

Brazos Valley Pickleball Association, L.L.C.

Comparison of Current vs Proposed Bylaws

The following pages compare the current BVPA Bylaws to the proposed changes and proposed additions approved by the BVPA Board on March 10, 2026.

ARTICLE – General

CURRENT:

Section 1. **Name:** The name of this organization shall be the Brazos Valley Pickleball Association, LLC (BVPA)

Section 2. **Purpose:** To provide fun, fellowship and fitness through the promotion and growth of pickleball in the Brazos Valley Community.

PROPOSED CHANGES:

ARTICLE – Name

The name of the organization shall be Brazos Valley Pickleball Association, L.L.C., hereafter referred to as the “Association.”

ARTICLE – Purpose

The purpose of the Association is to provide fun, fellowship and fitness through the promotion and growth of pickleball in the Brazos Valley community.

ARTICLE - Membership

CURRENT: Eligibility

Membership shall be open to anyone over the age of 18 and each member shall have one vote.

Members will abide by the bylaws and actively support and participate in association functions. All participants must review and sign a liability waiver and provide emergency contact prior to participating in association coordinated activities.

PROPOSED CHANGES:

Eligibility - Membership is open to any individual, age 18 or over, who abides by the Bylaws of the Association, pays the required dues, and signs a liability waiver.

CURRENT: Termination

Membership will be terminated by voluntary withdrawal, nonpayment of dues or assessments, violation of the provisions of these bylaws, or violation of published rules, guidelines and regulations promulgated by the facilities used by the Association.

PROPOSED CHANGES:

Termination of Membership – Membership may be terminated voluntarily or by a majority vote by the Board of Directors for failure to maintain eligibility requirements or conduct detrimental to the Association.

CURRENT: Outside Brazos Valley

People who live outside the Brazos Valley will be allowed to participate in association activities (scheduled court time and special functions) with the approval of the Board but can be terminated whenever the Board sees fit.

PROPOSED CHANGES:

Delete section

Article - Membership (continued)

CURRENT: Dues

Dues: Annual dues of \$40.00 shall be required to be eligible for full participation as a member of this association, including lay in BVPA Tournaments. The membership may agree to other assessments to cover maintenance and equipment replacement needs as needed. Dues shall be collected by January 31 each year. The Board shall determine fees for play.

If someone wishes to join the Association after July 1, they will pay the prorated rate of \$20.00. If they wish to join after October 1, they will pay the prorated amount of \$10.00.

PROPOSED CHANGES:

Dues shall be established for each fiscal year by the Board of Directors. An increase in dues of more than 25% in one year must be approved by a vote of the membership.

Fees for special events and activities hosted by the Association shall be determined by the Board of Directors.

CURRENT: Non-Members

Non-members may be requested to pay a one-day fee depending on the facility access requirements. This fee only grants access to the facility for the day, but does not grant the participant membership with voting rights. At facilities without a mandated access fee, BVPA shall collect a \$5 guest fee.

PROPOSED CHANGES:

Delete section

PROPOSED ADDITION: Rights of Members

Rights of Members – Members shall have the right to vote on matters brought before the membership, elect the Board of Directors, receive notice of meetings and Association updates and participate in Association events and activities.

PROPOSED ADDITION:

Members' contact information shall be used to communicate BVPA sponsored activities or to schedule pickleball play between members. Members' contact information shall not be used for business or personal solicitations unless such solicitations are specifically approved by the BVPA board.

ARTICLE – Officers

CURRENT: Board of Directors

Executive Committee: The Executive Committee of the Association shall consist of a President, Vice President, Secretary and Treasurer. Any active BVPA member is eligible for these offices. The Executive Committee, along with the Board of Directors, shall have overall governing authority over BVPA consistent with the provisions of these by-laws and shall authorize all committees necessary to carry out the purposes and objectives of BVPA.

The Past President shall serve in a non-voting advisory capacity on the Board of Directors for one year following their term.

Board of Directors: The Board of Directors shall consist of the Executive Committee, Past President and Standing Committee Chairmen.

Term of Office: Terms of office shall be for two years with the option of opting out of the second year. The Nominating Committee shall contact each officer to ascertain if they shall serve the second year of their term. If not, the position shall be open for nominations.

PROPOSED CHANGES:

Authority and Purpose – The Board of Directors (“the Board”) is the governing body of the Association and is responsible for overseeing the affairs, property, and business of the organization.

Composition – The Board shall consist of 5 members, including the officers (President, Vice President, Secretary, Treasurer) and one at-large director.

Eligibility – All Board members must be in good standing.

Terms of Service – Board members shall be elected to two-year terms beginning July 1st.

Election – The Board is elected by the membership at the Annual Membership Meeting.

Meetings – The Board shall meet at least quarterly.

Quorum and Voting – Meeting attendance (either in person or electronically) of a simple majority of Board members constitutes a quorum. Decisions require a majority vote of quorum. Proxy voting shall not be allowed.

Vacancies – Unfilled or vacated positions will be filled by the Board until the next scheduled election.

ARTICLE – Officers (continued)

PROPOSED ADDITION:

Removal of Board Members – A board member may be removed from office “for cause” by a majority vote of the Board. “For cause” means a violation of fiduciary duties, frequently missed board meetings, or conduct detrimental to the Association. The membership may also remove a Board member for any reason with a majority vote of the entire membership at a Special Meeting.

Communicating with the Board - Members are encouraged to communicate any ideas or concerns with Board members. While communications are typically done during play or through electronic communications, members may attend a Board meeting. To attend a Board meeting, members should notify a board member to schedule attendance. The Board will schedule a period of time for the member(s) to voice ideas or concerns at the meeting.

ARTICLE – Officers (continued)

CURRENT: Duties and Responsibilities

President – Shall assume association leadership, preside at all meetings, appoint chairs of committees, call special meetings as needed, and generally be a spokesperson for the Association. He/she shall be responsible for coordination with other clubs as needed. He/she shall also be responsible for issuing Guidelines & Rules for association’s activities when there are safety concerns or other requirements not covered by these bylaws.

Vice President – Shall assume the duties of the President in his/her absence. He/she shall serve as liaison to the area USAPA Ambassadors and generally assist the association in all functions as necessary.

Secretary – Shall keep the BVPA records, issues notices of all meetings of the Board or General Membership, shall officially determine if a quorum exists and shall keep minutes thereof.

Treasurer – Shall receive and deposit all moneys due to BVPA and pay all obligations that may be incurred by BVPA in the regular course of its business, shall keep an up-to-date ledger of all financial transactions and provide financial reports at all meetings.

PROPOSED CHANGES:

President – Leads the Association, calls and presides over Board and membership meetings. Provides strategic leadership and vision. Ensures the association operates according to its bylaws and policies. Serves as the primary representative/spokesperson.

Vice President – Assists the President in carrying out board initiatives. Presides over meetings when the President is unavailable. Supports Association coordinators. Takes on special projects as assigned.

Secretary – Records and distributes meeting minutes. Maintains official documents. Tracks board votes. Manages official communications of the Association, including digital and electronic communications, as directed by the Board.

Treasurer – Manages bank accounts and financial records. Tracks income and expenses. Provides financial reports to the board. Assists with budgeting and financial planning. Ensures compliance with tax or reporting requirements.

At-Large Director – Represents the interests and feedback of the membership. Participates in board meetings and is a voting member. In addition, supports and serves the activities and events of the Association.

ARTICLE – Officers (continued)

CURRENT: Election of Officers

A Nominating Committee shall be appointed by the President at least sixty days prior to the annual meeting. The committee shall consist of three members, and present a nomination for each office to be filled thirty days prior to the annual meeting. BVPA members may nominate themselves or another member. Members may only run for one position per election. If a member is nominated for more than one position, he/she shall notify the Nominating Committee their choice of which position they shall seek for election.

If more than one member is nominated for any elective position, voting shall be by secret ballot.

The particular procedures to be followed for nominations and elections shall be determined by the Board.

Should a position not be filled by election, the Board shall fill the position as it sees fit.

PROPOSED CHANGES:

Elections Committee – At least sixty (60) days prior to the Annual Membership Meeting, the President shall appoint an Elections Committee consisting of three (3) members. Members of the Elections Committee shall not be current members of the Board of Directors, candidates for office, or relatives of candidates for office.

The Elections Committee shall be responsible for administering the election process. Duties of the Committee shall include communicating the election process to the membership, soliciting and confirming candidates for open Board positions, distributing candidate information to the membership prior to the election, and overseeing the conduct of the election.

ARTICLE – Officers (continued)

PROPOSED ADDITION: Election Process

Nominations - The Elections Committee shall present at least one (1) nominee for each open office no fewer than thirty (30) days prior to the Annual Membership Meeting. Members may nominate themselves or another eligible member. A member may not be a candidate for more than one (1) office in the same election.

Voting - If more than one (1) candidate is nominated for an office, the election shall be conducted by secret ballot. Voting shall be conducted electronically prior to the Annual Membership Meeting and may also be conducted in person at the Annual Membership Meeting.

Certification of Results - The Elections Committee shall oversee the counting of votes, verify the results by at least two (2) committee members, and announce the election results to the membership.

ARTICLE – Meetings

CURRENT:

There will be a minimum of three board meetings and one general membership meeting per year, with dates and times determined by current needs.

Special meetings may be called by the President or upon request of at least three members. Such meetings shall have at least five days notice given to members regarding time, place and agenda.

An annual meeting shall be held in the month of November each year, for the purpose of electing officers, needs assessment and general planning for the association's activities for the upcoming year.

A minimum of two officers and 20% of the membership will constitute a quorum.

PROPOSED CHANGES:

Annual Meeting - An annual meeting of the membership shall be held each calendar year during the second quarter (May – June) at a time and place determined by the Board.

Special Meetings - Special membership meetings may be called by the President, a majority of the Board, or a written petition of 10% of the membership.

Notice - Members shall receive at least 30 days' notice of the Annual Meeting and 10 days' notice of any other member meeting.

Quorum - A quorum consisting of 20% of members shall be required to hold a vote. The quorum shall be established by a combination of in-person and electronic representation.

Voting - Unless specified otherwise in this document, decisions are made by a majority vote once a quorum is met. Proxy voting shall not be allowed.

ARTICLE – Committees

CURRENT:

The President may appoint, with Board approval, special committees as needed.

Public Relations: A standing committee to address the marketing and promotion of BVPA through community outreach, social media, website and special events.

PROPOSED CHANGES: Coordinators

The Board may appoint coordinators as needed to organize events and activities for the Association. Coordinators shall be nominated by the President and approved by the Board. Coordinator positions shall expire on June 30 of each year and may be renewed with re-appointment.

ARTICLE – Financial

CURRENT:

The fiscal year of the Association shall start the 1st day of January and shall end the 31st day of December.

BVPA's financial records may be audited at the discretion of the Board or Association members.

The Board shall prepare an annual budget to be presented to the general membership for approval at the annual meeting.

All assets of BVPA shall be physically inventoried each year and a written record thereof shall be maintained by the Treasurer and Secretary.

PROPOSED CHANGES:

Fiscal Year - The fiscal year of the Association shall start on the 1st day of January and shall end the 31st day of December.

Annual Budget – An annual budget shall be approved by the Board by January 30th. The annual budget, and any amendments thereto, shall be made available to the membership.

Spending Authorization – Routine spending of under \$500, included in the Board approved budget, shall not require a separate board vote. Proposed spending on items over \$5,000 requires membership approval.

Record of Assets – All assets of the Association shall be physically inventoried each year and a written record thereof shall be maintained.

ARTICLE – Amendments

CURRENT:

Any member of BVPA may propose an amendment to these by-laws. The amendment shall be presented to the Board for approval at a regular meeting before it can be presented to the membership. After Board approval, the amendment must be posted for 10 days prior to the membership meeting. A two-thirds majority vote is required to adopt any amendment.

PROPOSED CHANGES:

Amendments to these bylaws shall require a membership vote in accordance with Article (Meeting of Members) of this document and shall require a two-thirds majority vote of the quorum to pass.

ARTICLE – Dissolution

CURRENT:

On dissolution of the Association, all funds and assets shall be donated to an organization to be determined at the time of dissolution.

PROPOSED CHANGES:

Upon dissolution, assets shall be donated to an organization to be determined by the Board of Directors.

PROPOSED ADDITIONS:

ARTICLE – Access to Records

The Association shall keep minutes of meetings, financial records and reports and other business documents for a minimum of 3 years. Such records will be made available to Association membership upon request.

ARTICLE XII – Policies

The Board may create more detailed policies in compliance with these Bylaws.