**RAILWAY CITY PICKLEBALL LEAGUE**

**CONSTITUTION**

**Our Goals**

* Provide a positive inclusive environment that supports fun and exercise for all active members of the Railway City Pickleball League.
* Promote and maintain programs that enhance the quality of pickleball in our community
* Be a non-profit and financially independent organization.
* Develop on-going leadership to encourage players of all ages to play
* Increase the knowledge of all elements of the sport of pickleball.
* Provide opportunities for league members to play outside of programs offered by the league.
* Provide opportunities for league members to interact socially.

**Constitution Meetings**

1. **Annual General Meeting**

An Annual General Meeting (AGM) shall be held every year between the 1st of January and 31 December.

1. **Notice of Meeting.**

Notice of the AGM must be given to all members approximately (2) weeks in advance of the meeting.

1. **Voting.**

At all AGM meetings, paid up active eligible members may vote in person at the AGM.

1. **Order of Business.**

The suggested order of business at the Annual General Meeting of the league shall be as

follows:

* 1. Call to order
  2. Approval of minutes of previous AGM
  3. Report of the Treasurer
  4. Report of the President
  5. Report of Committees – tournament/clinics, social
  6. Amendments to the Constitution
  7. Miscellaneous or Special Business
  8. Election of Executive Members for upcoming 2 years
  9. Adjournment

Additional meetings may be called by the Executive as required.

**Membership – Dues, Just Cause Clause**

1. **Membership Year** – The membership year shall run from January 1st to December 31st of each year. Renewal membership dues are to be paid in full no later than December 31st of the current year for the upcoming year of play. Dues for newly approved members shall have 31 days from their approval date to pay their dues in full.
2. **New Members**. If a potential new member to the league has had no prior pickleball, tennis or other racquet sport experience, they are encouraged to take introductory lessons, prior to playing in a game on the regular schedule, by an accredited coach/ instructor or to learn and practice the game on our courts with a volunteer from our pickleball league during our scheduled practice times.

Effective March 31, 2025, all new members of the Railway City Pickleball League must reside in Elgin County and/or St. Thomas.

1. **Voters** – The voting members of the league shall be individuals whose dues are paid up for the current year.
2. **Just Cause** – The executive shall have the power to suspend or expel any member for just cause. Examples of just cause can include failure to pay membership fees when they are due, violation of the Code of Conduct, any action which damages the integrity of the league or the ability of the executive to fulfill their duties. The Executive will forewarn any member prior to any disciplinary action to allow them to correct their behaviour.

**Board of Directors – Composition, Term of Office, Quorum**

1. **Number of Directors**. FIVE Directors will be elected/acclaimed at the AGM. Any member of RCPL can be nominated or self nominated and run for any position on the Board every two years.

Once the Executive Board seeks nominations, there will be a specified closing date/time to be nominated or to self nominate. The Board will not accept any nominations after the specified closing date.

**RCPL Members will then elect:**

President

Vice-President

3 other voting Directors

(Acclamation may occur if nominations dictate)

1. **Election of Officers**.
   1. At the first meeting of the Directors after the AGM: The **President** previous years will become **Past President** for the next 2 years. (unless they are re-elected, then the Board will operate without a Past-Pres)
   2. All officers shall take office on Jan 1st.

Duties of each officer are described below. Additional duties can be assigned with the agreement of the Directors.

1. **Term of Office**. Executive positions are for a two-year term. There is no restriction on the number of terms a person can serve.
2. **Quorum**. A quorum for conducting business at a Director’s meeting shall consist of a minimum of **t**hree executive members.
3. **Insurance**. Directors and Officers Liability Insurance and Commercial General Liability insurance will be put in place annually for the protection of the club and its officers.

**Board of Directors – Duties, Vacancies, Meetings, Removal**

**of Director, Conflict of Interest**

1. **Responsibilities**: The league shall be managed by its Board of Directors, who shall establish, regulate and direct the policies and objectives of the league. The Directors shall direct, review and approve all matters concerning the league.
2. **President:** The President shall be the chief executive officer. The President shall preside at all meetings of the membership and board of directors’ meetings. The President shall appoint with the approval of the Board, committee chairpersons and committee members where necessary. The President or his designate shall act as the chief spokesperson and negotiator for league activities.
3. **Vice-President**: The Vice President shall assist the President in the performance of the President’s duties and shall exercise all powers of the President in the case of the President’s resignation, incapacity, removal or death. The Vice President shall preside over all meetings of the league or the Board at which the President is not present.

Please note that the three remaining voting directors roles will be determined at the first meeting of the new Board. They may not be exactly as shown below.

1. **Secretary/Treasurer:** As Secretary/Treasurer, this officer shall be the Chief Financial Officer and shall be responsible for the financial management of the organization. The Secretary/Treasurer will be responsible for preparation of statements and the fiscal year-end financial statement as of December 31st that will be reported at the AGM. Minutes of the meetings shall be sent out to the members following the Annual General Meeting and following all Board meetings.
2. **Social Director –** will arrange and communicate social events and assist with ideas to grow the social aspect of the club.
3. **Player Development Director –** to arrange and assist in player development including skills & drills and arranging clinics for those interested. Shall assist Executive with ideas pertaining to all aspects of Player Development.
4. **Past-President – will remain in an advisory role.** During election years shall receive Director nominations and shall run the election. Past-President is a NON-VOTING Director
5. **Vacancies**. If a vacancy shall occur on the Board, the remaining members of the Board may, by a majority vote, elect a successor for the unexpired term, except that a vacancy in the office of the President shall be succeeded by the Vice President. A vacancy is defined as a director leaving for any reason after being elected or a deficiency of a director at the time of election at the AGM.
6. **Action Without a Meeting**. Any action required or permitted to be taken at a meeting of the Board or any committee may be taken without a meeting, if all the members of the board or committee are in agreement, including meetings via computer or telephone to approve the specific action. Such consents shall have the same force and effect as a unanimous vote of the Board of Directors.
7. **Removal of Director.** At any meeting of the Board, any officer or member of the Board may, by a vote of not less than three fifths (3/5) of the entire Board, be removed from office, with or without cause, and a successor may be elected pursuant to the provisions of these Bylaws.
8. **Conflict of Interest.** Any director who has a material interest, or who is party to a material contract shall disclose the nature and extent of his/her interest. The Director shall exclude himself/herself from discussions when a conflict of interest is likely to result.
9. **Membership Cap.** In order to control membership size, the executive shall have the power to impose a cap on the number of members and further to this the executive may raise or lower the cap as deemed necessary. Non-member players may add their names to a membership waiting list to be eligible for membership when space becomes available.

**Protection of Directors**

Every Director of the league, in exercising his powers and discharging his duties, shall act honestly and in good faith with a view to the best interests of the league, and exercise the care, diligence and skill that a reasonable prudent person would exercise in comparable circumstances. Subject to the foregoing, no director shall be liable for the acts, receipts, neglects or defaults of any other director, or for any damage or expense happening to the league.

**Finances**

1. The league is a not-for-profit association.
2. A bank account is established at a local bank and must be used to transact all league financial business
3. The Treasurer AND President will have signing authority of all league cheques/debit cards and ability to e-transfer funds and manage return of funds.