 4. Members are entitled to the use of club-owned nets, balls, and loaner paddles at club-arranged locations.

Article IV – Officers and their Duties

Section 1. The Board of Directors (the Board) is the governing body of the Club and has the authority and responsibility for the control, direction, and oversight of the Club consistent with the provisions of these bylaws. They may appoint committees and adopt Club policies, procedures, rules, and regulations as needed to carry out the purposes and objectives of the Club. The Board may be assisted by the chairpersons of committees formed by the Board of Directors to carry out the Club's functions and purpose. Officers may be elected to successive terms until resignation or removal by a two-thirds majority vote of the Membership.

Section 2. The Club shall be administered by a Board of Directors consisting of elected officers, who shall include:

- President
- Vice President
- Secretary
- Treasurer
- Director At-Large

Section 3. Elections for President and Treasurer shall occur in even-numbered years. Elections for the Vice President, Secretary, and Director at large shall occur in odd-numbered years.

Section 4. Duties of Officers:

1) President:

- Act as the chief executive of the Club and chairman of the Board of Directors and shall preside at all meetings of the Board
- Serve as an ex officio member of all committees
- Sign and execute all contracts in the name of the Club when authorized by the Club
- Supervise the management of all Club activities
- Act as the Club's principal liaison with the City of Florence, Oregon
- Assign Board members to assume the Secretary's role if the Secretary is unable to attend a meeting
- Have the discretion to call the Board into closed session to discuss sensitive Club matters as may come before the Board

2) Vice-President:

- Assume the duties of the President in their absence
- Oversee management of court facilities and Club equipment and facilities
- Serve as ex officio member of all committees

3) Secretary:

- Record minutes of general and special meetings
- Maintain all minutes of meetings
- The secretary shall keep the original bylaws and ensure their compliance
- Keep all other significant documents, such as contracts, letters of donation, etc.
- Keep a list of Board members, with their contact information and status
- Maintain club membership contact list
- The President will assign board members to assume the Secretary's role if the Secretary is unable to attend a meeting

4) Treasurer:

- Collect all club monies including dues and assessments
- Disburse funds
- Provide a financial report for each regular Board meeting and a written financial report for the annual membership meeting
- Coordinate with all Board members and committee chairperson on the development of the annual budget
- File all necessary state and federal financial reports and tax returns following nonprofit regulations
- Shall have access, along with the President, to the use of the Club banking services

5) Director At-Large:

- Act on assignments given by the President
- Coordinate special committees, which includes attending committee meetings and informing the Board as to the committees' progress

Section 5. Records:

All Board members upon leaving office shall deliver all records and other property belonging to the club to their successor.

Section 6. Each officer and Director At-large shall have one vote on each matter submitted.

Article V – Meetings

Section 1. The meeting procedure will follow ‘Robert’s Rules of Order’.

Section 2. There will be a minimum of 4 Board of Directors meetings per year, with dates and times determined by current needs.

Section 3. The President may call meetings of the Board of Directors at any time, notifying all Board members in a timely manner. A majority of the officers will constitute a quorum. The Secretary shall distribute the minutes of these meetings to Club members upon their approval by a majority of the Board by making them available on the Club website.

Section 4. Closed Board of Director meetings, called at the discretion of the President to deal with sensitive issues, are not open to members. The Secretary shall take minutes of these sessions. A copy of the approved minutes from any closed session shall be entered into the Club records. They shall not be disclosed or distributed to any club member without approval by a two-thirds (2/3) vote of the Board of Directors.

Section 5. Special meetings may be called by the President, by a majority of the officers, or by written request signed by 10% or more of Club members indicating the purpose of the special meeting. Special meetings must have 14 days advance notice to the members. Special meetings should be specific to issues, with advanced notification and an agenda. For special meetings, officers are considered members and shall be included in the 10% requirement.

Section 6. An annual Club member meeting shall be held in the month of July each year to elect officers, and to provide a report to the members on the Club’s current financial condition. Other topics may be presented by the Board of Directors at its discretion that may include, but not be limited to, a review of the past year’s activities and a discussion of the coming year’s plans and objectives. Additional agenda items may be submitted to the Board by any member at least 14 days prior to the annual meeting.

Section 7. A quorum for any club meeting will be 20% of the membership.

Section 8. Compensation and Indemnification and Hold Harmless Agreement:

1. Directors shall serve without financial compensation. Directors may be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties.

2. Directors shall disclose any potential conflicts of interest and abstain from voting on matters in which they have a direct or indirect financial interest.
3. All members will sign and acknowledge and indemnify the Club and hold harmless the Board of Directors against any and all claims, demands, damages, liabilities, and costs which directly or indirectly result from, or arise in connection with, any negligent act while participating in the Club activities.

Article VI – Dues and Assessments

Section 1. Club members will pay annual dues as established by the Board of Directors each year, which starts on the 1st day of July and ends on the 30th day of June.

Section 2. The Club membership may agree to other assessments to cover maintenance and equipment replacement needs. Any such assessment will be placed before the Club members upon a majority vote of the Board of Directors. The proposed assessment will be voted upon at a membership meeting. The assessment shall be approved with the consent of the majority of the members present at this meeting.

Section 3. Dues will be paid annually. Fee schedule will be determined by the Board of Directors.

Article VII – Elections

Section 1. Sixty (60) days prior to the date of the expiration of the current Board's term, the Board of Directors will appoint a nominating committee which shall consist of, at minimum, the President and two Club members. The nominating committee will search to find one or more candidates for each officer position. All Club members will be notified of open Board positions.

Section 2. Club members interested in running for office should contact the nominating committee, stating the office they are seeking.

Section 3. 14 days prior to the annual meeting date, members will receive, via email or on the website, a slate of candidates running for office. Nominations will be taken at the meeting if there are no candidates for the open position(s).

Section 4. Printed ballots will be made available at the annual meeting. If a member is unable to attend the meeting a request can be made to the Board for an absentee ballot.

Section 5. Final tabulation of the votes will be overseen and counted by a Board member and a member of the nominating committee, neither of whom is a candidate in the election.

Section 6. Nominees who receive a majority of the votes cast shall be deemed elected. The Secretary will notify all Club members of the results.

Section 7. Election ties:
Members present at the election meeting break the tie by voting only for the candidates involved in the tie.

Article VIII - Notices

Section 1. Meeting Notices and other information to Club members or to the Board of Directors will be made available to all members. All such notices shall be posted on the Club website. It is the responsibility of all Club members to inform the Club of any changes to their contact information.

Article IX – Amendments

Section 1. These bylaws may be amended by a 2/3 vote of the members present at any regular or special meeting, provided that written notice of the proposed amendment(s) has been given to the membership at least 14 days in advance.

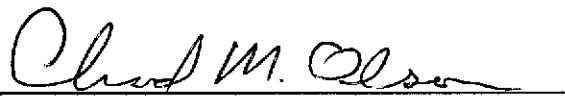
Article X - Dissolution

Section 1. On dissolution of the Club, any tangible assets will be donated to the surrounding area non-profit organizations as specified by the Board of Directors in compliance with Oregon nonprofit laws.

Signatures:

We, the undersigned, are all the initial Directors or incorporators of this corporation, and we consent to, and hereby do, adopt the foregoing Bylaws, consisting of the 6 preceding pages, as the Bylaws of Florence Oregon Pickleball Club.

ADOPTED AND APPROVED by the Board of Directors on this 20th day of June, 2024.



Chad Olson, President, Florence Oregon Pickleball Club



Kim Gomez, Vice President, Florence Oregon Pickleball Club



Christine Cole, Secretary, Florence Oregon Pickleball Club



Michele Furtado, Treasurer, Florence Oregon Pickleball Club



Randy Pearson, Director At-Large, Florence Oregon Pickleball Club