

**Sarnia Lambton Pickleball Club
(SLPC)
Constitution**

Article I. Name

The name of the organization shall be referred to as Sarnia Lambton Pickleball Club (SLPC) hereafter called "the Club".

Article II. Purpose

The purpose of the Club shall be to administer pickleball facilities as a non-profit organization run by volunteers, with the highest possible quality of recreational and social activities for all members, with the aim of encouraging community participation. The purpose of the Club shall be to offer pickleball and social activities to the general membership while continuously promoting pickleball and membership benefits to the community in order to grow the club. An elected board shall administer the club as a not-for-profit organization run by volunteers.

Objectives

- a) Plan, develop and implement pickleball programs to attract the general public to become members of the Club.
- b) Develop an Annual Operating Budget that forecasts revenues and expenses in accordance with standard bookkeeping practices.
- c) The budget shall be established and respect the aim of meeting Club objectives with no operating deficit.
- d) Develop and implement a feasible and affordable Capital Expenditure Program for the inclusion of new projects in response to the needs of the membership.
- e) Administer the funds available to the Club and maintain financial records throughout the Club fiscal year. A copy of the financial statement shall be made available at the Annual General Meeting (AGM) and approved by those members present. Any omissions, errors or changes to the financial statements that were discovered after the AGM shall be presented at the first winter board meeting for approval .

Article III. SLPC and Governmental Relationships

Designation of "Not-for-Profit" (in Progress)

In accordance with the Province of Ontario's "Not-for-Profit Corporations Act, 2010" (ONCA), the Club is designated as a "Non-Public Benefit Corporation".

Article IV. Pickleball Ontario (PAO) Membership and Pickleball Canada (PCO) Membership

The Club membership in Pickleball Ontario and Pickleball Canada shall be reviewed annually by the Board.

Article V. Membership

- a) Membership in the Club shall be by paying annual fees set and approved annually by the Board within the Club's operating budget and by completing, in full, the membership application form.
- b) Membership shall be open to anyone who pays the annual membership fee. After signing an application for membership and after having been accepted as a member, the applicant becomes a member of the Club in the category of membership specified on the application. Any member shall, upon payment of the required fee, be entitled to all the privileges of that membership category.
- c) As part of membership application to the Club signed liability waivers are required.
- d) The membership year is from January 1st to December 31st each year.
- e) The Board reserves the right to limit the number of memberships issued. Such limitations shall be posted on the Club website and reviewed by the Board on an annual basis.
- f) Limitations on number of members will be based on court availability. Previous year members will have first right of application until 15th of December after which time applications will be received from new members. The Membership Committee Chair will maintain a waiting list if applications exceed openings.
- g) Membership shall be divided into up to three categories:
 - i. **General:** All members in the first year of existence.
 - ii. **Adult:** Over 18 years of age, as of January 1st of that year.
 - iii. **Student:** Enrolled fulltime at the time of registration and showing proof of registration at a recognized educational institution, otherwise the Adult fee will apply.
 - iv. **Junior:** Under 18 years of age as of January 1st of that year.
- h) Initially only General Membership will be offered in the first year of operation after which time the executive board will review offering the 3 categories.

- i) Membership shall not be transferable and shall lapse upon the member's death, resignation, or failure to pay the following year's annual fee prior to the due date.
- j) Honorary memberships may be granted by unanimous vote of the Board to honour members for outstanding service to the Club.
- k) The Board reserves the right to cancel or temporarily suspend any category of membership for conduct prejudicial to the Club or its members. Refunds of membership fees will not be considered due to cancellations or temporary suspensions.

Article VI. Non-Members

In the spirit of increasing membership and interest in the Club, non-members may, and are encouraged to play up to a maximum of two (2) separate occasions per year at specific club playing times. Non-members can only play after signing a liability waiver. The Board may elect to annually set the guest fee for players using the Club's facilities beyond the prescribed maximum.

Article VII. Fees

Membership fees shall be established at a reasonable rate from year to year by decision of the Board. New members joining after January 1st may, in their first year of membership apply to the Board for a pro-rated membership fee. Membership fees shall be used for:

- a) The cost of facility leases
- b) The cost of operating and maintaining the Club's facilities, activities, supplies and programs.
- c) The cost of actual or projected improvements and capital expenditures connected with the Club's facilities, activities, and programs.
- d) To support organizations with objectives similar to the Club's such as, but not limited to, Pickleball Ontario and Pickleball Canada fees.

Article VIII. Club Administration

The administration and the finances of the Club shall be managed by the members of the Club's Board who are duly elected by a majority of voting members present and absentee ballots at the Annual General Meeting (AGM). All matters shall be decided democratically.

- a) Members of the Board shall be volunteers and shall not receive any monetary compensation.
- b) The fiscal year of the Club shall begin on October 1st and end on September 30th.

- c) The Club's bank account shall be kept in such chartered bank or trust company as the Board may from time to time determine appropriate.
- d) Cheques drawn on the Club's bank or trust account shall be signed by any two (2) of the President, Vice-President, or Treasurer.
- e) The Treasurer's books and vouchers shall be subject to audit by the Board or by such auditors as may be selected by the Board subject to the guidelines as dictated by the Not for Profit Corporations Act. Such an audit to be made at the close of the fiscal year upon a new Treasurer's assuming office.
- f) The Club is bound by lease agreements. Members of the Club shall be made aware of the clauses of any lease agreements.
- g) Any member found in breach of these clauses may, at the sole discretion of the Board, have their membership suspended.
- h) The Board shall set down Club Rules and Club Etiquette (Article XVI & XVII of this Constitution) for general play from year to year.
- i) A copy of the most recent approved version of this Constitution must be posted on the Club's website.

Article IX. Governance

- a) The Board shall be responsible to the Club membership and shall administer the Club as required. The Board shall be elected from the regular membership at the AGM, except for the Past President. The Past President may serve on the Board for no more than two (2) years beyond the end of their term as President.
- b) The Nominating Committee will consist of no more than three (3) and no less than two (2) current members (including current Board members not seeking re-election) and who are not related to any Board member. The Nominating Committee shall post on the Club website, no less than four (4) weeks prior to the scheduled AGM, a notice providing the opportunity for any member to be nominated and seconded by any members in good standing for any position on the Board. Nominations shall close at least two (2) weeks prior to the scheduled date and time of the AGM.
- c) Immediately after nominations close, the names of those members so nominated and seconded shall be posted on the Club website until the AGM is held and at the discretion of the Nominating Committee, be communicated to the membership.
- d) All members (including existing Board members) nominated for a position on the Board, must attend the AGM to be eligible unless they notify the Board Secretary forty-eight (48) hours prior to the AGM that they cannot attend, and they are still willing to stand for the position

they have been nominated. In the case of a virtual AGM, attendance will be deemed to occur when the member submits their electronic vote. The Nominating Committee will be responsible for the vote count.

- e) If, after October 1st and once all the procedures outlined in this article have been followed, a seat on the incoming Board remains vacant because of a resignation, a withdrawal of candidacy or for any other reason, the Board may then nominate a duly qualified member for a one (1) year term.

Article X. Officers

- a) The Club shall have a minimum of four (4) to a maximum of nine (9) Board members who shall only be Adult members (or Adult members as of January 1st of the coming year) of the Club. During start-up of the Club Interim Board Members can execute any or all of the positions.
- b) The Board shall consist of:
- i. President
 - ii. Vice-President
 - iii. Secretary
 - iv. Treasurer
 - v. IT Director
 - vi. Plus, a minimum of two (2) to a maximum of five (4) Directors-at-Large who shall undertake, or who may be elected specifically to undertake, the following committee duties:
 - Player Development, Skill Ratings, and Youth Program Chair
 - Tournament/Social Chair
 - Public Relations/Communications Spokesperson
 - Safety and Supplies Chair
 - Membership Chair
- c) Such Directors-at-Large shall not be excluded from undertaking one or more of these positions. The President, Vice-President, Secretary and Treasurer shall not be excluded from undertaking one of these positions.
- d) All positions of the Board shall be for a period of one (1) year. All nominated Members shall have a minimum of one full pickleball playing year as a Club member, to be eligible for election.
- e) End of term Board members shall be eligible for re-election.

- f) The President, Vice President, and any Directors associated with the youth program will be required to obtain police clearance.
- g) The Past President shall attend all Club meetings as a non-voting member, to provide guidance and continuity as required. The Past President has a term of at least one (1) year at which time he/she shall have no further obligation to attend Club meetings. The Past President can be nominated and elected to another position on the Board. If elected to another position the Board shall not replace the Past President position.
- h) The Board shall hold at least three (3) scheduled meetings per year, not including the AGM.
- i) Any Director who resigns, or who fails to attend two (2) consecutive Board meetings may, by majority vote of the remaining Board members, be replaced by any other Club member in good standing, and who meets the eligibility requirements. The exception is that of the office of President which shall be assumed by the Vice-President. Discretion of such an action would be flexible and reasonable and would depend on the circumstances (extraordinary or otherwise) of such absences. Such replacement shall assume the balance of the term of the Director that resigns or is replaced.
- j) A quorum shall consist of fifty percent (50%) of the members plus one (1).
- k) Each Board member shall have one (1) vote. The President shall only vote to break a tie.
- l) Sub-committees for any special purpose may be established at the discretion of the Board.
- m) No person or party who is a current Board member or was a Board member in the previous year is eligible to bid on a proposed material contract or monetary transaction with the club. In addition, no relative of a current Board member or a relative of a Board member from the previous year is eligible to bid on a proposed material contract or monetary transaction with the club.

Article XI. Duties

- a) **President:** Shall, when present, chair all meetings of the Club and as required, may assist with the supervision and direction of the activities and programs of the Club.
- b) **Vice-President:** During the absence or inability of the President to perform their duties, the duties shall be performed, and his/her powers shall be exercised by the Vice-President. The Vice-President shall also perform such duties and exercise such powers as the President from time to time delegated to them.

- c) **Secretary:** Shall keep a full and complete record of the proceedings of all meetings of the Club and shall submit such records within fourteen (14) days following the meeting. They shall conduct all official correspondence of the Club, and shall issue or cause to be issued, all notices required to be given to the giving three (3) days' notice in the case of Board Meetings.
- d) **Treasurer:** Shall keep the financial accounts of the Club, receive all monies paid into the Club, and under the direction of the Board, shall control the deposit of money, the safekeeping of securities and the disbursements of the Club funds. They shall render to the Board at each Board meeting, an up-to-date account of all transactions of the Club. At the Annual General Meeting, they shall present the annual financial report of the Club as required by acceptable accounting standards.
- **Directors-at-Large:** Shall undertake, or who may be elected specifically to undertake, the following committee duties (plus other committees as deemed necessary by the Executive Board/Members). Each committee will prepare a Terms of Reference approved by the board.
 - **IT Chair:** Shall be responsible for all Club's Website, Pickleball Ontario & Pickleball Canada communications and website, social media, and software.
 - **Player Development, Skill Ratings, and Youth Program Chair:** With the approval of the Board, shall engage and supervise appropriately qualified instructors who instruct all categories of players, and shall co-ordinate activities to promote the development of all players including the School Program.
 - **Tournament/Social Chair:** Shall organize and co-ordinate all tournaments, matches, house leagues, social events, etc. held by the Club, and shall maintain rules and policies for all aspects of court usage.
 - **Public Relations/Communications Chair:** Shall be responsible for the Club's Annual Newsletter, calendar of events and promote public interest in all Club activities. Also, will provide all communications to City Council, the public, and deliver all presentations.
 - **Safety and Supplies Chair:** Shall be responsible for security access and safety monitoring of the facilities, the courts and court equipment, purchase all supplies and complement/communicate safety advice/requirements.
 - **Membership Chair:** Shall be responsible for registration of members, membership limits, membership waiting lists, and reviewing honorary memberships, and guest restrictions. If the Club is part of Pickleball Ontario will also be the contact for the registration process on Pickleball Canada website.

Article XII. Protections for Directors and Officers

In accordance with the "Not For Profit Corporations Act" there is a standard of care to which directors and officers will be held accountable which mirrors the standard of care set out in modern corporate statutes across Canada – to act honestly and in good faith with a view to the best interests of the Club and to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Every member of the Board committee, authorized pickleball instructors or others who have undertaken or is about to undertake any liability on behalf of the Sarnia Lambton Pickleball Club shall be indemnified and saved harmless so long as the individual acted honestly and in good faith with a view to the best interests of the corporation and had reasonable grounds for believing that his or her conduct was lawful. Such indemnity will be paid out of the funds of the Sarnia Lambton Pickleball Club or through SLPC's general insurance policy, or Pickleball Canada policy, against:

- a) All costs, charges, and expenses whatsoever which such officer or other person sustains or incurs in or about any action, suit or proceeding which is bought, commenced, or prosecuted against them, for, or in respect of any act, deed, matter or thing whatsoever, made, done or permitted done by them, in or about the execution of the duties of their office.
- b) All other costs, charges and expenses sustained or incurred in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by their own willful neglect or default.
- c) Execution of Documents
 - i. The Board, on behalf of the Club, shall have the power to negotiate leases, loans, purchases, contracts, and such other documents as may from time to time be necessary in accordance with Article XV Section d).
 - ii. Each incoming Board shall honour all previous documents or contracts so executed by the previous Board.
 - iii. A motion approving all acts, loans, and contracts of the outgoing Board and making these binding upon the incoming Board shall be passed at each AGM.
 - iv. Individual Board expenditures greater than \$5,000 must be approved at the AGM or at a Special General Meeting by the majority vote of the members present.

Article XIII. Meetings

- a) There shall be an Annual General Meeting (AGM) of the Adult and Student members of the Club not earlier than the 15th of September and no later than the 30th of October. At this meeting each member in good standing and in attendance shall have a vote, or may provide an absentee vote in accordance with the absentee rules. At the Annual General Meeting, the Board shall present all required applicable reports, and the incoming Board shall be elected. The President of the outgoing Board shall chair the Annual General Meeting.
- b) All members shall be informed of the date of the AGM through Club communications, the Club's website at least four (4) weeks prior to the date of the AGM. All members shall be given the opportunity to submit an absentee vote in accordance with the absentee rules. Because Club membership numbers vary from year to year, no set number shall constitute a quorum at the AGM and business may be transacted by a majority of those present.

- c) Board positions shall be elected at the Annual General Meeting by secret ballot if there is more than one nomination for any position. Any member, (other than those who have been nominated) in attendance that is in good standing may act as a scrutiner.
- d) Special General Meetings of the membership may be called upon at least seven (7) days' notice, either by the President, or by a majority of Board members. Notice of such a meeting shall be by an email notice to members, and by a notice posted on the Club website at least seven (7) days prior to the date of the meeting, stating the special purpose of the meeting. At such a Special General Meeting the presence of five percent (5%) of the current membership (Adult and Student) shall constitute a quorum. The only business transacted shall be the special purpose for which the meeting was called.

Article XIV. Conduct of Meeting – Voting and Voice

All members in good standing can attend the Club meetings, have a voice, raise a motion, second a motion, present the motion, debate the motion, vote on the motion, and announce the results of the vote, and declaring the majority for or against.

Casual members shall be considered non-voting members.

At the Club's General Annual Meeting, Adult and Student members in attendance shall be permitted to vote. In the case of any tied votes, the Past President shall vote to break the tie.

At Board meetings, only members of the Board shall be permitted to vote. The President can only vote to break a tie.

At Special General Meetings, (usually to resolve a single issue) Adult and Student members present shall be permitted to vote.

Absentee Voting Rules

Any member, who is unable to attend an AGM meeting where absentee voting is permitted, may vote on a specific issue(s) or for a member(s) in the case of a required election in accordance with the following:

- a. Voting forms shall be requested from the Secretary. The member must complete and submit the form in a sealed envelope. The envelope shall bear the printed words "Ballot for AGM" as well as the member's name. The sealed envelope must be delivered to the Secretary, no less than two (2) days prior to the date and time of the AGM. Members who prefer to email the completed form shall scan and email it to the Secretary email address no less than two (2) days prior to the date and time of the AGM.
- b. The member must declare, on the absentee voting form, that they have not been solicited by anyone to provide an absentee vote.

- c. Those nominated for any position on the Board must declare with their nomination, that they or anyone representing them, will not solicit for absentee votes or solicit any member to attend any meeting with the sole purpose of voting under instructions.
- d. At the meeting, if required, the Secretary will provide the elected scrutinizer with all the absentee votes. The scrutinizer will open all absentee votes and administer the absentee votes as required. The scrutinizer shall ensure the absentee votes valid and always remain confidential and shall destroy them at the end of the meeting.

Article XV. Finance

- a) The fiscal year of the Club shall begin on October 1st and end on September 30th of the following year.
- b) The Club's bank account shall be kept in such chartered bank or trust company as the Board may deem appropriate.
- c) Cheques drawn on the Club's bank or trust account shall be signed by any two of the President, Vice-President, Directors or Treasurer.
- d) Approval for signing of expenditures is as follows:
 - i. Up to \$500.00 by any two (2) of the President, Vice-President, or Treasurer.
 - ii. \$500.01 to \$5000.00 upon majority vote of the Executive Board.
 - iii. Greater than \$5000.00 upon majority of vote by club members.
- e) In accordance with the "Not For Profit Corporations Act, the Club (since it is defined as a non-public benefit corporation) may pass an extraordinary resolution to (a) have a review engagement instead of an audit of a particular year if the corporation had an annual revenue in that financial year of more than \$50,000 (or such other prescribed amount); or (b) not appoint an auditor and not have an audit or review engagement of a particular financial year if the corporation had an annual revenue in that financial year of \$50,000 or less (or such other prescribed amount).
- f) If no auditor is appointed, then the Treasurer's books and vouchers shall be subject to audit by the Board. Any audit or review by the Board shall be made at the close of the fiscal year upon a new Treasurer assuming office.

Article XVI. Club Rules

- a) At all times players and their guests are to follow Club Etiquette per Article XVII below.
- b) Every member who pays the Club membership fee enters an implicit contract to abide by the Club's rules and to respect the Club's property and leased facilities.

- c) The Board shall use the current version of Pickleball Canada Official Rulebook.
- d) Guests are only allowed with approval by a member of the Executive Board.
- e) Abusive language is not allowed.
- f) Verbal comments or behaviour which is disrespectful, humiliating, demeaning, offensive, abusive, racist, or sexist is not allowed. Behaviour which constitutes bullying, harassment, or abuse against fellow members/guests whether during Club activities or in private will not be tolerated.
- g) Cancelling play within 24 hrs will not be refunded, and cancelling play with greater than 24 hrs notice will result in a small cancellation charge.
- h) Honour your allotted court time. Staying to finish a game is taking the next group's time.
- i) Wear proper non marking court shoes.
- j) Must wear shirts and appropriate clothing.
- k) When playing indoors use different shoes from outdoor shoes.
- l) Consider wearing eye protection for your safety.
- m) Stay clear of other active courts.
- n) Stay well hydrated.
- o) Once your game is finished call out "Court Available".
- p) Failure to comply with Club Rules during game play will be reviewed by a member of the Board of Directors/Convenor and immediate action may be taken (removal from premises). Further review will be performed by the Board of Directors and may result in more severe disciplinary action.

Article XVII. Club Etiquette

- a) **Remember Pickleball is only a game.**
- b) **Treat all players, officials, volunteers, staff, and spectators with courtesy and respect.**
 - i. Introduce yourself to any players you do not know.
 - ii. Never use foul/abusive language or obscene gestures. Never denigrate another person.
 - iii. Compliment teammate and opponents on good shots and a good game.
 - iv. Don't critique teammates or opponents.
 - v. At the end of each game, meet the other players at the net to acknowledge them in a positive manner. In officiated matches, thank the referee.
 - vi. Accommodate players with adaptive needs when possible.
- c) **Know the Official Rules of Pickleball, apply them fairly and cooperate in any situation that is not expressly covered by the rules.**
- d) **Practice good sportsmanship when making line calls.**
 - i. Only make calls on your own side of the court.


- ii. Only call "out" if space is clearly visible between the line and where the ball lands. Give the benefit of doubt to your opponents.
 - iii. If you and your partner disagree the ball is "in".
 - iv. Respect your opponents' right to make all calls on their end of the court.
 - v. Call your own shot "out" if you see that it is out.
 - vi. Never ask for or accept line calls from spectators.
 - vii. If you question an opponent's call, do so respectfully and do not argue.
 - viii. If you defer a line call to your opponents, accept their call graciously.
 - ix. Do not call a ball "out" unless you see it clearly and are certain it is out.
 - x. Promptly correct any wrong call your partner may make.
 - xi. Resolve any uncertainty in favor of your opponents.
 - xii. You may overrule a line call at any time that is to your disadvantage.
- e) **Call a fault on yourself or your partner as soon as the fault occurs, regardless of whether your opponents are aware of the fault.**
- i. Watch your own and your partner's feet for service or NVZ foot faults.
 - ii. Accept your opponent's and partner's fault calls graciously.
 - iii. Admit if the ball hits you or your paddle on the way out of bounds.
- f) **Claim a replay only if a hinder affects your team's ability to play the ball.**
- g) **In social play, rotate on and off courts fairly, courteously, and in accordance with local practice.**
- i. Don't jump ahead of others who are waiting to play.
 - ii. Don't invite someone else forward in line or rearrange paddles so they can move up to play with you; move yourself back instead.
 - iii. Don't call a lower score or start a second game to avoid leaving the court.
 - iv. Be prepared to play when it is your turn.
 - v. If you must cross over or behind an active court, wait until play is stopped and cross quickly in a single group to minimize disruption of that game.
- h) **Make safety a priority, while using common sense.**
- i. If a ball strays onto your court, make eye contact with the correct person and roll or toss it back to them without disrupting play on other courts.
 - ii. If your ball enters another court, immediately warn any players whose safety may be in jeopardy by loudly calling "ball" or some other warning. If the ball is rolling behind their court and does not present a danger to players, do not interrupt play but wait until play stops to retrieve it or ask for its return.
 - iii. Never throw your paddle or strike the ball in anger or frustration.
- i) **As a stronger player in social play, be kind to other players.**
- i. Avoid hitting excessively to a weaker player.
 - ii. Do not slam the ball directly at other players.
 - iii. Avoid taking advantage of a person's physical ability.
- j) **Be considerate about playing up and playing down.**
- i. Be willing to play sometimes with less-skilled players.
 - ii. Do not demand to play with more skilled players; ask them nicely if you wish to play with them.
- k) **Be a respectful and supportive partner.**
- i. Avoid criticism and negative non-verbal communications.
 - ii. Don't critique a partner unless requested.

- iii. Do not coach during game or from sideline. Provide coaching and advice only when requested.

Article XVIII. Amendments to The Constitution

- a) Amendments to the Constitution can only occur at the AGM or through calling of a special meeting as defined in "Article XIII - Meetings.
- b) This Constitution was passed by review of the Interim Executive Board.

Final Approval By:

A handwritten signature in black ink, appearing to read "Mike Van Hemmen", is written over a horizontal line.

Interim President – Mike Van Hemmen