

MiraBay Pickleball Club By Laws

ARTICLE 1 – NAME

The name of this organization shall be the **MiraBay Pickleball Club (MPC)** and referred to as 'the Club' hereafter.

ARTICLE 2 – MISSION STATEMENT

*To promote the growth and development of
Pickleball to benefit all residents of Mira-Bay.*

- Section 1: The MiraBay Pickleball Club exists to provide a fun, healthy, recreational activity for its membership and guests while promoting the exercise, development of skills and enjoyment of Pickleball.
- Section 2: The Club will sponsor activities to enhance the Pickleball experience through social, educational, training and competitive events.
- Section 3: The Club will provide for an authoritative body, namely the MPC Board of Directors, to govern and conduct club business, activities and competitions.
- Section 4: Membership fees may be expended for the purchase of balls, event support, court maintenance/upgrades/construction, charitable donations, and other expenses deemed appropriate by the Board of Directors ("BOD") to facilitate the Club's Mission Statement

ARTICLE 3 – MEMBERSHIP

- Section 1: Any adult Mira Bay resident can become a member of MPC by registering on the MiraBay Pickleball Club website. Membership is non-transferable. At the discretion of the Board of Directors and on a case-by-case basis, a former resident of MiraBay may be permitted to continue their existing, paid VIP membership under certain conditions. They must be an active, paid VIP member at the time of their relocation, and must continue to be an active, paid, and participatory member of MPC going forward. Social members (see below) will have their membership discontinued at the time of their relocation.
- Section 2: There are two types of MPC memberships:
 - Social Member – No-annual fee Social membership that allows registered member to be included in membership communications such as e-mail and to participate in other club activities. Social members have no voting rights and are unable to hold any Board or Officer position. Social members do not qualify for discounts on such items as tournaments, merchandise, designated social events, etc. Social members are required to individually re-register at the beginning of each year in order to retain their active membership for that calendar year.
 - VIP Member – Registered VIP member agrees to pay the membership fee at time of initial registration and annually thereafter. VIP Members have full voting

rights and are entitled to discounts on such items as tournaments, merchandise, designated social events, etc.

- Section 3: Each member of the MPC shall abide by the following conditions:
 - All VIP members will pay initial registration and annual membership dues.
 - All members, whether VIP or Social, agree to pay any required fees and special event charges when due.
 - Abide by the MPC Code of Conduct, all rules and best practices of the Club.
 - Conduct themselves in a sportsmanlike manner.
- Section 4: Annual paid VIP membership in the Club is for a calendar year only. All paid VIP annual memberships expire on December 31.
- Section 5: Annual VIP membership dues for the upcoming year will be determined by the Board of Directors. It is anticipated that the annual VIP dues determination for the upcoming year will be presented at the Annual Membership Meeting and will be open for feedback and discussion at that time.
- Section 6: Membership can be terminated by voluntary withdrawal, nonpayment of annual VIP dues, violation of the provisions of these bylaws, or violation of the MPC Code of Conduct, published rules, guidelines and regulations promulgated to the MPC membership. Social members may have membership terminated by the BOD at their discretion if there is no participation in MPC club affairs, communications, and/or events over an extended period of time. As social memberships may be re-registered at any time, no notification of social membership terminations will be sent.
- Section 7: The BOD is responsible for the development and implementation of the MPC Code of Conduct. The BOD may suspend or revoke the membership of any member, for violations of the Code of Conduct, including, but not limited to, conduct detrimental to the MPC by a majority vote of the BOD present at said meeting. Club members are expected to abide by all club rules and the Code of Conduct; and as such the BOD, at its discretion, may warn any member not abiding by these rules. Upon a member receiving a second warning for the same type of offense, the BOD may remove that member from the MPC. Members who are removed will lose their membership and there will be no refund of any paid membership dues. For a complete review of all terms and conditions please see the separate document, "MiraBay Pickleball Club – Code of Conduct".

ARTICLE 4 – NOMINATION AND ELECTION OF BOARD OF DIRECTORS:

MPC shall be administered by a Board of Directors (BOD) made up of at least five (5) MPC members and not more than seven (7) VIP members in good standing. The BOD shall consist of four (4) elected Officers (President, Vice President, Secretary, and Treasurer) from among the general VIP club membership, as well as one (1) to three (3) Directors at large.

All elected BOD Officers and elected/appointed Directors of the Board shall serve a one (1) calendar year term. All terms expire on December 31 of the current calendar year. Additional Board Members and/or Officers may be appointed by a majority vote of the BOD present to fill any mid-year vacancies or to add additional Directors of the Board as deemed necessary.

General BOD Elections & Vacancies: An email will be sent to the general membership soliciting their individual suggestions for (VIP member only) candidates for Board of Director,

including Officer, positions for the upcoming calendar year in the fourth quarter of each year. Based on the membership response, the MPC Secretary will prepare a proposed slate of candidates to be presented to the BOD for their review, with the understanding that those that may be unqualified and/or members that are not in good standing will be eliminated from further consideration at that point. Incumbent members currently serving in Director and/or Officer positions will be asked if they wish to be considered to serve in the upcoming year and in what capacity/position and will be included in the proposed slate of candidates accordingly.

The final proposed slate of BOD and Officer candidates for the upcoming year will be presented to the general members present at the Annual Membership Meeting and must be elected by a majority vote of the VIP members in attendance at this meeting.

ARTICLE 5 – GENERAL DUTIES OF THE BOARD OF DIRECTOR OFFICERS (including, but not limited to the following):

- Section 1: President

The President shall:

- Preside over all club meetings and be accountable for the administration of club business.
- Have general supervision and provide direction of the affairs of the Club, subject to the control of the BOD.
- Preside at all meetings of the members and the BOD.
- Work with designated MiraBay maintenance, MiraBay CDD board and other employees/individuals regarding court times, operations, maintenance of the courts, or other issues as may be necessary.

- Section 2: Vice President

The Vice-President shall:

- Perform all the duties of the President in the absence or disability of the President.
- Work in tandem with MPC President on all activities and duties.
- Perform other such duties and responsibilities as may be assigned from time to time by the President.

- Section 3: Secretary

The Secretary shall:

- Prepare, keep and distribute written minutes of all meetings of the BOD and general membership.
- Enforce Robert's Rules of Order
- Ensure that all Minutes of general membership meetings, including Annual Membership Meeting, will be posted on the Club website for all general membership in a prompt manner.
- Maintain a set of the operative, updated Club Bylaws.
- Promptly update Club Bylaws if a revision is approved. (See Article 13).
- Ensure that current versions of MPC Bylaws, as well as Code of Conduct, particularly if amended, are promptly posted on MPC website. It is recommended that an e-mail be sent at that time to the general membership informing them that there has been an update, and the newest version can be viewed on the MPC website.

- Section 4: Treasurer

The Treasurer shall:

- Maintain accurate records of all financial affairs of the Club for a period of three (3) years prior to the current year
- Render a summary financial report including Bank Account Balance at the BOD and membership meetings and provide summary financial report no less than quarterly, and more frequently if requested by President.
- Prepare and present a prior-year and year-to-date summary financial report to the membership at the Annual Membership Meeting.
- Establish/manage a checking account and any other required bank accounts. Update the signatories as BOD Officers may change.
- Manage payment processor vendor relationship and associated payment/fee activities.
- Monitor expenditures and purchases as noted within Article 9 below to ensure proper procedures and controls are followed.
- File all appropriate financial documentation in a timely manner.

ARTICLE 6 – BOARD OF DIRECTORS

The members of the BOD shall be responsible for significant functions of the Club. These functions shall include but not be limited to:

- Maintain membership rolls and provide for the collection of dues.
 - Establish procedures for the conduct of the election of members of the BOD and Officers as set forth in Article 4.
 - Consider the comments and viewpoints of members before voting on matters being considered by the BOD.
 - Maintain liaison with MiraBay CDD Board Members.
 - Provide publicity and outreach activities to attract new members.
 - Maintain rules of play as established by the USA Pickleball Association (USAPA) <https://usapickleball.org>.
 - Organize periodic social activities for the membership.
 - Ensure adherence to any published requirements of the MiraBay Board of Directors or governing body.
 - Establish committees as needed for the operation of the Club (i.e. Tournament Committee, Fund Raising, etc.).
 - Fill vacancies on committees as appropriate.
 - Appoint members to serve in capacities that the BOD believes will be beneficial to the operations of the Club.
 - Provide timely communication with the membership on items of interest.
 - Develop and promulgate the Code of Conduct and other appropriate regulations for members. Take prompt and effective action as needed to enforce the Code of Conduct and regulations of the Club.
- Section 1: Non-Liability of Officers and other BOD Members
The Officers or other BOD Members shall not be personally liable for the debits, liabilities, or other obligations of MPC organization.

- Section 2: BOD Member Removal
Upon fourteen (14) days written notice to the entire BOD, any BOD Member may be removed, with or without cause, by a two-thirds vote of the entire Board of Directors. Any vacancy occurring because of the death, resignation, or removal of Director may be filled by the BOD Members for the remaining term of such Director by a majority vote of those present.
- Section 3: Elective Officer or Director Resignation
Any elective officer or BOD Member may resign from the office to which they were elected. Such resignation shall be in writing and shall be addressed and delivered in a prompt manner to the Secretary of the MPC.

ARTICLE 7 – MEETINGS

- Section 1: Regular BOD Meetings
Regular meetings of the Board of Directors shall be scheduled in advance and held every other month beginning in January of each calendar year. Meetings of the BOD Members may be open to the general Club membership at the discretion of the President. Club members who are not BOD Members can participate in discussions but cannot make motions or vote.
- Section 2: Special BOD Meetings
Special meetings of the Board of Directors may be called by the President, or by any other of Officer of the Board of Directors, provided reasonable notice is given in advance and sufficient time permits for BOD Members to attend in-person. A special general membership meeting may also be scheduled by President after a written request signed by 10% or more of general Club members indicating the purpose of the special meeting is submitted to President and subsequently delivered to all BOD Members. BOD and member-requested special meetings should primarily be utilized to address specific, relevant and/or time-sensitive MPC issues/business.
- Section 3: Electronic BOD Meetings
If it becomes necessary and as an alternative to in-person meetings, an electronic meeting of the BOD may be conducted. This could include phone, video conferencing, or other reasonable electronic means. Such business brought to these meetings that require a BOD vote will consider the electronic transmission of the response by remote Director(s) as valid and will be considered as part of the vote tally the same as an in-person vote would be.
- Section 4: Annual Membership Meeting
An annual membership meeting shall be held in fourth quarter of each year for BOD and Club members for the purpose of needs assessment and general planning for the upcoming year's activities and events, as well as to discuss any other matters that may be presented by BOD and general membership. At this meeting the BOD will present their proposed slate of candidates for BOD and/or Officer election for the upcoming year for general member voting (See Article 4). BOD-recommended club membership dues for VIP members for the upcoming year will also be presented (See Article 3). It is

anticipated that annual and year-to-date financial, as well as membership information, will verbally be presented to attendees.

- Section 5: General Membership Meetings
Additional general membership meeting(s) may be scheduled by the BOD during the year if circumstances warrant.

ARTICLE 8 – BOD VOTING

A quorum shall be fifty percent (50%) of the current BOD Members present at any duly called BOD Meeting. A BOD quorum shall be required to either pass or defeat any item called for a vote. Votes on matters that may come before the Board will be approved or denied by a majority vote of those BOD Members present at any duly called BOD meeting.

ARTICLE 9 – EXPENDITURES AND PURCHASES

Only elected BOD Officer(s) are permitted to initiate expenditure and purchase requests on behalf of the MPC. “Authorized Signers” on bank account(s) are appointed by majority vote of the BOD Members present at a BOD Meeting and duly recorded in written BOD Minutes in a manner satisfactory to banking institution, which must be signed by Club President. Only one signature is required to issue checks on the MPC bank account. Designated “Authorized Signer(s)” may additionally be permitted to have a “Business” Debit/Check Card issued in their personal name to make purchases on behalf of MPC.

Any proposed/recommended expenditure over \$100 regardless of the method (check, Debit/Check Card, and/or online purchases) by a BOD Officer must be approved *in advance* by one other BOD Officer either in-person at a BOD or General Membership Meeting, or by electronic communication. Approved expenditure requests are then promptly communicated to the MPC Treasurer for financial recording.

MPC Treasurer has the primary responsibility for check-writing and recording of all expenditure/purchase transactions regardless of the method. MPC Treasurer is responsible for recording the name of BOD Officer 1) initiating expenditure/purchase request, 2) BOD Officer approving requested expenditure, 3) Authorized Signer conducting expenditure transaction and method, and 4) the purpose thereof.

ARTICLE 10 – DUES & ASSESSMENTS

Annual membership dues for VIP members for the upcoming year shall be determined by the BOD prior to the Annual Membership Meeting. Annual dues for incumbent VIP club members shall be collected beginning January 1 of each year for the entire year, and dues will be in arrears thirty (30) days after that date. VIP members in arrears may be dropped from the Club membership after a reasonable period of time due to non-payment. Paid dues will not be refunded for any reason.

- Section 1: The VIP club membership may agree by majority vote by those present at a general membership meeting to other assessments brought before them by the BOD in advance to cover extraordinary and/or unanticipated financial needs.

ARTICLE 11 – NOTICES

The preferred methods of providing BOD Meeting Notices and other information to Club members shall be by posting on the MPC website or social media page, e-mail to the Club member's last known e-mail address, text message to the Club member's last known mobile phone number, and/or posting at the MiraBay basketball court amenity. It is the Club members' responsibility to notify the BOD Secretary of any changes to their contact information.

ARTICLE 12 – COMMUNICATION

Only members designated in advance by the BOD shall have the authority to send emails to the membership on behalf of the Club, and such emails must pertain to MPC business only.

ARTICLE 13 – REVISIONS

Proposed revisions to these Bylaws shall be presented to the BOD and voted upon and approved by a majority vote of those BOD members in attendance at said BOD meeting. BOD Secretary will promptly post updated ByLaws on MPC website.

INITIAL APPROVAL:

THESE MIRABAY PICKLEBALL CLUB BYLAWS WERE APPROVED BY A MAJORITY VOTE OF MPC BOD MEMBERS PRESENT AT BOD MEETING HELD ON SEPTEMBER 16, 2024.

AMENDMENTS:

AMENDED MIRABAY PICKLEBALL CLUB BYLAWS WERE APPROVED BY MAJORITY VOTE OF MPC BOD MEMBERS PRESENT AT BOD MEETING HELD ON MARCH 20, 2026.

MIRABAY PICKLEBALL CLUB

Attest:

By: 
Diane P. Sengpiel, Secretary

Date: 3/26/26