

# Capital Area Pickleball Association Bylaws

## Article 1: General

**Section 1.1: Name.** The name of the organization shall be Capital Area Pickleball Association, hereinafter called "CAPA".

**Section 1.2: Purpose.** The purpose of CAPA shall be to:

- (a) promote the sport of pickleball.
- (b) provide opportunities for members to learn and improve their skills.
- (c) promote and enhance the enjoyment of social, recreational, and competitive play, as well as social pickleball activities.
- (d) work with local governments to establish policies for the safe and equitable use of facilities, including but not limited to supporting the construction of new courts and improvements to existing courts throughout Dane County.

**Section 1.3: Organization.**

(a) *Corporate Status.* CAPA is incorporated as a non-stock, non-profit corporation under Chapter 181 of Wisconsin Statutes.

(b) *Tax-Exempt Status.* CAPA is organized as a tax-exempt social club under Section 501(c)(7) of the federal Internal Revenue Code.

(c) *Management.* All CAPA affairs shall be managed by its Executive Board, hereinafter called "the Board", which comprises the members enumerated in Section 3.1.

(d) *Purview.* CAPA's jurisdiction shall include all of Dane County and such adjacent territory as the Board may from time to time agree to serve.

**Section 1.4: Policy Compendium.**

(a) The Policy Compendium may be amended by a majority of the entire Board to incorporate policies of continuing effect. It shall provide for a Secretary and a Treasurer.

(b) The Policy Compendium is subsidiary to these Bylaws.

(c) The Secretary is authorized to assign reference numbers and descriptive titles to its provisions.

## Article 2: Membership

**Section 2.1: Eligibility.** Membership shall be open to all persons interested in participating in or promoting the sport of pickleball within its jurisdiction. There shall be no precondition for membership, nor will members be required to join any national, state, or regionally affiliated organizations.

**Section 2.2: Dues.** The Policy Compendium shall specify a method of determining the annual dues required of each member. Currency of dues is required for membership in good standing.

**Section 2.3: Termination.**

- (a) *Automatic*. Membership shall be terminated by:
1. voluntary withdrawal,
  2. nonpayment of dues or assessments, or
  3. violation of published rules, guidelines, or regulations promulgated by CAPA.
- (b) *Involuntary*. The Board may vote to terminate the membership of any individual displaying:
1. abusive, combative, or unsportsmanlike behavior,
  2. behavior deemed detrimental to the pickleball community, or
  3. unlawful or dangerous conduct or behavior.

## Article 3: Board

**Section 3.1: Enumeration.** There shall be a total of nine (9) Board members, including a President, Vice-President, and seven (7) Directors.

**Section 3.2: Terms.** The term of office for all Board members shall be two (2) years and shall coincide with the fiscal year. The President and three (3) Directors shall be elected in odd-numbered calendar years. The Vice-President and four (4) Directors shall be elected in even-numbered calendar years.

### Section 3.3: Duties.

(a) *President*. The President shall:

1. assume leadership of CAPA, preside at all CAPA meetings, appoint all regular and special committee chairs, and call special meetings, as required.
2. carry out the direction and policies of the Board and act as the official CAPA spokesperson.
3. in the event of a vacancy on the Board, appoint an interim replacement to finish the term.
4. be responsible for coordination with the Board and other organizations, as needed.

(b) *Vice-President*. The Vice-President shall:

1. assume the duties of the President if the President is absent or unable to function as President.
2. coordinate the efforts of special or standing committees.

(c) *Directors*. The Directors shall:

1. Provide overall policy guidance to CAPA.
2. maintain a strong working relationship between the Board and the members.

**Section 3.4: Eligibility.** All members are eligible for election to the Board, except a Board member currently serving a third consecutive complete term in any capacity. No person may hold more than one (1) Board position at a time. Nominees must, prior to election, indicate their willingness to serve.

### Section 3.5: Nominations.

(a) *By Committee*. A Nominating Committee shall be appointed by the President by June 10. It shall recruit at least one (1) candidate for each office to be filled and, upon securing the agreement of the recruited member, nominate her or him for that office.

(b) *By Self*. Any member, upon declaring candidacy for any office, shall automatically be nominated for that office.

(c) *By Others*. Any member may nominate any other member for any office.

(d) *Timing*. All nominations must be in place by July 10. No nominations will be permitted at the annual meeting.

(e) *Withdrawal*. Any nominee may withdraw at any time prior to the election.

### **Section 3.6: Elections.**

(a) *Election Committee*. An Election Committee of one (1) Board member and two (2) non-Board members, none of whom are candidates for office, shall be appointed by the President by July 31. It shall conduct the election using ranked-choice voting, in which a majority is necessary and sufficient to elect.

(b) *Method*. Members shall cast votes electronically using an internet-enabled form designated as the "polling place." It will list open positions and candidates. Voting is accomplished by ranking the candidates for each office in order of preference. Votes will automatically tabulate into a spreadsheet. The spreadsheet will capture the voter's e-mail address for membership validation purposes.

(c) *Uncontested races*. If the number of candidates for any office is equal to or less than the number of positions to be filled, those candidates shall be deemed elected without a vote. If there are too few candidates to fill an open position, vacancies shall be filled by subsequent appointment.

(d) *Timing*. Voting shall open at 12:01 AM the day after the annual meeting and close at 11:59 PM seven (7) days after the annual meeting.

**Section 3.7: Resignation and Removal.** The unexcused absence of a Board member from three consecutive regular Board meetings shall be deemed a resignation. Any Board member may be removed from office by action of the Board or a membership meeting.

**Section 3.8: Compensation.** All Board members shall serve without compensation.

## **Article 4: Meetings**

### **Section 4.1: Membership Meetings.**

(a) *Annual Meeting*. The annual membership meeting shall be held on the 3rd Thursday in August at a time and place determined by the Board by June 30.

(b) *Special Meetings*. Special membership meetings may be called by the Board on its own initiative and shall be called within 10 days of receipt of a petition by any 25 members. The meeting must occur between 21 and 56 days of the call at a date, time, and place determined by the Board.

(c) *Notice*. Notice of membership meetings shall be sent to each member no less than 21 days nor more than 35 days prior to the meeting.

(d) *Quorum*. A quorum shall consist of 25 members excluding Board members.

(e) *Actions*. A simple majority vote of the members present shall be necessary and sufficient to enact any business except election of Board members and adoption of Bylaw amendments.

**Section 4.2: Board Meetings.** The President may call meetings of the Board at any time by giving at least 48 hours advance notice in writing or e-mail. The President shall determine the date, time, and place of such meeting and may use internet remote-meeting methods. A majority of the Board constitutes a quorum.

## Article 5: Financial

**Section 5.1: Maintenance of Records.** Financial records shall be kept for the seven (7) previous years and the current year, and shall be maintained by the Treasurer. Related documentation shall be kept for one (1) year or as required by law.

### **Section 5.2: Expenditures.**

(a) *Board Approval:* Any expenditure exceeding \$300 shall require the approval of the Board.

(b) *Signatures:* All checks shall be signed by any two (2) from among the Treasurer, President, and Vice President.

(c) *Petty Cash:* The Treasurer may maintain a petty cash fund not to exceed \$50 and allow disbursements from this fund for receipted incidental expenses. Disbursements or cash float funds are not permitted to exceed \$50. The Treasurer shall keep appropriate receipts and invoices covering all such transactions as part of CAPA's financial records.

**Section 5.3: Inventory of Assets.** All CAPA assets shall be physically inventoried at least once annually, and the Treasurer shall maintain a written record thereof.

**Section 5.4: Audits.** The Board, at its discretion, may authorize qualified persons or organizations to audit CAPA's financial records.

**Section 5.5: Fiscal Year.** The fiscal year shall run from September 1 through August 31 of the following year.

## Article 6: Amendments

These Bylaws may be amended, after an explanation and discussion of the proposed changes, by a two-thirds (2/3) vote of the members in attendance at a membership meeting.

## Article 7: Dissolution

CAPA may only be dissolved by a majority vote of the members in attendance at a membership meeting. In the event of CAPA's dissolution, the disposition of its property, funds, and other assets shall be determined by the Board. Such disposition shall occur only after all outstanding liabilities and debts have been settled.

Approved 2016 Oct. 19  
Amended 2018 Aug. 8, 2019 Oct. 30, 2021 Sep. 14, 2022 Sep. 22, and 2023 Aug. 17