

Article I – Name

Section 1: The name of the organization shall be Opelika Pickleball Club.

Article II – Purpose

Section 1: The Opelika Pickleball Club is organized for charitable, educational, and recreational purposes, along with providing social activities for its membership. It encourages participation in its programs, tournaments, and other activities in order to develop Pickleball in Opelika and the surrounding areas. It promotes, organizes, and runs fund raising activities such as Pickleball tournaments. The aforementioned will allow it to make distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of the Opelika Pickleball Club shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The Opelika Pickleball Club is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and

charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

Article III – Dissolution

Section 1: Upon termination or dissolution of the Opelika Pickleball Club, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Opelika Pickleball Club hereunder shall be selected by the discretion of a majority of the managing body of the Opelika Pickleball Club and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Opelika Pickleball Club by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Alabama.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to

it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Alabama to be added to the general fund.

Article IV — Board of Directors

- Section 1: The Board will seek and accept nominations for the open officers' position from the membership and from the current officers during the month of October each year. This will be done via an email to all active members with valid email addresses. The nominations for each officers' position will close at the end of October. Voting will take place via email during November. The new officers will be notified in December and can then solicit and select the Directors at Large for the coming year. These positions will be announced via email.
- Section 2: The term of Officers will be two (2) years with a term limit after two (2) consecutive terms. The term of at-large Directors will be one (1) year with a four (4) consecutive term limit.
- Section 3: To maintain a degree of consistency in the direction of the Board and its leadership, the President and the Secretary shall be elected in even-numbered years; and the Vice President and the Treasurer shall be elected in odd-numbered years. At-Large Directors shall be appointed by the officers of the board.
- Section 4: Any Policy or Rule change or other appropriate action shall be approved by a majority vote of the Board if a quorum is present at a called Board meeting or by email ballot received by the Vice President prior to a date set by the Vice President and audited by the President.
- Section 5: If an Officer is unable to fulfill their duties, a majority quorum of the Board shall elect a new Officer for that position.
- Section 6: The Board shall have the overall governing authority,

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consistent with these By-Laws. The Board shall not pass any policy or By-Law that is contrary to Lee County, or the City of Opelika as it relates to rules and regulations regarding parks and recreational facilities etc. or contrary to city or county ordinances.

Section 7: The Board shall meet at least quarterly.

Section 8: The Board shall keep the members of the Club informed of the changes to the By-Laws, Policies and Rules.

Section 9: Decisions made by the Board require approval by a majority vote of the quorum of Board members present at a scheduled or called Board meeting. (See Section VII. Article 3 for definition of "Quorum".) If a quorum of the Board elects, select decisions may be voted on by the General Membership. Membership voting may be done via the forum, currently Group Me or by email ballot received at the club email address "OAPBNow@gmail.com or other methods as approved by the board prior to a date established in advance by the Vice President and audited by the President.

Article V- Duties of Officers

Section 1: The President shall preside over all meetings and be accountable for the administration of the Club's business. The President shall carry out the direction and policies established by the Board. The President may call special Board meetings as needed.

Section 2: The Vice-President shall perform all duties of the President in the event of the President's absence or inability to perform and shall also perform other such duties and responsibilities as may be assigned by the President.

Section 3: The Secretary shall keep the Club records, issue notices of meetings of the Board or general membership, shall keep minutes thereof, conduct correspondence relating to Club business, and furnish whatever reports to the Club or other

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persons or organizations as may be required.

- Section 4: The Treasurer shall receive and deposit all monies due to Club in the Club account and pay all obligations that may be incurred, shall keep an up-to-date ledger of all financial transactions, and shall provide financial reports as may be required at meetings. Any account established in the name of the club into which Club funds are deposited shall require the signature of one officer to access.
- Section 5: The President, Vice-President, and Treasurer shall serve as the Finance Committee and shall have authority to pay expenses up to \$100.00. Expenditures over \$100 will need to be presented to the Board for approval.
- Section 6: The President Pro-Temp position is filled by the past President when his or her term expires. If there is no one in this position, then the position is filled by a member at large appointed by the Board. They shall remain until such time as an immediate past president fills the position or a 2-year term whichever is first. The position rotates out as when a new President is elected. This position is a voting member of the board.
- Section 7: There are 4 At-Large Director positions on the board with all voting rights and privileges as applicable to any Board member.

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Section 8: There are three positions which are standing positions – the Director of Opelika Parks and Rec, the USA Pickleball Opelika Ambassador, and the Alabama South USA Pickleball Regional Director. These three positions on the board will have all voting rights and privileges as applicable to any Board member.

Article VI- Membership

Section 1: Any adult 18 years old or older may become a member of the Club by paying annual dues. Each member is entitled to one vote on Club matters.

Section 2: All members must abide by Club By-Laws, Policies and Rules.

Section 3: Although the Board of Directors' meetings are normally working sessions there are opportunities for any member or members to address the Board and/or attend a meeting.

a. Any member or members may address the Board of Directors by requesting to be placed on the agenda and discussed at the next Board meeting. The President reserves the right to hold a closed meeting when deemed appropriate. Member(s) addressing the Board of Directors are encouraged to provide a written copy of their topic for discussion in addition to verbally presenting to the board.

Section 4: Every member must complete and have on file with the Club a "Waiver, Assumption of Risk, and Release of Liability Form".

Article VII – Dues

Section 1: Annual dues as established by the Board, shall be paid in full to be considered a member of the Club.

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- Section 2: The annual (Calendar Year) membership dues will be set by the Board and are due in December.
- Section 3: Individual's delinquent in their dues will not be considered members in good standing and should not participate in Club events.
- Section 4: Dues may be fully or partially waived by the Board when the payment would result in a financial hardship for the potential member.

Article VIII – General Membership Meetings

- Section 1: At least one Club general membership meeting shall be held annually. The Board shall set the date of this meeting but may call special meetings as deemed necessary. (See Article VII- Section 4)
- Section 2: Each Club member shall be notified by the Secretary of the annual or any special meeting date at least 7 days prior to the meeting.
- Section 3: The board is made up of 11 members and a President Pro-Temp slot as defined in Section IV Article 6. A "Quorum" is 6 board members present at a meeting.
- Section 4: Special Called Board meetings – All Board members must be notified via email from the Secretary who must ensure that each Board member has received such notice.
- Section 5: A quorum must be present to amend any By-Laws or make other changes to schedules and items that would normally be presented to the entire board.

Article IX– Fiscal Year

- Section 1: The fiscal year of the Club shall be from the first day of January through the last day of December.

Article X – Visitors

Section 1: All non-members are welcome and encouraged to participate where club members are engaged in play and, unless another policy is established by the Board, there is no charge for non-members using Club balls and equipment.

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Revision List

- 10/28/19 Changed Article III from 2 Section 3's and renumbered.
- 11/19/20 Added Section 8 Under Article IV Duties of Officers. Section 3 under Article 7 was changed to reflect the new positions on the board.
- 08/10/21 Document Heading changed from OPELIKA-AUBURN TO OPELIKA PICKLEBALL CLUB
- 08/10/21 Footing changed from Opelika-Auburn to Opelika By-Laws
- 08/10/21 Article 1 Section 1, Name Changed from Opelika-Auburn Pickleball Club to Opelika Pickleball Club.
- 08/10/21 Article II Section 1-3 removed, and wording added in to new Section 1 to include information from these 3 articles along with additional 501(c)(3) wording per IRS recommendations.
- 08/10/21 Article III Dissolution Section 1 Added wording added per IRS recommendations.
- 08/10/21 Existing Article's renumbered from Article III through Article X
- 08/10/21 Article IV Section 3: "To" instead of "In order to"
- 08/10/21 Article IV Section 6: Added word "or" -- Lee County, "or" the City of Opelika
- 08/10/21 Article IV Section 6: Removed "the City of Opelika" from Lee County", *or the City of Opelika*" as it...
- 08/10/21 Article V Section 4: Comma placed after the work "transactions".
- 08/10/21 Article V Section 6: Comma placed after the work "position"
- 08/10/21 Article V Section 6: Replaced "is considered to be" with the word "is".

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- 08/10/21 Article V Section 8: Changed “three” to “two” positions and removed “Auburn Parks and Rec” to read the Opelika Parks and Rec...
- 08/10/21 Article V Section 8: Changed second occurrence of three positions to two positions.
- 08/10/21 Article V Section 8: Changed “USA PA Pickleball Ambassador” to read – “our USA Pickleball ambassador”.
- 08/10/21 Article VII Section 3: “Individuals” changed to “Individual’s”
- 08/10/21 Article VIII Section 1: “meeting, but” changed to “meeting but”.
- 09/14/21 Section IV Articles 1 changed from - The Board shall appoint a nominating committee of at least three (3) members at least 30-60 days prior to the annual membership meeting. The nominating committee will seek and accept nominations for each position from the membership and from the current Board members who wish to seek another term. The nominating committee shall present all nominations for each position (see Article III Section 3) to the Board of Directors at least 14 days prior to the annual meeting. The list of nominees may include their short bios and qualifications and shall be sent to the membership with a notice of the date, time, and place of the annual meeting.
- 09/14/21 Section IV Article 3 last sentence changed from At-Large Directors shall be elected each year to At-Large Directors shall be appointed by the officers of the board.
- 01/18/22 Article V Section 8 changed from two positions to three positions and the positions are described in more detail.