

Oromocto and Area Pickleball Constitution and Bylaws

Article 1: Name

The name of the organization is Oromocto and Area Pickleball Club (OAPC)

Article 2: Purpose

The purpose of OAPC is to provide members:

- a. The opportunity to play pickleball both recreationally and competitively.
- b. The information, training and programs to increase their knowledge of the sport and improve their skill level.
- c. The opportunity for fun, exercise and social interaction in a safe environment.

Article 3: Club address

The address of the Club shall be established at the resident address of the current Secretary

Article 4: Rules of Play

OAPC will follow current rules of the International Federation of Pickleball (IFP).

Article 5: Membership

Eligibility: Any person, who is at least 18 years of age, that has paid current membership dues as follows:

- (I) An annual fee that includes membership in Pickleball Canada Organization (PCO), Pickleball NB (PNB) and the OAPC ,

or

- (II) An annual fee to OAPC having already become members of PCO and PNB

shall be considered an active member.

Article 6: Dues, Voting Rights, Suspension and Expulsion

1. **Membership Dues:** The Board of Directors recommends the annual dues to be approved at the Annual General Meeting (AGM). Renewal of annual dues are payable on or before January 1 of each year.
2. **Voters:** The voting members of OAPC shall be paid up members.
3. **Application for Membership:** Application for membership is to be submitted and paid through PCO website.

4. **Suspension or Expulsion of Members.** The Board of Directors may suspend, for such period as it determines, or expel any member whose conduct is deemed detrimental to OAPC. Before pronouncing a suspension or an expulsion, the Board of Directors must advise, in writing, the individual concerned of the date and time of the hearing of their case and allow the member to be heard.

A member who fails to pay dues when they are due shall automatically be suspended from membership without notice until the dues are paid.

Article 7: Meetings

1. **Board of Directors:** The first Board of Directors meeting shall be held within 30 days following the AGM. Regular Board of Directors meetings shall be held at least once per month. The day, time and format will be determined by consensus of the Board.
2. **Annual General Meeting:** The Annual General Meeting (AGM) of OAPC shall be held every September at a time and place set by the Board of Directors. All resolutions passed at the AGM will take effect at the close of the AGM.
3. **Special General Meeting:** A Special General Meeting (SGM) shall be called at any time to handle urgent issues that are vital to OAPC. SGM discussions are limited to the agenda items in the Notice of Meeting. Agenda items cannot be added during the SGM.
4. **Notice of Meetings:** Notice of the date, time, place and agenda shall be sent electronically to all members not less than 14 days and not more than 30 days before an AGM or an SGM.
5. **Quorum and Voting:** At an AGM or SGM, the presence, either in person or by any communication device, 3 Board of Director members and a minimum of 15 percent of the total membership shall constitute a quorum. Unless stated otherwise in these Articles, a simple majority (50%+1) of those voting is required on resolutions.
6. **Meeting Procedures:** All meetings of OAPC shall utilize Robert's Rules of Order.

Article 8: Board of Directors and Officers

1. **Eligibility:** Board members must be members of OAPC in good standing.
2. **Structure:** The Board of Directors shall be composed of 4 Executive Officers and additional Board members. The additional board members shall be a minimum of 2 and a maximum of 4.
3. **Responsibilities:** Management of this club shall be vested in the Board of Directors to be responsible to the general membership and to uphold the constitution and bylaws.
4. **Terms:** The terms of office for The Board of Directors are set at 2 years and no more than 3 consecutive terms of office can be served by an OAPC Board of Director. Any further terms of office may only be permitted after a 1 year absence from the Board.

5. **Transitional Provisions:** The first Board of Directors following the approval of this bylaw shall be established as follows:

The existing President, Vice-President, Treasurer and board member shall be deemed elected for a two year term as of September 2024.

An election for the position of Secretary and a minimum of 1 and a maximum of 3 board members, for a two year term ending with the annual general meeting in 2026, shall occur at the meeting following the adoption of these by-laws.

6. **Officers:** The Officers of OAPC are the President, Vice President, Secretary and Treasurer. The Officers shall take office at the first Board of directors meeting following the AGM.

7. **President:** It shall be the duty of the President to:

- Preside over Membership and Board of Director meetings.
- Vote only in the case of a tie
- Represent the Club
- Appoint, committee chairpersons subject to the approval of the Board of Directors.
- Serve as ex-officio member of all committees except any nominating committee
- Perform such other duties as ordinarily pertain to this office.

8. **Vice President:** It shall be the duty of the Vice President to:

- Preside in the absence of the president
- Present committee reports as required
- Fill in for any missing executive at any Board meeting
- Perform other such duties as ordinarily pertain to this office

9. **Treasurer:** It shall be the duty of the Treasurer to:

- Maintain the Club bank Account which shall require two signing authorities
- Receive and distribute all funds appropriately
- Keep an orderly file of all receipts and expenditures and make reports as directed
- Provide monthly and annual financial reports to be signed by the President
- Prepare the annual budget for president at the AGM
- Perform such other duties as ordinarily pertain to this office

10. **Secretary:** It shall be the duty of the Secretary to:

- Record and report the minutes at all meetings and keep an up-to-date minute book
- Keep a copy on file of all the important club records
- Issue notices of meetings by group email or letter (if needed)
- Keep and report the general correspondence of the club
- Perform such other duties as ordinarily pertain to this office

11. Board Members: It shall be the duty of the Board members to:

- Attend and vote at all Board of Directors and general meetings
- Consult, advise and assist the Executive Officers
- Replace any office that is vacated during the term, if possible
- Enforce and protect the constitution

12. Quorum: A quorum at the Board of Directors meetings is 4 members.

13. Removal of Officer: A Special General meeting of members is required to remove an Officer of OAPC.

14. Remuneration: The Executive Committee members shall serve as such without remuneration and no Executive Committee shall directly or indirectly receive any profit from his position. Reasonable expenses incurred by any Executive Committee member in the performance of duties shall be paid.

Article 9: Committees

1. Standing Committees: The following shall be the standing committees of OAPC and will be activated as needed. The President shall appoint the chair of these committees subject to Board of Director approval.

- a. Communications & Marketing
- b. Fundraising and Sponsorship
- c. Training, Coaching and safety
- d. Scheduling and facility rental
- e. Special events and tournaments
- f. Social
- g. Governance
- h. Nominating

2. Minutes of Meetings: All committees shall keep minutes of their proceedings, copies of which will be sent to the Secretary.

3. Action Without a Meeting: Any action required of any committee can be taken without a committee meeting if the majority of the committee members consent to taking the action without a meeting. The consent shall be in the form of an email and such email shall be considered a record of decision and be filed with the secretary.

4. Ad-hoc committees: The Board of Directors shall have the authority to appoint any ad-hoc committees from time to time as need demands.

5. Committee Chairs: Committee Chairs shall have a non-voting role on the Board of Directors for the duration of their tenure if they are not already members of the Board.

Article 10: Adoption of new or amendment of existing Bylaws.

To add, delete or modify the Constitution and Bylaws of OAPC, a 2/3 majority vote of members present at an AGM is required.

Article 11: Financial Administration

1. Fiscal Year: the fiscal year of OAPC shall be January 1 to December 31 .
2. Signing Authority: There shall be two signing officers for any financial transaction, namely the treasurer and one other signatory as determined by the Board of Directors. The Board may also designate a third signatory to sign in the absence of one of the appointed signatories.
3. Spending limits. Small purchases by the signing authority of \$100 and under need no general Board of Directors approval. Purchases exceeding \$100 shall require a simple majority vote of the Board (50%+1).
4. Bank Account: A separate OAPC bank account must be used to transact all OAPC finances.
5. Budget Approval: The annual Budget for the upcoming year will be presented at the AGM and this Budget requires approval of 2/3 of the members present.
6. Cessation of Operations: Should OAPC cease to operate, all funds remaining, less payables and other liabilities shall be given to the a designated charitable or non-profit organization

Article 12: Actions of Committee Members

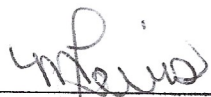
Every Committee member of OAPC, in exercising his/her powers and discharging his/her duties, shall act honestly and in good faith with a view to the best interests of OAPC and exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Article 13: Execution of Documents

Contracts, documents, or any instruments in writing requiring the signature of the OAPC, shall be signed by the President and the Secretary upon the approval of the Board of Directors.

Article 14: Auditors

The members may choose to appoint an auditor to audit the accounts of the OAPC for a report to the members at the next AGM. The remuneration of the auditor shall be fixed by the Board of Directors.



Martin Levis, President



Annette Burgess, Secretary

Adopted at the Special General Meeting held on November 26, 2024