

# BYLAWS

## *Canadian Lakes Pickleball Club*

### ARTICLE I NAME AND PURPOSES

**Section 1.01. Name.** The name of the organization is the Canadian Lakes Pickleball Club (CLPBC).

**Section 1.02. Purpose & Mission.** The CLPBC is organized for the recreational non-profit purposes of promoting, organizing and facilitating participation in the game of Pickleball within Canadian Lakes and such other endeavors as shall be approved by the members from time-to-time.

### ARTICLE II MEMBERS

**Section 2.01. Qualifications.** Membership may be granted to any Canadian Lakes property owner in good standing, their guests and relatives that support the mission and purposes of the organization, and who pays any dues set by the Board of Directors. Members shall be expected to conduct themselves in a civil manner and to treat other members with due respect at all times. Members shall have voting rights for election of Directors and for amendments to these ByLaws, at meetings scheduled for such purposes.

**Section 2.02. Termination of Membership.** The Board of Directors, by affirmative vote of a majority of all of the members of the Board, may suspend or expel a member for cause, and may terminate the membership of any member who otherwise becomes ineligible for membership, or who shall be in default in the payment of dues.

**Section 2.03. Dues.** Dues for members may be established by the Board of Directors.

**Section 2.04. Meetings.** The annual membership meeting shall be held at a date as determined by the Board each year. A minimum of 30% of the members, present in person or by proxy, shall constitute a quorum for transaction of business at a membership meeting. Meetings may be called by a Board Member or at the request of at least 10% of the members by notice hand-delivered, mailed or e-mailed to each member not less than thirty (30) days before such meeting.

### ARTICLE III AUTHORITY AND DUTIES OF DIRECTORS

**Section 3.01. Authority of Directors.** The Board of Directors is the policy-making body and may exercise all the powers and authority requisite for carrying-out the purposes and mission of the Club.

**Section 3.02. Number, Selection, and Tenure.** The Board shall consist of five (5) directors one of which may be a non-property owner of Canadian Lakes. Each director shall hold office for a term of two (2) years with his/her term ending upon the completion of a newly elected director(s) at the annual meeting. Vacancies existing by reason of resignation, death, incapacity or removal before the expiration of his/her term shall be filled by a majority vote of the remaining directors. In the event of a tie vote, the President shall choose the succeeding director. Directors shall be elected at an Annual Meeting or at such other meeting called specifically for the purpose of election. A director elected to fill a vacancy shall be elected for the unexpired term of that director's predecessor in office.

**Section 3.03. Resignation.** Resignations are effective upon receipt of notice by the Secretary.

**Section 3.04. Board Meetings.** The Board of Directors shall hold at least two (2) Board meetings per calendar year. Meetings shall be at such dates, times and places as the Board shall determine.

**Section 3.05. Special Meetings.** Meetings shall be at such dates, times and places as the Board shall determine.

**Section 3.06. Notice.** Meetings may be scheduled by notice emailed, mailed, or hand-delivered to each member of the Board not less than forty-eight (48) hours before such meeting.

**Section 3.07. Quorum.** A quorum shall consist of a majority of the Board attending in person or through teleconferencing. All decisions will be by majority vote of those present at a meeting at which a quorum is present. If less than a majority of the directors is present at said meeting, a majority of the directors present may adjourn the meeting on occasion without further notice.

**Section 3.08. Action Without a Meeting.** Any action required or permitted to be taken at a meeting of the Board of Directors or of any committee may be taken without a meeting if all the members of the Board or committee consent in writing to taking the action without a meeting and to approving the specific action. Such consents shall have the same force and effect as a unanimous vote of the Board or of the committee as the case may be. These actions shall be recorded in minutes to be held in the Secretary's books.

**Section 3.09. Participation in Meeting by Conference Telephone.** Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as members participating in such meeting can hear one another.

**Section 3.10. Committees.** The Board of Directors may, by resolution adopted by a majority of the Directors in office, establish committees composed of at least two (2) persons which may include non-Board members. The Board may make such provisions for appointment of the chair of such committees, establish such procedures to govern their activities, and delegate thereto such authority as may be desirable for the efficient management of the property, affairs, business, or activities of the Club. By way of

example, committees may be established for Tournaments, Competition, Rules, Membership, Fundraising, Facilities, etc.

**Section 3.11. Nominating Committee.** For elections to the Board, there shall be a Nominating Committee, composed of the President and at least two (2) other members of the Board of Directors. Each member of the committee shall have one (1) vote and decision shall be made by the majority.

**Section 3.12. Reimbursement.** Directors shall serve without compensation with the exception that expenses incurred in the furtherance of the Club's business are allowed to be reimbursed with documentation and prior approval.

**Section 3.13 Auditing.** The Board shall appoint three committee members to audit the club treasury on an annual basis.

#### **ARTICLE IV AUTHORITY AND DUTIES OF OFFICERS**

**Section 4.01. Officers.** The officers of the Club shall be a President, a Vice-President, a Secretary, a Treasurer, and such other officers as the Board of Directors may designate.

**Section 4.02. Appointment of Officers; Terms of Office.** The slate of officers of the Club shall be from current Board members and officers shall be elected by the Board of Directors at regular meetings of the Board, or, in the case of vacancies, as soon thereafter as convenient. New offices may be created and filled at any meeting of the Board of Directors. Terms of office may be established by the Board of Directors, but shall not exceed two (2) years. Officers shall hold office until a successor is duly elected and qualified. Officers shall be eligible for reappointment.

**Section 4.03. Resignation.** Resignations are effective upon receipt of notice by the Secretary.

**Section 4.04. Removal.** An officer may be removed by the Board of Directors at a meeting, or by action in writing pursuant to Section 3.08, whenever in the Board's judgment the best interests of the Club will be served thereby.

**Section 4.05. President.** The President shall be a Director of the Club and will preside at all meetings of the Board of Directors. The President shall perform all duties attendant to that office, subject, however, to the control of the Board of Directors, and shall perform such other duties as on occasion shall be assigned by the Board of Directors.

**Section 4.06. Vice-President.** The Vice-President shall be a Director of the Club and will preside at meetings of the Board of Directors in the absence of or request of the President. The Vice-President shall perform other duties as requested and assigned by the President, subject to the control of the Board of Directors.

**Section 4.07. Secretary.** The Secretary shall be a Director of the Club and shall keep the minutes of all meetings of the Board of Directors in books proper for that purpose.

**Section 4.08. Treasurer.** The Treasurer shall be a Director of the Club and shall report to the Board of Directors at each regular meeting on the status of finances.

**ARTICLE V  
AMENDMENT OF BYLAWS**

These Bylaws may be amended by a majority vote of the Members, provided prior notice is given of the proposed amendment in the notice of the meeting at which such action is taken.

Revision #2 Effective Date: September 24, 2018

CERTIFICATION

We hereby certify that the foregoing is a true and accurate copy of the ByLaws approved by the Members at an annual meeting of the Members on September 24, 2018.

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Angela O'Toole, President

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Laurie Moore, Vice-President

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Jo Preston, Secretary

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Tambi Zaun, Treasurer

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Bob Sowden, Member at Large