

Skagit Valley Pickleball By-laws

Article 1 – General

Skagit Valley Pickleball is a legally identified IRS 501(c)(3) non-profit organization. SVP will operate in the spirit of the Non-Profit Corporation Act of Washington. The operational date for SVP will be a Calendar year from January to December of each year. The annual meeting will be held no later than the fourth quarter of each calendar year. Fiscal year will be from January 1 to December 31.

Article 2 – Name

The legal name of this organization is “Skagit Valley Pickleball”. It may also be known as the ‘SVP Club; SVPB Club’ – hereafter, in these by-laws it is referred to as: “SVP”.

Article 3 – Purpose

The primary purposes for which SVP has been established are as follows:

A) SVP shall be operated exclusively non-profit, for promoting an active and healthy lifestyle directly associated with the game of Pickleball with equal emphasis on:

- (1) Instructing game rules, player strategy, and social/good sportsmanship to all age groups and skill levels;
- (2) Seeking new inside and outside playing venues for its members; and
- (3) Working cooperatively with Skagit Valley College, Skagit Valley College Foundation and with special interest groups in the community to promote the sport of Pickleball to all;
- 4) Foster and develop fellowship, communication and association among current members of SVP, friends and supporters of the membership;
- 5) Raise funds to support the membership and support the goals and purposes of SVP;

6) Conduct all activities in a fashion to foster, support and develop community welfare, sportsmanship and camaraderie through the game of Pickleball.

B) SVP shall not engage in any activity or exercise any powers which are not in furtherance of its primary non-profit purposes.

Article 4 – Offices

Because there will be no actual physical corporate office, SVP shall purchase a PO Box for all mail and correspondence. This address will be used as the official address of SVP.

Article 5 – Dedication of Assets

The properties and assets of SVP are irrevocably dedicated to and for non-profit purposes only. No part of the net earnings, properties, or assets of SVP, on dis-solution or otherwise, shall benefit any person or any member, director, or officer of this Club. On liquidation or dissolution, all remaining properties and assets shall be distributed and paid over to an organization dedicated to non-profit purposes which has established its tax-exempt status pursuant to Section 501(c) of the Code.

Article 6 – Membership

A) New and Returning Members – Member status (membership) shall be open to any individual person interested in supporting the purpose of SVP. Member status will be without regard to race, color, creed, national origins, sex, handicap or sexual preference. The process for persons to become Members shall be as determined from time to time by the Board of Directors. Individuals desiring to become members of SVP or remain a current member must be of good character, practice good sportsmanship, and agree to abide by these by-laws, SVP/USAPA Code of Conduct, and sign a waiver. New members shall be required to prepare and return a completed SVP application and Waiver in its entirety on-line via the SVP website or manually upon request so that the information can be entered into the database online. New members must pay dues

via the website. Failure to properly complete membership information, including a signature and confirmation of having read the by-laws and agree to release and waiver, as well as payment of new member dues, is cause for non-acceptance. Membership is individual and minimum 18 years old. The Board reserves the right to further define couples and families for membership as may be necessary. Membership is required for play during the designated hours at Blackburn Pavilion. All members are required to have a unique email address (not couple's email address) for club communications.

B) Term and Dues – The annual membership year is: Jan 1 – Dec 31. However, the board may decide to provide membership opportunities throughout the year at a pro-rated rate. Each year's dues are assessed by SVP, which are payable through the website via credit card, PayPal, or other methodology as approved by the Board. Membership is not activated until full payment has been received. Failure to pay membership dues is cause for member termination. The Board has the right to change the membership year without SVP membership approval.

C) Discipline – In the event a member's behavior is potential cause for discipline such as rule violations, poor sportsmanship, or other questionable actions as may be determined by the SVP Board or special committee, discipline may be assessed up to and including termination of membership. All members are required to promptly assist the board in determining the facts of the situation in question. Disciplined members may not run for an officer position in the year the discipline was assessed.

D) Liability – Members agree to abide by the "Release of Liability" as stated on the most current membership application form.

E) Membership Capacity – The Board may determine the maximum amount of members that SVP may have at any given time.

Article 7 – Meetings

A) An Annual Members Meeting will be held no later than the fourth quarter each year. Notification is to be sent to members at least 30 days in advance of the meeting date

using SVP Website and/or email. Special member meetings may be called by the President at his/her discretion. A quorum for the annual or special meeting will be at least ten percent (10%) of the members in good standing. Special meetings may also be called by written request of at least four voting members of the SVP Board. The president will then set up a meeting to discuss the issue and resolve the issue with the help of the executive board (voting members). The annual meeting shall address general needs.

B) Regular Board meetings may be called by the President or at least three other voting members and a quorum will constitute at least a simple majority of those current Board members having voting rights.

C) All meetings will use Roberts Rules of Order, revised as a guideline in conducting such meetings. Voting may use secret ballots (on request), verbal or hand recognition. A simple majority will suffice unless the Board approves otherwise.

Article 8 – SVP Elections

The SVP election will be held at the Annual Membership Meeting to elect new SVP officers as positions become open. The election will be completed as follows:

A) Approximately three months prior to the Annual Membership Meeting and election, the Board will establish a nominating committee of three people.

B) This committee will determine the positions to be filled and will attempt to identify at least two candidates for each position meeting any general or specific qualifications defined and approved by the Board.

C) SVP members may nominate themselves or the committee may recruit individuals for the pending open position.

D) SVP members will be notified two to three weeks before the Annual Membership Meeting of all positions to be voted upon and the respective candidates for each position.

E) At the annual meeting, attending members will vote to select a person for each open position. SVP members unable to attend the annual meeting may vote by informing the secretary by email or in writing submitted prior to the annual meeting.

Article 9 – Officers - Board Members

A) Elected Officers (in order of hierarchy President, Vice-President, Treasurer, Secretary, Past President and three Members at Large) may be referred to as the “Board”. Any member in good standing may be nominated and voted to any board position. Officers are expected to be available for meetings, including by electronic means if departing the Mount Vernon area for an extended time.

B) Voting Board members are the President, Vice-President, Treasurer, Secretary, Past President and the three Members At Large. Voting Board Members may vote by electronic methods. For the vote to be valid all votes cast must be in the affirmative. Otherwise the President will bring the issue to the next full board meeting for discussion and vote.

C) President. -.Two Year Commitment.

Will move to past president in the second year. Commences at the end of the annual meeting holding such election.

Responsibilities:

- 1) Presides over all meetings.
- 2) Sets SVP goals and objectives with Board approval.
- 3) Enforces/approves SVP policies and procedures.
- 4) Appoints Committee Chairs with consultation and approval of a simple majority of the Board.
- 5) Approves all SVP expenditures over \$200 as written by the Treasurer.
- 6) Coordinates/interfaces with local governmental agencies, Skagit Valley College, Skagit Valley College Foundation and other pickleball clubs as needed.
- 7) Performs other functions as may be necessary for the efficient and effective operation of SVP activities.

- 8) Prepares annual budget for board approval.
- 9) Signs and approves all legal documents for SVP.

D. Vice President. - Three year commitment. Elected yearly.

Commences at the end of the annual meeting holding such election. Acts for the President in his/her absence. Becomes the President the second year.

Responsibilities:

- 1) Oversees Treasurer, Secretary, and SVP committees.
- 2) Provides adequate and effective guidance to committees as needed.
- 3) Ensures SVP assets and properties (real and virtual) are properly safeguarded.
- 4) Ensures SVP records are maintained and effectively protected.
- 5) Handles the disciplinary process if needed for SVP members.
- 6) Assists and develops SVP playing policies as may be needed for training and regular play.
- 7) Ensures SVP is in compliance with all applicable rules, policies, and other requirements when SVP uses public parks and other established playing areas.

E. Treasurer. - Two year term. Elected even years.

Responsibilities:

- 1) Properly maintains financial accounts.
- 2) Ensures SVP expenses do not exceed SVP revenues.
- 3) Completes timely deposits for any revenues.
- 4) Reimburses members for approved expenses in a timely manner.
- 5) Accurately records revenue and expense transactions in SVP records and safely maintains said records for a sufficient period of time as to meet all legal requirements. Reports shall be in spreadsheet format.
- 6) Maintains complete record of dues payments each year, including record of which members failed to pay dues by end of grace period and who were dropped. The Treasurer's record is the master record.
- 7) Works with President and other members of the board to prepare and present

annual budget documents.

F. Secretary. - Two year term. Elected odd years.

Responsibilities:

- 1) Accurately records and maintains the minutes of all Board meetings.
- 2) Safely retains said minutes to meet any legal requirements as may be applicable.
- 3) Maintains records of electronic board votes occurring between board meetings.
- 4) Performs other functions as may be periodically requested by the President and Vice-President.
- 5) Shall determine if a quorum is present for official business to commence
- 6) Keeps all legal document for SVP secured and prepares them for inspection as needed.

G. Members at Large (three). Two year term. Reports to the entire Board.

Responsibilities:

- 1) Represent club members on issues at board meetings.
- 2) Assist board in special requests for information, guidance and other important information in relation to the membership.
- 3) Oversee selected committees and follow up with the committees to help with responsibilities.

H. Vacancies

- 1) Should a vacancy occur for any Board position, the President with the concurrence of at least a simple majority of the remaining Board members may appoint an individual (meeting election requirements) to the position to fill out the term.
- 2) The Secretary will accurately document the details for each appointment.

I. Removal

- 1) Board members may be removed from office by either (a) a majority of the Board members voting to remove said member or by (b) participating SVP members in good standing (at least 20% of membership) casting a majority of votes to remove said member.

2) The board member under question may present their own comments/findings to the Board prior to any votes cast. The presentation must be within ten calendar days from written notification of pending removal.

3) Removed board members may not actively participate in SVP for a twelve month or longer period as determined by the remaining Board members.

J. Compensation

The Board may provide a stipend to members or non-members that provide a specific service to the membership. (Example: court monitors, professional cleaning of courts etc.). Members may be reimbursed for authorize expenditures for the benefit of SVP.

K. Conflict of Interest

1) Board and committee members are required to report to the President and Vice President as soon as possible regarding any conflict of interest or potential conflict of interest.

2) The President and Vice-President will determine the validity of any alleged conflict within ten business days. Within that ten day period, no transactions pertaining to the alleged conflict may transpire.

3) Board members determined to have a conflict of interest will be required to either remove/eliminate the item(s) in question or to resign from his/her position.

Article 10 – Committees

Committees may be established as needed by the Board to help SVP. The board will approve the chair. Committee members may be removed with the approval of at least a simple majority of the Board. A committee may have no more than two Co-chairs. Standing committee Chairs are expected to attend all Board meetings. If desirable, committee Chairs may report to other committee Chairs as determined by the voting members of the Board.

Standing Committees

Social Committee: appointed by Board for a two year term.

- 1) Provides opportunities for club members to socialize in recreational and/or competitive activities
- 2) Helps organize volunteers for events and functions of the club
- 3) Assists in planning the annual meeting for logistics, hospitality, food
- 4) Plans events that promote the club in the community. Example: festivals and parades, etc.

Court / Grounds Committee: appointed by Board for two year term

- 1) Make recommendations to the Board for proper usage, care, and maintenance of courts and grounds at Blackburn Pavilion and Hillcrest Park. Maintain courts as needed.
- 2) Maintain SVP storage boxes and court equipment.
- 3) Replace court equipment (cleaning supplies and tools, etc.) as needed within approved committee budget.
- 4) Ensure "lost and found" items placed into SVP storage boxes are processed for disposal at appropriate intervals.

Communications Committee: appointed by Board for a two year term.

- 1) Maintains club website design and content, including both the front end and back end configurations.
- 2) Establishes and maintains club social media accounts such as Facebook and Instagram.
- 3) Provides technology support to Board officers and committees as needed.
- 4) Works with treasurer regarding payments made via website and other technological means (PayPal, Square, Wix, Stripe, etc).
- 5) Works with Membership as they process new and existing members through website tools and databases.
- 6) Responsible for club logos and look and feel of club communications and signage. Holds master logo images for print and online usage, and interfaces with other committees on their usage.
- 7) Responsible for coordination of newsletter content and publication.

Competition/Tournament Committee: appointed by Board for a two year term.

- 1) Plan and conduct club tournaments, championships, and open tournaments.

- 2) Plan and conduct competitive events against other pickleball clubs.
- 3) Works with President and others to identify and adopt necessary signage, layout, and amenities (such as paddle holders, etc) for new court facilities.

Recreational Play Committee: appointed by Board for a two year term.

- 1) Plan and conduct recreational play opportunities for members including leagues, round robins, partner challenges and other structured play.
- 2) Plan and conduct skill development opportunities for members including lessons, clinics, and training for future trainers.
- 3) Works with President to identify play scheduling (open play, member play, etc.) systems if permissible at various venues.

Outreach & Education Committee: appointed by Board for a two year term.

- 1) Works with area School Districts and YMCA to introduce and promote Pickleball instruction in coordination with instructors.
- 2) Help build understanding of the game of Pickleball to partnerships, citizens, agencies and organizations that have stake or have shown interest in Pickleball.

Membership Committee: appointed by Board for a two year term.

The term for the Chair starts July 1st of the appointment year. This will allow for a smooth transition after the membership renewal period in January.

- 1) Processes new member's membership forms, coordinates with treasurer regarding dues payments for new and renewing members, and keeps club roster up to date.
- 2) Responsible for accurate member information on website roster.
- 3) Gets new member email addresses to Communications for inclusion in Gmail contact list.
- 4) Prints and delivers membership badges and renewal stickers for new and existing members.
- 5) Continuously improves new member and renewing member experience.

Article 11 –Indemnification of Officers

SVP shall indemnify its officers, directors, employees, and agents to the greatest extent permitted by law. SVP shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of SVP or who is or was serving at the request of SVP as an officer, employee, or agent of another organization against any liability asserted against such person and incurred by such person in any such capacity or arising out of any status as such, whether or not SVP would have the power to indemnify such person against such liability under the provisions of this Article.

Article 12 – Books and Records

Due to legal requirements and other considerations that may benefit SVP, individuals responsible for record keeping must ensure said records are prevented from error, loss, theft, and manipulation. Each person is responsible for the completeness and accuracy of the records. When an individual leaves an SVP position, SVP records must be turned over to the President or incoming individual within ten calendar days from the position vacancy.

Article 13 – By-law Availability

A copy of these approved by-laws shall be available to the SVP membership at all meetings. All elected board members and committee chairpersons shall be furnished with a copy of the current SVP by-laws. Current SVP by-laws shall remain current on the SVP website.

Article 14 – By-law Amendments

As times and conditions change, by-law amendments may be necessary. The Board is responsible for any such recommendations with specific wording to same. On an interim basis, a majority vote of the Board will be sufficient to enact the by-law change until the next annual or special meeting. At that time, members will vote to either

approve or disapprove said change. By-law changes may be made up to six months retroactive.

CERTIFICATE OF SECRETARY

I hereby certify that I am the incorporator of Skagit Valley Pickleball, a Washington nonprofit corporation, and that the foregoing By-laws comprising of XXXX pages constitutes the Bylaws of Said Corporation.

DATE:

SECRETARY SIGNATURE:

Addendum A

SVP Club Play adopted Guidelines

The Club Guidelines listed below have been adopted to ensure a safe, smooth, enjoyable experience while playing Pickleball at SVP events.

SVP Code of Conduct (courtesy USAPA):

Every person involved in Pickleball (participant, official, volunteer, or representative of the USAPA or spectator) pledges as follows:

- 1) I will engage in sportsmanlike conduct or encourage others to do so.
- 2) I will engage in only behavior that would not endanger the health, safety or wellbeing of others.
- 3) I will engage in the use of zero profanity.
- 4) I will treat others with respect.
- 5) I will exhibit fairness and honesty in my dealings with others.
- 6) I will not flaunt my position.
- 7) I will observe the Golden Rule of doing unto others as I would have them do unto me.

SVP adopted these by-Laws on: Aug-28-2018

First Update 12Jun20 - dlb

Amendments: verbiage updates in Article 9.b; 9.c; 9.d; 9.e; Standing Committees 1. Language changes: increased Pres, VP commitment from 2 to 3 from adding Past Pres as board member [to help maintain continuity]; cleaned up responsibilities.

Adoption Date: 6Jun20

Second Update 21Jun21 – dlb

1. Deleted partial year membership. / 2. Added communications committee. / 3. Changed Outreach to Membership committee.

Third Update 6Jan22 – dlb

1. Name change to SVP, Skagit Valley Pickleball.