Southeast Texas Pickleball Club
aka SETX PBC EIN# 93-3578158

BY-LAWS

August 11th, 2025

ARTICLE I – Organization Name

The name of this organization shall be Southeast Texas Pickleball Club aka SETX Pickleball Club. This club will operate as a non-profit organization and accordingly has a tax-free Federal Identification Number and by-laws. When revenues exceed expenses, the net gain will be used to foster continued club growth and activity.

ARTICLE II – Objectives

2.1 Objective

The objective of the SETX Pickleball Club is to grow the game of pickleball in Southeast Texas and local surrounding areas.

2.2 Methods to achieve this objective include:

• Social and competitive pickleball events

• Clinics, training sessions, and demonstrations to enhance the pickleball skills of the Southeast Texas community

ARTICLE III – Board of Directors

3.1 General Powers and Responsibilities

The Board shall have supervision and control over all affairs of SETX Pickleball Club and shall have the power to:

A. Make and amend rules for the conduct of pickleball tournaments and social affairs that SETX Pickleball Club may sponsor.

B. Represent SETX Pickleball Club to the management, staff, and contractors of other public and private entities with regard to SETX Pickleball Club objectives. Any substantive agreement made with any other organization must be put in writing for the SETX Pickleball Club files. C. Raise funds through:

1. Charging fees for SETX Pickleball Club tournaments and social events

2. Sponsorship of pickleball tournaments or other activities that appropriately promote the objectives of SETX Pickleball Club
3. Donations
4. Advertising

D. Expend funds for the operations of SETX Pickleball Club, including expenses for SETX Pickleball Club tournaments and social events, and to promote the objectives of SETX Pickleball Club.

E. Make appropriate donations to charitable organizations.

F. Arbitrate and implement all rules and rules interpretations as described in the USA Pickleball Official Tournament Rulebook.

3.2 Number of Directors

3.2.1 The board shall be comprised of four officers: the President, Vice-President, Secretary, and Treasurer, and five additional members-at-large.

3.2.2 In addition to the regular members of the Board, individuals as the Board may deem advisable to elect shall be Ex-Officio Board Members, but shall not have voting power, shall not count as one of the regular Board members, and shall not be eligible for office.

3.3 Board Elections

The Governance Committee shall present nominations for new and renewing Board members at the Board meeting immediately preceding the beginning of the next fiscal year. Recommendations shall be made known to the Board in writing before nominations are made and voted on. New and renewing Board members shall be approved by a majority of those Board members at a Board meeting at which a quorum is present.

3.4 Board Member Attendance

An elected Board member who is absent from three consecutive regular meetings during a fiscal year is encouraged to re-evaluate their commitment with the Board President. The Board may deem a member who has missed three consecutive meetings without such a re-evaluation to have resigned from the Board.

3.5 Vacancies

Vacancies on the Board may be filled by a majority vote of the Board at a meeting where a quorum is present. A Board member elected to fill a vacancy shall serve the unexpired term of their predecessor.

3.6 Resignation

A Board member may resign at any time upon written notice to the Board President, Vice President, or Secretary. Unless otherwise specified, the resignation takes effect upon receipt and does not require acceptance to be effective.

3.7 Removal
A Board member may be removed, with or without cause, at any duly constituted Board meeting by the affirmative vote of a majority of then-serving Board members.
3.8 Meetings
The Board shall hold a minimum of ten (10) meetings per year. The Board's regular meetings may be held at such times and places as determined by the Board. The format and composition of these meetings shall be at the discretion of the President. All meetings, whenever practical, should be conducted according to Robert's Rules of Order.

3.9 Quorum
A majority of the Board members holding currently filled seats must be present at Board meetings to constitute a quorum, which is necessary to conduct business. If there is a vacancy during the time of voting, the vote will proceed with current members. A majority vote of attending Board members is required to pass any proposal.

3.10 Proxy / Email / Virtual Voting
If a special meeting of the Board is deemed impractical, any issue requiring timely approval can be decided by soliciting votes from all Board members via email or virtual means. Approval requires a majority of the Board members, and all votes shall be documented and preserved in the meeting minutes with the issue and voting deadline clearly stated.

3.11 Conflict of Interest
Board members shall avoid conflicts between their personal, professional, and fiduciary responsibilities and those of the Club. Any Board member who has a financial, personal, or official interest in any matter under consideration shall disclose the nature of the interest at the earliest possible opportunity and recuse themselves from any discussion or vote on the matter, including leaving the room or virtual meeting during discussion and vote. Disclosures shall be documented annually in a signed conflict of interest statement.

3.12 Minutes
If the Secretary is unavailable, the Board President shall appoint a person to act as Secretary at that meeting. The Secretary, or appointee, shall prepare and keep minutes which shall be placed in the Club's official records.

ARTICLE IV – Officers

4.1 President
The President shall assume Club leadership and preside at all Board meetings. The President shall appoint committee chairs, call special meetings as needed, and be a spokesperson for the Club in communications with other clubs and government entities. The President shall be an ex officio member of all committees and is responsible for issuing guidelines and rules for the

Club's activities not covered by the by-laws.

4.2 Vice-President

The Vice-President shall, in the absence of the President, perform all duties of the President's office and serve as an ex-officio member of all committees.

4.3 Secretary

The Secretary shall record the minutes of Board meetings and other meetings of SETX Pickleball Club and provide minutes to all Board members. Copies of all correspondence shall be given to the President.

4.4 Treasurer

The Treasurer shall collect and disburse funds as directed by the Board, maintain financial accounts, make monthly written reports, submit required IRS documents, maintain financial history, prepare an annual budget, and present monthly status reports.

4.5 Election and Term of Office

4.5.1 All officers shall be members of the Board during their term. Officers shall be elected annually by the Board at regular Board meetings as terms expire or vacancies arise. 4.5.2 No Board member shall serve as President more than three consecutive years, unless unopposed and approved by majority vote. 4.5.3 No Board member shall serve as Treasurer more than three consecutive years, unless unopposed and approved by majority vote. 4.5.4 A three-consecutive-year service limit for other directors is encouraged but not mandatory.

4.6 Removal

Any officer may be removed at any time by the affirmative vote of a majority of the Board.

ARTICLE V – Committees

5.1 Committee Chairs

The President may designate and appoint committees as deemed necessary. Each committee shall be chaired or co-chaired by a Board member appointed by the President. Non-Board members may be appointed to any committee at the President's discretion.

5.2 Standing Committees

The Board shall maintain the following standing committees: Executive Committee and Governance Committee.

5.3 Executive Committee

Composed of the officers of SETX Pickleball Club, the Executive Committee conducts Board affairs between meetings and deals with urgent matters.

5.4 Governance Committee

Composed of three or more Board members, the Governance Committee recommends candidates to fill Board and office vacancies, presents a slate of candidates for elections, oversees Board governance, orients new members, and reviews the By-Laws every two years.

5.5 Marketing Committee

Composed of three or more Board members, the Marketing Committee focuses on raising awareness about the Club, managing website, internet, social, and printed media, supervising logo use, developing sponsorship programs, and managing sponsor/donor relationships, subject to Board approval for sponsorship agreements and logo use.

5.6 Special Committees

The President may appoint special committees for purposes deemed appropriate (e.g., fundraising, events, tournaments). Special Committees manage competitive events and plan social activities, including food and beverage coordination.

ARTICLE VI – Accounting

6.1 Bank Account

SETX Pickleball Club shall maintain a checking account with an independent bank determined by the Board.

6.2 Books and Records

The Club shall keep correct and complete books and accounting records.

6.3 Authorized Users

Board members are the only authorized users of the bank account. The signatures of the President, Vice-President, or Treasurer shall be authorized on the checking account. Two approvals are required for expenses over $200.

6.4 Bank Allowance for Director of Social

The Director of Social may be issued a debit card for food and beverage purchases, limited to $200 per transaction.

6.5 Compensation for Services

The Board may, by majority vote, pay reasonable compensation for services rendered to directors, board members, or consultants.

6.6 Physical and Mailing Address

6.6.1 The Club shall maintain a registered physical address for official tax and legal correspondence.

6.6.2 A P.O. Box may be maintained as the official mailing address, with access granted to at least two Board officers.

6.7 Fiscal Year

The fiscal year shall be January 1 to December 31.

ARTICLE X – Amendments

These By-Laws may be amended at any SETX Pickleball Club meeting, provided notice of the proposed amendments is given to each Board member via mail or email. Adoption requires a two-thirds affirmative vote of the Board.

ARTICLE XI – Dissolution

Upon the dissolution of this organization, all outstanding debts and obligations shall be satisfied, and any remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or to the federal, state, or local government for a public purpose.

APPLICABLE SIGNATURES

President D Stovall Date 8/26/25
David Stovall

Vice-President M S Date 8/30/25
Michelle Stacey

Sec / Treas D. Maddox Date 8/30/25
Denise Maddox