

REACH

Rockport/Fulton Encouraging Activity and Community Health

BYLAWS

Section A. Name of Organization

REACH (Rockport/Fulton Encouraging Activity & Community Health) with a DBA as Rockport Pickleball Association (RPA).

REACH shall be a non-profit organization with 501C-3 status as defined through the Internal Revenue Service.

Section B. Mission Statement

It is the mission of REACH to provide a wholesome sport program, fitness opportunities and other community-building activities for the citizens of Aransas County and the surrounding region through the sport of pickleball. We are committed to offering our services to our youth, adults, senior citizens and the physically challenged, as well as groups from all cultures and all walks of life.

Section C. Membership

Membership for REACH: Membership in REACH is open to all individuals who agree to abide by the organization's bylaws, amendments, rules, and regulations. Membership will extend through January 1st through December 31st of each year.

Residency Independence: Membership is not dependent on residency.

Non-Restrictive Membership: While membership is non-restrictive, some events and activities may be limited to members only.

Termination of Membership: Membership may be terminated voluntarily, due to nonpayment of dues, or for violation of published rules, guidelines, and regulations.

Contingent Requirements: Membership requires a signed "Release Permission and Indemnity Form" on file with the Treasurer. ***See attached form**

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Section D. Dues

Annual dues for REACH membership will be set by the majority of Board members each year prior to the Annual General Meeting. All existing members are encouraged to renew their membership dues for the upcoming calendar year prior to the Annual General Meeting. Dues will not be prorated and are nonrefundable. Paid dues are contingent upon voting at any scheduled or unscheduled meetings or member activities.

Section E. Meeting

Annual General Meeting: The Annual General Meeting shall be held within the first two weeks of February for the purpose of electing officers, presenting a summary of REACH activities and finances.

Quorum: Those members attending this Annual General Meeting shall constitute a quorum for conducting business.

Notice: Notice of the Annual General Meeting shall be provided to all Members in good standing at least fourteen days in advance of the date set for the meeting.

Voting: Only those who are in good standing (paid dues) shall be allowed to vote during this meeting. Children under the age of 18 years of age will not be eligible to vote.

Business Meeting: Board business meetings shall be held at a schedule time determined by the Board for the purpose of addressing the business of REACH. A minimum of four regular meetings shall be held each calendar year. A majority of the Board shall be a quorum to conduct REACH business.

General Meetings: General Meetings other than the Annual General Meeting may be called by the President. Notice of the General Meeting shall be provided to all Members in good standing at least seven days in advance of the date set for the meeting.

Special Meetings: Special meetings or Executive sessions may be called by the President or by any Board member. The business transacted at any special meeting shall be limited to the subject at hand. The President may convene special meeting by telephone, email or other mediums and the Board may vote on the matter at hand by such methods. A record of actions taken at special meetings or executive sessions shall be kept with the REACH minutes.

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Section F. Officers and Board Members At-Large

Board Members: The Board shall consist of a President, Vice President, Secretary, Treasurer, USA Pickleball Ambassador, and four Board Members At-Large. The Board shall have general supervision of the affairs of REACH and shall make recommendation to the Members as required. This body is governed by the Bylaws of REACH. Members of the Board shall not be compensated.

Election and Term of Office: The Board of REACH shall be elected by Members at the Annual General Meeting. Any Member in good standing is eligible for nomination and election. Nominations may be presented by any Member in good standing. A Nominating Committee shall present a slate of nominees for vote at the General Meetings. A simple majority vote of Members present at the General Annual meeting shall elect the Board. If more than one Member is nominated for any elective position, voting shall be by secret written ballot. The particular procedures for nominations and elections shall be determined by the Board.

President: Shall schedule meetings, prepare an agenda for all business meetings and preside at all meetings of REACH and shall oversee the general operations, including those delegated to other individual and/or committees. The President appoints the nominating committee which shall consist of one board member and three club members.

Term of Office: The President's term of office shall be two years and is voted on in even years.

Vice-President: Shall be prepared to perform all of the duties of the President in the absence of the President or when called upon to do so. Shall physically inventory all assets of REACH and prepare a yearly report for each Annual General Meeting. If the President resigns or is removed from office, the Vice-President shall fill the vacancy until a successor is elected.

Term of Office: The Vice-President's term of office shall be two years and voted on in odd years.

Secretary: Shall keep minutes of all meetings and provide a copy of those minutes to all of the Board members after the meetings. The Secretary shall maintain/keep all meeting minutes, member records, asset reports, insurance policies and all other important documents, other than financial reports. All records shall be maintained/kept for a period of three years or indefinitely. The Secretary shall retain all records and upon leaving office shall pass the records to his/her successor.

Term of Office: The Secretary's term of office shall be two years and voted on in even years.

Treasure: Shall receive all funds of REACH and shall deposit them in such bank or banks as designated. Shall pay all bills and obtain receipts for the same. The Treasure shall provide

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financial reports as needed, a yearend financial report and a projected budget for the upcoming year at a regular meeting or by email. The Treasure shall be responsible for all applicable fillings of state and federal income tax returns. The treasurer shall retain the financial records and upon leaving office shall pass the records to his/her successor.

Term of Office: The Treasure's term of office shall be two years and voted on in odd years.

USA Pickleball Ambassador: Shall be an appointed position by the REACH Board. The Ambassador is a representative and unofficial spokespersons for REACH and USA Pickleball. The primary responsibility is to promote and grow the sport of pickleball. A full outline of these responsibilities can be found at <https://usapickleball.org>.

The USA Pickleball Ambassador will be a nonvoting member of the Board unless the Board members present cannot reach a majority decision on any one topic.

Term of Office: The USA Pickleball Ambassador's term of office shall be for two years.

Board Members At-Large: Two resident members living in the area of Rockport/Fulton and two non-resident members shall be nominated to the Board. The Board Members At-Large shall be nominated from the general membership and shall be voting members at all meetings described in Section E. All At-Large members are expected to participate in all board meetings, engage in REACH activities, and serve on committees.

Term of Office: The Board Members At-Large term of office shall be for one year.

Removal of any Board member requires a special meeting of the general membership. To remove a Board member, a two-thirds vote is required from Members present at the special meeting. Any Board member who is absent from three successive Board meetings or fails to participate for a full year shall be deemed to have resigned due to non-participation. Such position shall be declared vacant unless the Board affirmatively votes to retain the Board member.

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Section G. Financial

Records: Financial records are maintained by the Treasurer and must be kept for as many years as required for IRS purposes, but for no less than three years.

Expenses: Unbudgeted single expenditures more than \$1000 must be approved by the Board. A petty cash account of \$100 may be maintained by the Treasurer. The President can approve expenditures up to \$1000.

Audit: The club's financial records may be audited by qualified persons or organizations at the discretion of the Board.

Budget: The President with the assistance of the Board shall prepare an annual budget to be presented at the Annual General Meeting each year.

Inventory: All assets of the club shall be physically inventoried and an asset report prepared at least once per year by the Vice-President. The asset report will be maintained by the Treasurer.

Checks: The President and Treasurer shall be authorized to sign all checks and financial instruments. The President can assign another Board Member if required to sign checks and conduct financial business. All checks must have the signatures of at least two Board members.

Section H. Committees

The President shall appoint all Committee Chairpersons that are deemed necessary for the operation of REACH. These Members shall perform duties as designated and shall report to the President. Committee Chairs may be called upon to give reports at Board Business meetings and General Club meetings.

SECTION I. SOCIAL MEDIA

REACH will utilize social media as a platform to connect with, engage, and expand our Pickleball community. Any social media channels associated with REACH will be overseen by the current President of the association and Board members. REACH reserves the right to manage and restrict communications that are discriminatory, misleading, defamatory, or disparaging, including controlling access to REACH channels and forums for specific users. At the conclusion of each term of office, the outgoing President and Board members will transfer control of any social media platform to the incoming President and/or Board member.

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SECTION J. CONFLICT OF INTEREST

This policy applies to all individuals participating as officers, directors, employees or committee members of REACH. REACH shall strive to identify, reduce and where possible eliminate all instances of conflict of interest by being prudent and forthcoming about potential conflicts.

Any real or perceived financial conflict of interest between an individual's personal interest and the interests of REACH, shall always be resolved in favor of REACH.

Individuals will not:

Engage in any business or transaction or have a financial or other personal interest that is incompatible with their official duties with REACH unless such business, transaction or other interest is properly disclosed to REACH and approved by the Board of REACH.

Knowingly place themselves in a position where they are under obligation to any person or organization who might benefit from special consideration or who might seek preferential treatment.

The Board, on receipt of a conflict notification, may, depending on the level of the perceived conflict, pre-emptively impose a temporary suspension of designated activities, pending a formal meeting and a decision of the Board.

SECTION K. CODE OF CONDUCT

This Bylaw/Policy shall describe conduct and ethical behavior expectations for all REACH Members, Board Members, and stakeholders. We are committed to ensuring a safe and positive environment within its programs, activities and events by advising members that there is an expectation of appropriate behavior and of potential consequences for violating this Code of Conduct policy. This Policy applies to all members participating in REACH programs, activities and events. This Policy also applies to REACH members outside of its programs, activities and events when such conduct, including conduct on social media, is detrimental to the image and reputation of REACH or its members. REACH will follow the guidelines outlined with the mission of USA Pickleball Association.

“The mission of the USA Pickleball Association (USA Pickleball) is to promote the development and growth of pickleball in the United States and its territories.

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Pickleball will succeed best if its Ambassadors and participants embrace the values of good sportsmanship. It is essential that USA Pickleball Ambassadors, in promoting this mission, model good behavior, lead by example, and show self-control in pledging as follows:

- I will not engage in unsportsmanlike conduct or encourage others to do so.
- I will not engage in any behavior that would endanger the health, safety, or wellbeing of others.
- I will not engage in the use of obscene language or gestures.
- I will not flaunt my position.
- I will not use USA Pickleball records or materials for personal gain.
- I will treat others with respect.
- I will exhibit fairness and honesty in my dealings with others.
- I will support USA Pickleball policies, procedures, plans and initiatives.
- I will accept responsibility for my own actions.
- I will exemplify the highest standard in ethical behavior and fair play.
- I will engage in conduct that is free from fear, discrimination, abuse, and harassment.”

All those participating in REACH activities, programs and events are familiar with and abide by their responsibilities under this Code of Conduct Policy. Members will feel respected, safe and free from discrimination while participating in REACH activities, programs and events. Appropriate actions will be taken to respond to infractions of this Code of Conduct Policy as described in REACH in Section L, Dispute Resolution Policies.

SECTION L. DISPUTE RESOLUTION

The purpose of this bylaw section is to provide a fair and effective mechanism for resolving disputes among REACH members, board members, and other stakeholders within our nonprofit organization. We are committed to providing an environment in which everyone involved is treated with respect. When an individual’s conduct demonstrates lack of respect or otherwise is an infraction of bylaws, policies or law, a fair and expeditious process will proceed to respond to complaints regarding the individual’s behavior.

All parties are encouraged to make reasonable efforts to communicate directly with each other in an attempt to reach an agreement that serves the interests of all parties prior to initiating any other dispute resolution procedures. If the parties cannot reach a resolution, than a formal complaint will be processed by the REACH Board.

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Anyone may make a complaint to any Reach Board member. A formal complaint must be in writing and signed. A complaint must be filed within fourteen (14) days of the alleged incident. Anonymous complaints may be accepted at the sole discretion of the REACH President. A complainant wishing to file a complaint outside the fourteen (14) day period must provide a written statement providing reasons for an exemption to the time limitation. The decision to accept the complaint outside of the fourteen day period is at the sole discretion of the REACH President and may not be appealed

If, at any point during an investigation or hearing, it comes to the attention of the REACH Board member that a criminal act may have occurred involving a party to the complaint, the Board Member **shall**: consult with the board regarding the alleged criminal act, and in conjunction with the President, notify the police of the alleged criminal act.

Once a written complaint has been received, the REACH President will be notified and a Special Board meeting will be scheduled as soon as possible. The name of the complainant and the complaint must be kept confidential until a resolution is reached. The President will assign one member of the Board to work through mediation between both parties involved in the complaint. Within 20 days, the assigned Board member will report his findings to the Board and their recommendation to resolve the complaint. This recommendation shall be agreed upon by a simple majority of the Board and given to the parties involved in the complaint. Failure of the parties to comply with the Board recommendation may lead to their removal from REACH membership, tournament play and/or events.

Section M. Indemnification

The organization shall indemnify any director, officer, employee, or agent who is a party to any proceeding (including legal actions, suits, or investigations) by reason of their position with the organization. This indemnification shall cover all reasonable expenses, including attorney's fees, judgments, fines, and settlements, provided that the individual acted in good faith and in the best interests of the organization. However, indemnification shall not apply if the individual is found liable due to their willful misconduct or gross negligence.

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Section N. Amendments

Any Member of REACH in good standing may propose an amendment to these bylaws. The proposed amendment shall be delivered to the President in writing along with an explanation as to the reason for the proposed amendment. The Board must approve the amendment before presenting it to the membership. If approved, the amendment shall be presented at a General meeting or the Annual General meeting for the membership's approval. A Supermajority (75%) vote of the attending members shall be required to adopt any amendment to the bylaws.

Section O. Dissolution

This organization/club may not be dissolved until all of its outstanding debts have been paid. Upon dissolution, all assets and all property of the club shall be distributed only for tax exempt purposes to an eligible organization or organizations as the Board shall determine. A majority vote of general membership is required for dissolution.
