

TIMBER PINES PICKLEBALL CLUB BY-LAWS  
Amended and Restated December 2, 2020

**Article I: Name**

The name of this organization shall be known as Timber Pines Pickleball Club ("Club").

**Article II: Purpose**

This organization is devoted to the development of pickleball as a means of healthful recreation, maintenance of fair play, and good sportsmanship. Its role is to conduct pickleball activity and encourage an atmosphere of sociability for all residents.

**Article III: Membership**

Membership is open to any resident or renter in the Timber Pines Community Association (TPCA) and their overnight house guests, as approved by the TPPC Board of Directors. A member in good standing is one whose current Club dues are paid and who complies with the Club's By-laws.

**Article IV: Board of Directors**

Section 1: Organization

- A. The entire management of the Club, its affairs, and assets shall be vested in the Board of Directors ("Board"), consisting of seven (7) Directors, all of whom must be members in good standing.
- B. The election of the Directors of the Board shall be held at the Annual Members' Meeting and shall be determined by a plurality vote of the members in good standing in person at the Annual Members' Meeting.
- C. At the first election of Directors after the date of adoption of these Amended and Restated By-laws, three (3) Directors shall be elected to serve for a three (3) year term, two Directors for a two (2) year term and two (2) Directors for a one (1) year term. Thereafter, at each Annual Members' Meeting, Directors shall be elected for a term of three (3) years.
- D. The Board shall, within thirty (30) days preceding the Annual Members' Meeting, appoint a Nominating Committee of three (3) members, not more than one of whom will be a Director.
- E. All decisions of the Board shall be by majority vote of the Directors present except where otherwise provided in these Amended and Restated By-laws.

Section 2: Duties and Responsibilities

- A. Elect from its Members a President, a Vice President, a Secretary and a Treasurer, annually at the annual meeting of the Board (the "Annual Board Meeting") after the Annual Members' Meeting.

- B. Authorize the President to appoint Committees that, in the judgment of the Board, are necessary for the proper management of the Club to define and delegate the duties and responsibilities of such Committees.
- C. Establish membership dues and the schedule for payment.
- D. Remove a Director from the Board for cause. For example, the absence of a Director from four (4) consecutive meetings of the Board without permission of the Board or the President shall be considered sufficient cause for removal.
- E. Direct the President to call special meetings of the Club.
- F. Authorize the Board President to have the financial records of the Club audited at the end of each calendar year by an accountant or an Audit Committee, consisting of Club members in good standing.
- G. Elect from its members replacements for vacated Officer positions.

## **Article V: Officers**

### Section 1: Elected Officers

Elected Officers are President, Vice President, Secretary, and Treasurer, elected by the Board of Directors at the Annual Board Meeting, following the Annual Members' Meeting.

### Section 2: Qualifications

Any member in good standing

### Section 3: Term of Office

All Officers shall hold office for a period of one (1) year.

### Section 4: Vacancy

Any vacancy of an Officer shall be filled by a Director.

### Section 5: Duties

- A. The President shall
  1. preside at all meetings of the membership and Board of Directors
  2. appoint Committees, Liaisons and Leaders
  3. prepare agendas for meetings
  4. be an ex-officio member of all Committees
  5. fulfill other duties as assigned
- B. The Vice President shall
  1. assist the President
  2. fulfill other duties as assigned
- C. The Secretary shall
  1. record the minutes of meetings of the Club
  2. post the slate of nominees for office at least one week prior to the annual election
  3. prepare communication with Timber Pines (Friday Flash, monthly Bulletin)
  4. enter new and renewing members into membership database in the Club online software management system and send dues to Treasurer
  5. send membership information to webmaster to update website

6. email a welcome letter to all new members
  7. communicate with the membership as requested by a Director
  8. maintain written inventory of equipment
  9. fulfill other duties as assigned
- D. The Treasurer shall
1. maintain the Club's financial records
  2. maintain control over Club funds
  3. prepare financial reports and budgets as requested by the President
  4. maintain a current membership list
  5. be the Liaison to the Finance Committee
  6. submit a year-end financial report at the Annual Members' Meeting
  7. fulfill other duties as assigned

## **Article VI: Meetings**

### **Section 1: Annual Members' Meeting**

Will be held each year in March. The Secretary shall post the agenda 30 days prior to the meeting. Nominations for open Directors' positions will be voted on at this meeting.

### **Section 2: Special Club Meeting**

May be called by the President or by written application of twenty (20) members of the Club in good standing. The Secretary shall post the agenda ten (10) days prior to the meeting.

### **Section 3: Annual Board Meeting**

Shall immediately follow the Annual Members' Meeting for the purpose of electing Officers of the Board.

### **Section 4: Regular Board Meetings**

Shall be held as needed and are open to all members.

### **Section 5: Special Board Meetings**

May be called by the President or at the request of four (4) Directors. No members allowed.

### **Section 6: Additional Meetings**

Shall be called by the President when necessary. All business meetings of the Club shall be announced 30 days in advance of the meetings. A simple majority vote is required for approval of any transaction.

### **Section 7: Order of Business**

- A. At the Annual Members' meeting there shall be call to order, roll call, reading and disposition of unapproved minutes, report of Officers, report of Committees, election of open Director positions, unfinished business, new business and adjournment.
- B. At the Regular Board meetings there shall be call to order, reading and disposition of minutes, report of Officers, report of Committees, unfinished business, new business and adjournment.

Section 8: Quorums

- A. At the Annual Members' Meeting a minimum of forty (40) members of the Club in person shall constitute a quorum.
- B. At regular Board meetings, four (4) Directors in person or by teleconference shall constitute a quorum.

Section 9: Parliamentary Rules

Robert's Rules of Order will govern the proceedings of the Club.

**Article VII: Committees**

Section 1: Committee Members

Committee members shall be members in good standing of the Club.

Section 2: Committees

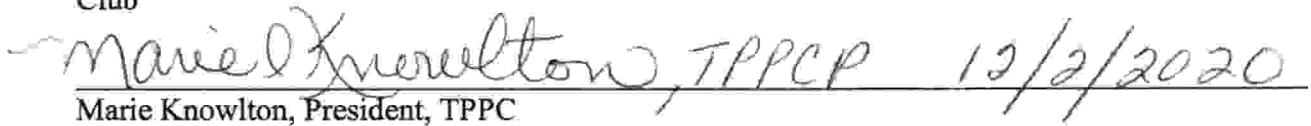
All Committees (except the Nominating Committee), Liaisons, and Leaders shall be appointed by the incoming President of the Club and report directly to the Board.

The Nominating Committee is named by the Board, per Article IV: Board of Directors, Section 1-4, and shall be responsible for nominating Directors at the Annual Members' Meeting to serve on the Board.

**Article VIII: Amendments**

These By-laws may be amended by two-thirds vote of the Club members present and in good standing at a Members' meeting called for the purpose of amending the By-laws. Any amendment proposed by a member must be accompanied with 20 signatures from members in good standing and presented to the Board of Directors 60 days prior to the Annual Members' Meeting.

Signed this 2<sup>nd</sup> day of December, 2020, by Marie Knowlton, President, Timber Pines Pickleball Club

 Marie Knowlton, President, TPPC 12/2/2020