

Pueblo El Mirage Pickleball Club Bylaws

February 15, 2024

ARTICLE I – General

- Section 1 **The name of the Club:** Pueblo El Mirage Pickleball Club (PEMPC). PEMPC is a 501(c)(7) organization.
- Section 2 **The purpose of the Club:** To promote the sport of Pickleball and provide opportunity for all Residents and Guests of Pueblo El Mirage RV and Golf Resort (PEM) to play and improve their Pickleball game.
- Section 3 The PEMPC fiscal year shall be from October 1 to September 30.
- Section 4 These Bylaws willfully comply with PEM guidelines, rules, regulations and procedures. In the event of a conflict between these Bylaws, the governing documents of the PEM shall prevail.

ARTICLE II – Membership

- Section 1 Membership shall be open to all residents of the PEM.
- Section 2 Members shall abide by the rules, regulations, guidelines and Bylaws of the PEM and the PEMPC.
- Section 3 **Guest Privileges:** The guest privileges set forth in the PEM Rules and Regulations and guest guidelines of PEMPC shall govern guest privileges for this Club.
- Section 4 Annual Membership Dues and Guest Pass costs will be set by the Board on an annual basis. If the Board proposes to raise dues by more than 10% (10 percent), the membership will Vote (See Article IX) on the recommended dues increase.

ARTICLE III – Board Members

- Section 1 The PEMPC shall maintain a Board of Directors (Board) consisting of the President, Vice-President, Secretary, Treasurer, and three Members at Large.

The PEMPC membership shall elect all members of the Board. The President and Vice President, with Board approval, may appoint committees and/or representatives to carry out the business of the Club. In the event of vacancies on the Board, the President or Vice President shall appoint, with Board approval, interim replacement Board Members. The Board shall consist of members that will be residents at the resort for at least three (3) months each season.

Section 2 The Board shall have overall governing authority over the Club consistent with the provisions of these Bylaws and the PEMPC Policies and Procedures. The Board shall authorize all committees and/or representatives to carry out the purposes and objectives of the Club. Each Board member shall have one vote on matters requiring Board voting. A majority vote of present members with a minimum quorum of five Board members will dictate decisions. Phone and email voting are allowed to accommodate the needs of Board members who are away.

Section 3 The Board shall not be liable to the Club for any mistake of judgment, negligence, or other act, except for their individual willful misconduct or bad faith. The Club shall indemnify and hold harmless each Board member or committee member against all contractual liabilities to others arising out of contracts made by the Board on behalf of the Club unless made in bad faith or in contravention of the provisions of these Bylaws. The Board shall have sole power to act on behalf of its members and shall report their activities to the members advising them of the state of the Club, finances and affairs. Board members shall serve without compensation.

Section 4 The Board shall be authorized to purchase and maintain liability insurance should any area of personal liability to the board members, committee members, or agents of the Club be determined.

ARTICLE IV – Duties and Responsibilities

President and/or the Vice President: Shall preside over all Club meetings and be accountable for the administration of Club business. The President and Vice President shall carry out the direction and policies established by the Board.

Treasurer: Shall act as custodian of all Club funds and report financial status at monthly business meetings. The Treasurer maintains a checking account for the Club and ensures that all monies are deposited and recorded accurately, that all financial reports are properly

kept and maintained, and that all federal and state tax reports are prepared and timely filed. The President, Vice President, and Treasurer shall be signatories on all Club accounts.

Secretary: Shall keep the Club records, issue notices of all meetings and keep minutes thereof. The Secretary shall post all minutes on the Club website and submit updates to the PEM Administration.

Member at Large: Shall assist with the management of the PEMPC operations. Each Member at Large will be assigned by the President (with the Board approval) to various standing committees. The Member at Large will become part of the committee and represent the committee at Board meetings. Members elected to a Member at Large position may also serve as a Committee Chair. The Member at Large may be assigned other duties by the President.

ARTICLE V – Elections

Section 1 **Nomination Committee:** A Nomination Committee shall be established no later than 45 days prior to the Annual March Membership Meeting. The Nomination Committee shall be made up of a minimum of three (3) Club members shall be appointed by the President and Vice President to present prospective candidates for President, Vice President, Treasurer, Secretary, and three (3) Members at Large. Members wishing to be a candidate must contact the nominating committee by the closing date set forth by the Nomination Committee. Any two (2) Club members in good standing may nominate another (who accepts the nomination) for a Board position. No nominee may serve on the Nomination Committee.

There will be no nominations allowed after the nomination closing date. The candidates will be posted on the PEMPC website and sent electronically to members no later than fifteen (15) days prior to the Annual March Membership Meeting.

Members in good standing are those members who are current in the payment of dues.

Section 2 **Election Quorum:** One hundred (100) votes, as described in Article IX, from members in good standing constitute an Election Quorum.

Section 3 **Election:** The election(s) shall be held on the same day as the March Membership Meeting. Board members shall be elected by a majority vote.

In accordance with Article IX, members may vote at the meeting site or by other methods as specified by the Board. Voting options will be presented to the members fifteen (15) days prior to the March Membership Meeting. If only one candidate is nominated for a position, election by acclamation may be used. Election results will be announced at the March Membership Meeting.

Section 4 No two family members can serve on the Board at the same time.

Section 5 **Term of Office:** All positions shall serve two-year terms on a staggered schedule. On even-numbered years, elections will be held in March for the President, Treasurer, and one Member at Large position. On odd-numbered years, elections will be held in March for the Vice President, Secretary, and two Member at Large positions. There are no term limits for any office. The terms of office may be changed at the discretion of the Board, i.e., if a vacancy would cause the Board to not have concurrent staggered terms running.

Section 6 Newly elected Board members will take office and assume their duties immediately following the election.

ARTICLE VI –Committees

Section 1 **Organization and operation of committees:** There are two types of committees. Standing committees have ongoing functional responsibilities within the Club. Temporary, or single purpose committees, exist to perform a single purpose and do not regularly meet otherwise.

Section 2 **Chairpersons:** For standing committees, a Chairperson shall be approved by the Board. Standing committees may be established or modified only with Board approval. Temporary committees may be established by the President or Board and assigned to a Board Member by the President or Board.

Section 3 **Description and Duties of Committee Chairs:** Committees shall be established as needed and be governed by the Board. The Club shall have the following standing Committees whose basic duties and functions are described below. In cases where the duties of two or more committees overlap, the Board will provide direction and encourage cooperation. Temporary or single-purpose committees may also be formed as needed.

- **Communications** – develop and update the PEMPC website and communicate important information to players via email.

- **Tournaments** – coordinate tournament play in events sponsored by or organized by the PEMPC.
- **Organized Play** – develop/coordinate organized play (such as round robins and ladders) and all other forms of scheduled play.
- **Training** – develop training curriculum; provide beginner lessons and on-going skills training for all skill levels.
- **Skills Rating** – maintain a consistent rating system within the PEMPC. Ratings help promote competitive balance among members and measure player development
- **Operations** – conduct/organize routine court maintenance, capital improvement projects, support for in-house and external tournaments.

These Standing Committees contribute their time and expertise toward operations and developing and maintaining our programs. Anyone who would like to be involved and volunteer on a committee is welcome and encouraged to do so.

Section 4 **Posting:** Board members' pictures and names shall be posted on the PEMPC website.

ARTICLE VII – Meetings

Section 1 **Membership meetings:** The PEMPC Membership Meetings will be held during the months of November, December, January, February, and March, or as needed at the discretion of the President. A notice of ten (10) days shall be given prior to any Membership meeting.

Section 2 **Board Meetings:** The PEMPC Board meetings will be held during the months of November, December, January, February, and March, or as needed at the discretion of the President. The President or Vice President may call meetings of the Board at any time by giving notice electronically, in writing, or by email with 24 hour prior notice. The time and place of such meeting shall be determined by the President and/or Vice President. The presence of five Board Members shall constitute a quorum of the Board and therefore may conduct any business brought before the Board at such meetings. Meetings in absentia

can be attended and conducted electronically via the internet, phone, or any other means deemed suitable by the President.

ARTICLE VIII – Amendments

Any member of the Club in good standing may propose an amendment to these Bylaws. The proposed amendment shall be delivered to the Board in writing with a statement setting forth the reasons for the proposed amendment. The proposed amendment must be approved by the Board at their regular board meeting before presenting to the membership.

All proposed amendments shall be posted on the PEMPC website and sent electronically to members at least fifteen (15) days before any vote to discuss or vote on said amendment.

A two-thirds majority of the votes cast shall be required to adopt any amendment(s) to the Bylaws. Voting options are outlined in Article IX.

ARTICLE IX – VOTING

To accommodate the voting needs of our members, voting options as specified by the Board, shall include, but are not limited to, secret ballot, absentee ballot, email ballot, proxy voting and online voting. All online voting will open ten (10) days prior to the scheduled voting day and close at 10 pm Phoenix time the day before scheduled voting day. These voting options will be available to members for voting on issues such as membership, Bylaw amendments and dues increases.

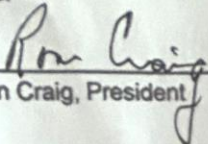
ARTICLE X – PRIVACY OF MEMBERS

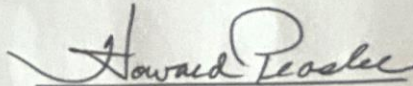
The Board shall protect the privacy of the members.

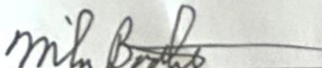
- Lists with members' personal information including, but not limited to addresses, email addresses, or phone numbers are the property of the PEMPC and may not be shared.
- Emails to members shall be sent using the BCC (Blind Carbon Copy) feature.
- Only members designated by the Board shall have the authority to send emails to the general membership.
- Membership addresses and/or email addresses will be used to relay PEMPC - related events and shall not be used by any person for commercial or political purposes, or to promote any personal causes not related to the business of the PEMPC.

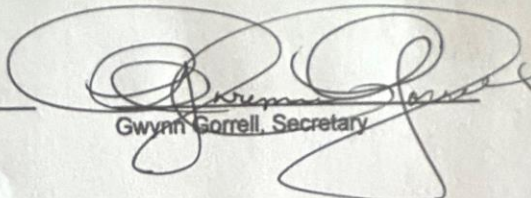
purposes, or to promote any personal causes not related to the business of the PEMPC.

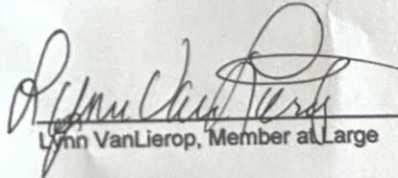
Signatures:

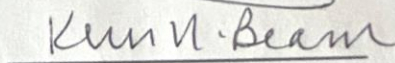

Ron Craig, President

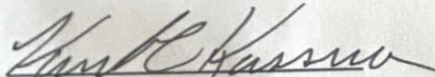

Howard Peaslee, Vice-President


Mike Boothe, Treasurer


Gwynn Gorrell, Secretary


Lynn VanLierop, Member at Large


Kim Beam, Member at Large


Kurt Kassner, Member at Large

2/15/24
Date