

Current Bylaws

Article I:

General Section A – The name of this club is the Westbrook Village (WV) Pickleball Club (“Club”).

Section B – The purpose of this Club is to promote the sport of pickleball in a safe environment; to provide the opportunity for all members to learn and improve their play; to implement instructional lessons; to schedule drop-in play, league or ladder play, and tournaments as desired by the membership; to encourage the highest standards of safe play; and to promote social pickleball activities within the community.

Section C – This Club is to be operated as a non-profit organization in accordance with applicable Arizona law, applicable Internal Revenue regulations, Articles of Incorporation, Bylaws, Covenants, Conditions and Restrictions (CC & R’s) of WV Association (WVA); the Club Bylaws of WVA (WVA Club Bylaws), the Club Standard Rules and Regulations of WVA (currently contained in the Agreement BY Club Executive/Contact Appointees To Abide By Approved WV Association Club Bylaws And Club Standard Rules And Regulations), these Bylaws, and any rules and regulations and policies and procedures adopted by the Board of the Club (“Board”.) All of the above supercede these bylaws and the Club’s policies and procedures and rules and regulations in event of a conflict, except that these bylaws may be more restrictive.

New Proposed Bylaws

Article I: General

Section A – The name of this club is the Westbrook Village Pickleball Club (“WBVPC”).

Section B – The purpose of WBVPC is to promote the sport of pickleball in a safe environment; to provide the opportunity for all members to learn and improve their play; to schedule drop-in play, team or ladder play, and Club Tournaments / Jamborees as desired by the Membership; to encourage the highest standards of safe play; and to promote social pickleball activities within the community.

Section C – WBVPC is operating as an IRS recognized amateur athletic organization in accordance with WVA Bylaws, Covenants, Conditions and Restrictions (CC & R’s); WBVPC Bylaws may be more restrictive than the WVA CC&Rs and WVA Bylaws.

Why are we Changing:

Section A: Changing name to match current website. (this will be changed throughout the document)

Section B: Removed “to implement instructional lessons”. Our instructors work on a volunteer basis and the club cannot guarantee that we will always have volunteers available.

Current Bylaws

Article I:

Section C – This Club is to be operated as a non-profit organization in accordance with applicable Arizona law, applicable Internal Revenue regulations, Articles of Incorporation, Bylaws, Covenants, Conditions and Restrictions (CC & R's) of WV Association (WVA); the Club Bylaws of WVA (WVA Club Bylaws), the Club Standard Rules and Regulations of WVA (currently contained in the Agreement BY Club Executive/Contact Appointees To Abide By Approved WV Association Club Bylaws And Club Standard Rules And Regulations), these Bylaws, and any rules and regulations and policies and procedures adopted by the Board of the Club ("Board".) All of the above supercede these bylaws and the Club's policies and procedures and rules and regulations in event of a conflict, except that these bylaws may be more restrictive.

New Proposed Bylaws

Article I: General

Section C – WBVPC is operating as an IRS recognized amateur athletic organization in accordance with WVA Bylaws, Covenants, Conditions and Restrictions (CC & R's); WBVPC Bylaws may be more restrictive than the WVA CC&Rs and WVA Bylaws.

Why are we Changing:

Section C: Removed some of the legalese to simplify. Clarified that the club operates in accordance with the HOA club bylaws.

Current Bylaws

Article II: Membership

Section A – Membership is open to all residents of WV, non-resident relatives of residents, non-resident WV card holders, and non-residents who were Members as of July, 2015. A Member is a person who is eligible to be a member, has paid the annual dues, and has not been suspended or terminated. A non-resident relative of a resident is a member of the family of a resident, including spouses and partners, parents, children, siblings, and grandchildren of residents who do not reside in WV.

Section B – A WV resident, a WV non-resident card holder, or household guest may participate for a maximum of one (1) week per calendar year for free, and then is required to either pay the annual membership fee if eligible to be a Member, or purchase a WV non-resident card if eligible.

New Proposed Bylaws

Article II: Membership

Section A – Membership is open to all residents of WBV, WBV rental resident card holders, and non-residents who were Grandfathered Members as of July, 2015. A Member is a person who meets resident eligibility requirements, has paid the annual dues, and has not been suspended or terminated. Short term Members (renters 90 days and less) and Grandfathered Members are not eligible to vote in matters requiring a membership vote.

REMOVED Section B

Why are we Changing:

Section A: Removed non-resident WV card holders to reflect current “Residents Only” club make up. Rapid growth of the sport and growing resident club member volume does not leave room for new non resident members.

Section B: **Removed** entire section because:

- HOA wristband policy covers all guests.
- Courts are now designated for resident “non club members” throughout the day.

Current Bylaws

Article II: Membership

Section C – The amount of dues for each Member is to be determined (and changed as needed) on the recommendation of the Board) and approved by a majority vote of the Members voting. The vote may be taken online.

Section D – Disciplinary action may be taken by the Board against any Member or guest in accordance with the Discipline Policy in the Policies and Procedures adopted by the Board.

New Proposed Bylaws

Article II: Membership

Section B (replaces Section C) – The amount of the dues for each Member is to be determined on the recommendation of the Board and approved by a simple majority of votes cast by the Members. The vote may be taken online.

Section C (new section added) – Guests of WVA residents (as defined by the HOA) are allowed to play once checked in at the Vistas front desk and have received a colored wrist band. Guests may play on resident designated courts (per Court Mapping that has been approved by the HOA.)

Section D – Disciplinary action may be taken by the Board against any Member or guest in accordance with the Discipline Policy in the WVA Policies and Procedures.

Why are we Changing:

Section C (is now B): Only change is section number. Content did not change.

New Section –Section C: Describes current HOA policies for guests.

Current Bylaws

Article III: Officers and Board Section

A – Officers are the President, Vice President, Secretary, and Treasurer. An outgoing President serves in an advisory capacity to the Board (with no voting rights unless a tie needs to be broken) for the two years after his/her two-year term expires (unless he/she is re-elected to the position for another two-year term). Officers are to be elected by a majority vote of the Club’s membership, which vote may be taken online during the first two (2) weeks of December. This election is to be considered the last meeting of the year. The officers and outgoing Presidents serve without compensation. The Board consists of the elected officers and the outgoing Presidents in an advisory capacity, as described above. The Board has overall governing authority of the Club consistent with the provisions of these bylaws and 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 the committees to carry out the Club functions and purpose. Section

B – The Board appoints committee chairs for the Tournament, Membership, Publicity, Social Activities, and Training/Clinics Committees, and other committees as the Board determines are needed.

New Proposed Bylaws

Article III: Officers and Board

Section A – Officers are the President, Vice President, Secretary, and Treasurer. An outgoing President may serve in an advisory capacity to the Board (with no voting rights unless a tie needs to be broken) for the two years after his/her two-year term expires (unless he/she is re-elected to the position for another two-year term).

Officers are to be elected by a simple majority of votes cast from the Club’s Membership, which vote may be taken online during the first two (2) weeks of December. The election results are announced at the last meeting of the year. The Officers and outgoing President serve without compensation.

The Board consists of the elected Officers and the outgoing President in an advisory capacity, as described above. The Board has overall governing authority of the WBVPC to appoint committees and adopt WBVPC policies, procedures, rules and regulations as needed to carry out the purposes and objectives of the WBVPC.

Why are we Changing:

Section A- Intent remains the same. Changed words to make it easier to understand.

Section B – **Removed** because it is duplicate information. Content is covered in Article VII Section B “Committees”

Current Bylaws

Article III: Officers and Board Section

C - The President is to select a Nomination Committee in the fall of each year (around October, or at least 4-6 weeks prior to the scheduled election of officers' positions), consisting of 2-4 Members. The President may delegate the selection of this committee to others, if so desired. This committee solicits people who are interested in running for the officers' positions that will be vacant in the upcoming year. Only resident Members are eligible to hold office.

New Proposed Bylaws

Article III: Officers and Board

Section B (Replaces Section C) – At the September Board meeting, the President is to announce the available positions open for election. All potential candidates must email the Club President of their intention to run and identify the open seat they are running for. The President will notify the membership as soon as interested candidates apply. Time will be allotted at the November meeting for interested candidates to speak.

Why are we Changing:

New Section B (Replaces Section C)

Updated to simplify and reflect what has been taking place for a number of years.

Current Bylaws -

Article III continued:

Section D - All officers are elected for two-year terms and are limited to two consecutive terms in office, unless no other persons are nominated for the position(s), and the current officer agrees to continue in the role. The four officer positions are to be elected and staggered over a 2 year period. Therefore elections for the President and Treasurer are to be held during even numbered years, and they begin their 2 year service during odd numbered years. Alternately, elections for Vice President and Secretary are to be held during odd numbered years, and they begin their 2 year service during even numbered years. So during any year, two positions are in the 1st half of their term while the other two positions are in the 2nd half of their term. As a transition from the schedule in the previous bylaws to the new bylaws, the Vice President serving in 2016 will serve an additional year, and the Treasurer serving in 2016 will serve only one year.

New Proposed Bylaws

Article III continued:

Section C (Replaces Section D) - All Officers are elected for two-year terms and are limited to two consecutive terms in office, unless no other persons are nominated for the position(s), and the current officer agrees to continue in the role. The four officer positions are to be elected and staggered over a two-year period. Therefore, elections for the President and Treasurer are to be held during even numbered years. Elections for Vice President and Secretary are to be held during odd numbered years.

Why are we Changing:

New Section c (Replaces Section D)

Intent remains the same. Changed words to make it easier to understand. Removed 2016 transition language as no longer needed.

Current Bylaws

Article III continued:

Section E - Duties of each elected officer:

- 1. President** – Preside over all Club meetings and carry out the direction and policies established by the Board or approved by the membership; act as the only liaison between the Club and WV Association and its employees. In the absence of the President and Vice President, the President is to delegate this liaison duty to a permanent resident Board Member or permanent resident Member. In the event of a vacancy on the Board, the President may appoint, with Board approval, an interim officer until official elections are held.
- 2. Vice President** – Perform all duties of the President in the event of the President's absence or inability to perform; assume the Presidency of the Club for the unexpired term of the President in the event of a vacancy; coordinate committee chairpersons by keeping them informed of their duties; and perform other duties and responsibilities as assigned by the President, e.g., buy balls as needed for Club play; keep updated hours of Club play posted at courtside and at the Ramada bulletin board; and buy balls and paddles for purposes of sale to Members. However, these duties may be delegated to permanent resident Members.

New Proposed Bylaws

Article III continued:

Section E - Duties of each elected officer:

- 1. President** – Preside over all WBVPC meetings and carry out the direction and policies established by the WBVPC Board and act as the liaison between the WBVPC and WVA. In the absence of the President and Vice President, the President is to delegate the liaison duty to a Board Member or permanent resident Member. In the event of a vacancy on the Board, the President may appoint, with Board approval, an interim officer until official elections are held.
- 2. Vice President** – Perform all duties of the President in the event of the President's absence or inability to perform for the unexpired term of the President. Oversee safety issues on the courts. Coordinates publicity with WVA and residents.

Why are we Changing:

Article III /Section E /items 1-4: language has been updated to reflect duties of each officer as they are being performed currently.

Current Bylaws

Article III continued:

3. Secretary – Take and maintain the minutes of all Board and Club meetings; furnish all reports requested by the WV Association; submit to WV As the names and contact info for the officers as required by WVA Club Bylaws; send out email blasts to all members regarding Club activities as the Secretary deems necessary; maintain the court reservation book currently located in the WV Association office in the Vistas Recreation Center; and perform other duties as assigned by the President.

4. Treasurer – Receive and deposit all money due the Club, including membership dues collected; pay all bills incurred by the Club in the regular course of business, but obtain Board approval for all expenses in excess of \$1000; keep an up-to-date monthly ledger of all financial transactions and report the financial status to the Board monthly; prepare and report yearend reports to the Board annually, including annual tax returns; keep and maintain all financial records for seven (7) years prior to the current year 4 and turn over all files to the succeeding treasurer; obtain a yearly audit by someone other than a Club Board member during early fall.

New Proposed Bylaws

Article III continued:

3. Secretary – Take and maintain the minutes of all Board and Club meetings; furnish all reports requested by the WVA; submit to WVA the names and contact info for the officers as required by WVA Club Bylaws and perform other duties as assigned by the President.

4. Treasurer – Receive and deposit all money due the Club, including membership dues collected; pay all bills incurred by the Club in the regular course of business, but obtain Board approval for all expenses in excess of \$1000; keep an up-to-date monthly ledger of all financial transactions and report the financial status to the Board monthly; prepare and report year end reports to the Board annually, keep and maintain all receipts and financial records for seven (7) years prior to the current year. Turn over all files to the succeeding treasurer; obtain a yearly audit by someone other than a Club Board member during early fall and report the audit results at the next regular club meeting and duly recorded in the minutes.

Why are we Changing:

Article III /Section E /items 1-4: language has been updated to reflect duties of each officer as they are being performed currently.

Current Bylaws

Article III continued:

New Proposed Bylaws

Article III continued:

The WBVPC also recognizes three key non-elected positions that are critical to ongoing operations.

5. **Membership coordinator** – manages the documentation of new and renewing club members including resetting membership at the beginning of a new season, validating personal information, emergency contacts and email accounts for effective communication.
6. **Web master** – maintains the WBVPC website including managing the web hosting software requirements.
7. **Publicity coordinator** – writes / edits Club related articles for the Living magazine.

Why are we Changing:

Article III /Section E /: Adding language to recognize key positions.

Current Bylaws

Article IV: Court Usage

Section A – The courts are available for use by any Member or WV resident (or nonresident card holder) by making reservations at the Vistas check in desk up to 7 days in advance, except for those days and times the Club has reserved the courts for Club Play. These days and times change according to the season, and are to be updated and posted by the Vice President or the Vice President’s delegate. Members have priority for use of the courts during the times designated for Club Play.

New Proposed Bylaws

Article IV: Court Usage

The courts are available for use by any Member or WV resident and their guests except for those times the Club has mapped specific courts for Club Play. These days and times change according to the season and are to be updated and posted on the outdoor court bulletin boards. This schedule is called Court Mapping and has been approved by the HOA Board. The court mapping includes specific court designation for both Club members and non-Club members (WVA residents and their guests). For clarification, non-Club members and any guests are not allowed to play on Club mapped courts unless designated on the court mapping.

Why are we Changing:

- Language around court reservations removed per the HOA policy that no court reservations are allowed.
- Language around members having “priority” during , HOA approved, club time has been further defined to eliminate confusion. The court mapping now includes a key to define each club mapped time and whether guest can participate or not. This change will allow maximum club member court access during the busiest times. It also gives us flexibility to make changes ,through the HOA court mapping, as the club grows/evolves.

Current Bylaws

Article V: Meetings

Section A – An annual meeting is to be held during the fall (Oct, Nov, or Dec) of each calendar year prior to the election of officers. Additional meetings may be called by the President, the Board, or by written request submitted to the Board and signed by 20% of the Members. Notice of all Member meetings is to be provided in writing or by email to all Members at least one week prior to the meeting and posted on the Ramada bulletin board unless exigent circumstances prevent the notice.

Section B – The President or President’s designee is to preside over all Member meetings. All Members have the right to vote on all matters brought before the general membership. The quorum for all Member meetings is twenty (20) percent of the Club membership. Once a quorum is established, a majority vote of the Members at the meeting controls on all matters on which a vote is taken, unless otherwise provided in these bylaws. Three (3) officers of the Club constitute a quorum for all meetings of the Board, and Board meetings may be conducted by conference call.

Section C—All meetings are to be conducted in accordance with these Bylaws and, in event a parliamentary procedure is not included in these bylaws, in accordance with the latest edition of Roberts Rules of Order.

New Proposed Bylaws

Article V: Meetings

Section A - WBVPC meetings are to be held monthly from September to June unless a quorum can't be reached. The President or President's designee is to preside over all Member meetings. Three (3) officers of the Club constitute a quorum for all meetings. The purpose of the meetings is to review and discuss pending issues and to present month to date and year to date financial updates. On challenging issues, the Board will seek to ascertain the position of the Club Members in various methods including online surveys prior to voting to establish new policy. Members will be alerted of all member meetings, via club email, at least three days in advance.

Removed Section C

Removed Section B

Why are we Changing:

Section A:

Need for an annual meeting is eliminated as we now have monthly meetings September – June. During the monthly meetings all business, previously conducted at the annual meeting, is taken care of.

Section B - Removed: Member quorum at meeting not needed as all major items, requiring member vote, will be conducted online.

Section C – Removed: Our meetings are conducted in a casual format. This is an example of where the HOA bylaws template is too formal for our club.

Current Bylaws

Article VI:

Financial

Section A – Financial records are to be retained for a period of seven (7) years (prior to the current year). All Club bank accounts are to be in the name of the Club and have a federal ID number issued to the Club.

Section B – The Treasurer is authorized to disburse funds in support of Club activities and may disburse funds up to \$1000 without Board approval. A receipt is required for all expenditures and disbursements. All expenses in excess of \$1000 require Board approval. 5

Section C – Financial records are to be audited on a yearly basis by individuals other than those elected to the Board. The results of the Report of Audit are to be presented to the general membership during the annual meeting, and duly recorded in the applicable minutes of the meeting.

New Proposed Bylaws

Article VI:

Removed

Why are we Changing:

Duplicate of the Treasurer responsibilities.

Current Bylaws

Article VII:

Committees

Section A – Committees and chairs are to be appointed by the Board.

Section B – Permanent committees and their duties include the following:

1. Tournament – The Tournament Committee plans, organizes, promotes and runs a minimum of four (4) tournaments during October-May each year. The type of tournament is left to the discretion of the Tournament Committee.

2. Membership – The Membership Committee keeps an accurate roster of Club Members; provides information to new Club Members, including the new member application and waiver forms; collects the membership dues and transmits dues to the Treasurer; coordinates the Paddles Pals program (a mentorship program pairing current and new members); and coordinates other membership activities as needed and as assigned by the President or the Board.

New Proposed Bylaws

Article VI: (replaces VII)

Section A – Committees are to be determined by the Board and will operate under the direction of the Board.

Section B – Examples of committees and their duties include the following:

- 1. Jamboree/Tournament** – The Jamboree Committee plans, organizes, promotes and runs Club tournaments or Jamborees during October-May each year. The type of tournament and frequency is left to the discretion of the Tournament Committee.
- 2. Membership:** Removed

Why are we Changing:

Section A: This section was amended to eliminate committees that are no longer needed and also to give committees more autonomy to operate within their manpower limitations vs. mandates from the board.

1. Jamboree/Tournament – Name changed from just “Tournament” to better reflect current club activities operated by the committee. Removed requirements for minimum number of events and allows committee to determine what they are capable of.

2. Membership - Removed: No longer needed as all new membership activities are done online.

Current Bylaws

Article VII continued:

3. Social Activities – The Social Activities Committee plans and implements a minimum of 4 events (parties!!) during October-May each year. These include after-tournament parties, social get-togethers, holiday gatherings, or miscellaneous parties. The committee coordinates other activities assigned by the President or the Board.

4. Training/Clinics – The Training/Clinics Committee organizes and implements training sessions or clinics with instructors for new Members and curious spectators. The committee may also organize and implement clinics for players other than new Members, as needed, and implements other training activities assigned by the President or the Board.

5. Publicity—The Publicity Committee writes a monthly article for the Lifestyles Magazine; occasionally prepares a longer article of a special event that may include pictures; creates a monthly newsletter to be e-mailed to Club Members; maintains the Ramada bulletin board; oversees the website for the Club; and performs other duties as assigned by the President or Board.

New Proposed Bylaws

2 (Replaces 3) Social Activities – The Social Activities Committee plans and implements events during October-May each year. These include after-tournament parties, social get-togethers, holiday gatherings, and miscellaneous parties. The type and frequency of events is left to the discretion of the committee.

4. Training/Clinics: Removed

5. Publicity: Removed

Why are we Changing:

Section A: This section was amended to eliminate committees that are no longer needed and also to give committees more autonomy to operate within their manpower limitations vs. mandates from the board.

2. Social Activities (changed from item 3 to item 2): Removed requirements for minimum number of events and allows committee to determine what they are capable of.

4. Training/Clinics: Removed: Improving one's game is an individual responsibility not a club responsibility.

3. Publicity: Removed: Added position to officers.

Current Bylaws

Article VIII:

Amendments Section A – Any Member in good standing may propose an amendment to these bylaws, submitted in accordance with the procedures in policies and procedures adopted by the Board.

Section B – If the Board determines that the proposed amendment has been submitted in accordance with the policies and procedures, notice of proposed amendments are to be provided to the membership via email and posted in the Ramada bulletin board. At a minimum, a notice of a proposed amendment is to include the current bylaw, the proposed amendment, the bylaw as it will read if the amendment is adopted, the name of the proposer(s), and the rationale for the proposed amendment. All amendments must be approved by a vote of three fourths (3/4) of the Members in an online vote. Once approved, notification of the amendment is to be given to the WVA.

New Proposed Bylaws

Article VII: (replaces VIII)

Amendments

Section A – Any Member in good standing may propose an amendment to these bylaws, submitted in accordance with the procedures in policies and procedures adopted by the Board.

Section B – If the Board determines that the proposed amendment has been submitted in accordance with the policies and procedures, notice of proposed amendments are to be provided to the Membership via email and posted in the Ramada bulletin board. At a minimum, a notice of a proposed amendment is to include the current bylaw, the proposed amendment, the bylaw as it will read if the amendment is adopted, the name of the proposer(s), and the rationale for the proposed amendment. All amendments must be approved by a simple majority of the votes cast by Members in good standing. Once approved, notification of the amendment is to be given to the WVA.

Why are we Changing:

Section B – Our current bylaws state that we need $\frac{3}{4}$ of our membership (approximately 390 of our 525 members) to vote “YES” to make a bylaw change. If a member does not vote at all it equals a “NO” vote. This makes change almost impossible.

We propose that a **simple majority of member votes casts** should be acceptable to make a change to the bylaws in the future. Those who choose not to participate in the vote will not be impacting the outcome.

Current Bylaws

Article IX: Rules of Play

Section A – Pickleball Rules are provided by the USA Pickleball Association. (<http://www.usapa.org/>)

Article X: Annual Submission of Bylaws to WV Association

Section A – These bylaws are to be submitted annually to the WVA as required by the WVA.

Proposed New Bylaws

Article VIII: Rules of Play (**replaces IX**)

Section A – Pickleball Rules are provided by the USA Pickleball Association. (<http://www.usapa.org/>)

Article IX: Annual Submission of Bylaws to WV Association

Section A – These bylaws are to be submitted annually to the WVA as required by the WVA.