

ARTICLES OF AMENDMENT

ARTICLE I - NAME AND PRINCIPAL OFFICE ADDRESS

BUSINESS ID 202303291677976
BUSINESS TYPE Domestic Nonprofit Corporation
BUSINESS NAME BLOOMINGTON PICKLEBALL CLUB, INC.
PRINCIPAL OFFICE ADDRESS PO BOX 291, Ellettsville, IN, 47429, USA
DATE AMENDMENT WAS ADOPTED 07/07/2023

EFFECTIVE DATE

EFFECTIVE DATE 07/07/2023
EFFECTIVE TIME 02:18PM

ARTICLE I - PERIOD OF DURATION

DATE OF ADOPTION 07/07/2023
EXPIRATION DATE Perpetual

ARTICLE I - CORPORATION TYPE AND MEMBERSHIP

DATE OF ADOPTION 07/07/2023
TYPE OF CORPORATION Public benefit corporation, which is organized for a public or charitable purpose
WILL THE CORPORATION HAVE MEMBERS? Yes

DISTRIBUTION OF ASSETS UPON DISSOLUTION OR FINAL LIQUIDATION

The properties and assets of the Club are irrevocably dedicated to and for non-profit purposes only. No part of the net earnings, properties, or assets of the Club, on dissolution or otherwise, shall inure to the benefit of any person or any member, director, or officer of this Club. On liquidation or dissolution, all remaining properties and assets of the Club shall be distributed and paid over to an organization dedicated to non-profit purposes as set forth in the Articles of Incorporation.

ARTICLE I - PRINCIPAL OFFICE ADDRESS

DATE OF ADOPTION 07/07/2023
PRINCIPAL OFFICE ADDRESS PO BOX 291, Ellettsville, IN, 47429, USA

ARTICLE I - STATEMENT OF PURPOSE

DATE OF ADOPTION 07/07/2023

STATEMENT OF PURPOSE

The purposes of this Corporation are charitable and educational. Our goals are to enhance the health and welfare of the public by encouraging, organizing, and promoting engagement in the sport of pickleball in Bloomington, Indiana and the surrounding areas. The mission is to encourage participation in local pickleball events and competitions to reduce the burdens of local municipalities, and to partner with other qualified charities for fund raising efforts. This includes organizing and managing local, regional, national, and international tournaments. It also includes providing financial assistance to local municipalities for planning, construction, and maintenance of pickleball courts and related infrastructures.

ARTICLE I - GOVERNING PERSON INFORMATION

DATE OF ADOPTION 07/07/2023

TITLE President
NAME Brandon Synder
ADDRESS 1212 Crabapple Road, Franklin, IN, 46131, USA

TITLE Chairman
NAME Daniel Sessions
ADDRESS 9483 W Fenceline Rd, Spencer, IN, 47460, USA

TITLE Vice President
NAME Katie Weismiller
ADDRESS 2420 N Barbara Dr, Bloomington, IN, 47408, USA

TITLE Vice Chairman
NAME Donald Young
ADDRESS 2005 E Railway Cir, Bloomington, IN, 47401, USA

TITLE Treasurer
NAME Kenneth Merkley
ADDRESS 1967 E Cheyanne Ln, Bloomington, IN, 47401, USA

APPROVED AND FILED
DIEGO MORALES
INDIANA SECRETARY OF STATE
07/07/2023 03:27 PM

SIGNATURE

THE MANNER OF THE ADOPTION OF THE ARTICLES OF BUSINESS AMENDMENT AND THE VOTE BY WHICH THEY WERE ADOPTED CONSTITUTE FULL LEGAL COMPLIANCE WITH THE PROVISIONS OF THE ACT, THE ARTICLES OF INCORPORATION, AND THE BYLAWS OF THE CORPORATION.

THE UNDERSIGNED OFFICER OF THIS NONPROFIT CORPORATION EXISTING PURSUANT TO THE PROVISIONS OF THE INDIANA NONPROFIT CORPORATION ACT DESIRES TO GIVE NOTICE OF ACTION EFFECTUATING BUSINESS AMENDMENT OF CERTAIN PROVISIONS OF ITS ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, THE UNDERSIGNED HEREBY VERIFIES, SUBJECT TO THE PENALTIES OF PERJURY, THAT THE STATEMENTS CONTAINED HEREIN ARE TRUE, THIS DAY **July 7, 2023**.

THE UNDERSIGNED ACKNOWLEDGES THAT A PERSON COMMITS A CLASS A MISDEMEANOR BY SIGNING A DOCUMENT THAT THE PERSON KNOWS IS FALSE IN A MATERIAL RESPECT WITH THE INTENT THAT THE DOCUMENT BE DELIVERED TO THE SECRETARY OF STATE FOR FILING.

SIGNATURE

Donald Young

TITLE

Authorized Agent

Business ID : 202303291677976
Filing No. : 9943600

ARTICLES OF INCORPORATION
Of
Bloomington Pickleball Club, Inc.

Article 1

Section 1.

The legal name of this Non-Profit Corporation is Bloomington Pickleball Club, Inc.

STATEMENT OF PURPOSE

The purposes of this Corporation are charitable and educational. Our goals are to enhance the health and welfare of the public by encouraging, organizing, and promoting engagement in the sport of pickleball in Bloomington, Indiana and the surrounding areas. The mission is to encourage participation in local pickleball events and competitions to reduce the burdens of local municipalities, and to partner with other qualified charities for fund raising efforts. This includes organizing and managing local, regional, national, and international tournaments. It also includes providing financial assistance to local municipalities for planning, construction, and maintenance of pickleball courts and related infrastructures.

Type of Corporation: Public benefit corporation

Will the corporation have members: Yes

DISTRIBUTION OF ASSETS

The properties and assets of the Club are irrevocably dedicated to and for non-profit purposes only. No part of the net earnings, properties, or assets of the Club, on dissolution or otherwise, shall inure to the benefit of any person or any member, director, or officer of this Club. On liquidation or dissolution, all remaining properties and assets of the Club shall be distributed and paid over to an organization dedicated to non-profit purposes as set forth in the Articles of Incorporation.

Section 2. Vacancies. Any vacancy in the Board of Directors, from whatever cause arising, including any increase in the size of the Board of Directors, shall be filled by selection of a new Director by a majority vote of the remaining members of the Board of Directors (even if less than a quorum); provided, however, that if such vacancy or vacancies leave the Board of Directors with no members or if the remaining members of the Board of Directors are unable to agree upon a new Director or determine not to select a new Director, such vacancy may be filled by a vote of the members at a special meeting called for that purpose or at the next annual meeting of members. The term of a Director elected or selected to fill a vacancy shall expire at the end of the term for which such Director's predecessor was elected, or, in the case of a vacancy created by an increase in the size of the Board of Directors, the term of the new Director shall expire as of the next annual meeting of the members or, if later, when a successor is elected and qualified.

Section 3. Limited Liability of Directors. Directors shall be immune from personal liability for any action taken as a Director, or any failure to take any action, to the fullest extent permitted by the Act and by general principles of (nonprofit) corporate law.

Section 4. Removal of Directors. Any or all of the members of the Board of Directors may be removed, with or without cause, by the affirmative vote of a majority of the members then entitled to vote at an election of Directors. Directors may not be removed by the Board of Directors.

Section 5. Limitation on Lobbying and Political Activities. Notwithstanding any other provision of these Articles, no substantial part of the activities of the Corporation shall be or consist of carrying on propaganda or otherwise attempting to influence legislation. The Corporation shall not participate or intervene in (including the publication or distribution of

statements) any political campaign on behalf of or in opposition to any candidate for public office.

APPROVED AND FILED
DIEGO MORALES
INDIANA SECRETARY OF STATE
07/07/2023 03:27 PM

Bloomington Pickleball Club, Inc. Bylaws

ARTICLE I GENERAL

The following bylaws are subject to, and governed by, the Non-Profit Corporation Act of Indiana and the Articles of Incorporation of Bloomington Pickleball Club, Inc. In the event of a direct conflict between the following provisions of these bylaws and the mandatory provisions of the Non-Profit Corporation Act of Indiana, the Non-Profit Corporation Act shall be the prevailing controlling law. In the event of a direct conflict between the provisions of these bylaws and the Articles of Incorporation, it shall then be the Articles of Incorporation that shall be governing.

ARTICLE II NAME

The legal name of this Non-Profit Corporation is Bloomington Pickleball Club, Inc.

ARTICLE III PURPOSE

The purposes of this Corporation are charitable and educational. Our goals are to enhance the health and welfare of the public by encouraging, organizing, and promoting engagement in the sport of pickleball in Bloomington, Indiana and the surrounding areas. The mission is to encourage participation in local pickleball events and competitions to reduce the burdens of local municipalities, and to partner with other qualified charities for fund raising efforts. This includes organizing and managing local, regional, national, and international tournaments. It also includes providing financial assistance to local municipalities for planning, construction, and maintenance of pickleball courts and related infrastructures.

ARTICLE IV MEMBERSHIP AND DUES

A. Membership

- a. Membership for Bloomington Pickleball Club, Inc. is open to all players and those who have an interest in pickleball
- b. Everyone must complete a Bloomington Pickleball Club application on the club website
 - i. Failure to properly complete application may result in non-acceptance
- c. Non members may participate in club activities but are not eligible for club discounts offered to club members.

- i. Non members shall not participate in club activities that are deemed Bloomington Pickleball Club, Inc. only.
 - d. Membership lasts the duration of the calendar year in which the application is accepted.
 - e. Liability - Members agree to abide by the "Release of Liability, Waiver of Claims, Assumption of Risks" as stated on the most current Bloomington Pickleball Club, Inc. website Terms and Conditions page.
- B. Dues
 - a. Bloomington Pickleball Club, Inc. membership is not activated until full payment is received
 - i. Payment can be made on the Club website or manually through the Club Treasurer
 - ii. Failure to pay membership dues is reason for member termination
 - b. The membership year is based on the calendar year when the application or re-application is approved
 - c. Bloomington Pickleball Club, Inc. dues may be evaluated each year by the board
- C. All members are required to practice good sportsmanship and display good behavior.
- D. There shall be no discrimination on the basis of characteristics such as age, race, ethnicity, disability, gender, sexual orientation, or religion.
- E. Disciplinary Action
 - a. Members that display poor sportsmanship or who unnecessarily and purposefully create a state of disturbance are subject to have their membership temporarily or permanently suspended by the board.
 - b. All members are subject to termination at any time at the discretion of the Board.

ARTICLE V MEMBER MEETINGS

- A. An annual club member meeting will be held
 - a. With an email notification sent to members with at least 30 days in advance of the meeting. Special meetings may also be called by written request of at least four voting members of the Club. The president will then set up a meeting of the members to discuss and resolve the issue with the assistance of the executive committee.
 - b. Regular Board meetings may be called by the Board Chair and a quorum will constitute at least two thirds (rounded down) of those current Board members having voting rights.
 - c. All meetings will use Roberts Rules of Order as a guideline in conducting such meetings. Voting may use verbal or hand recognition. A simple majority will suffice unless the Board approves otherwise.

ARTICLE VI

EXECUTIVE BOARD, CLUB OFFICERS, AND APPOINTMENT

- A. Executive Board Leadership Titles
 - a. Chair of the Board
 - b. Vice Chair of the Board
 - c. Recorder of the Board

- B. The Board is made up of 15 members and shall reserve the right to add positions as seen fit in order to better accomplish the mission of Bloomington Pickleball Club, Inc..

- C. Club Officers
 - a. President
 - b. Vice President
 - c. Treasurer

- D. The Executive Committee is defined as the Executive Board Leadership Team and The Club Officers Team.

- E. Duties for respective offices
 - a. Chair of the Board
 - i. Responsibilities:
 - 1. Preside over all board meetings and actions
 - 2. Advise the club president on all matters
 - 3. Appoint sub-committee chairs
 - 4. To assign board members to committees
 - 5. Determine when sub-committees are needed
 - 6. To act as the official spokesperson for the board
 - 7. To serve as an ex-officio member of all sub-committees
 - 8. Terminate sub-committees
 - 9. Maintain the Club By-Laws
 - 10. To chair the Executive Committee
 - ii. Term
 - 1. Two years from the election date
 - b. Vice Chair of the Board
 - i. Responsibilities:
 - 1. To assume responsibility should the chair be absent
 - 2. To serve on the Presidential review sub-committee
 - ii. Term
 - 1. Two years from the election date

- c. Recorder
 - i. Responsibilities:
 - 1. To keep accurate records of all transactions of the board
 - 2. To distribute to members of the board a copy of the minutes of the meetings of the board
 - 3. To assist the president in maintaining an official copy of board actions in the office of the president.
 - ii. Term
 - 1. Two years from the appointment date
 - d. President of the Bloomington Pickleball Club, Inc.
 - i. Responsibilities
 - 1. All executive operations of the club
 - 2. Select and appoint administrators
 - 3. Lead annual strategic plan
 - 4. Ex-officio member of the Executive Board
 - ii. Term
 - 1. Two years from the election date
 - e. Vice President of the Bloomington Pickleball Club, Inc.
 - i. Responsibilities
 - 1. Primary delegate of the president
 - 2. Function as the president in the absence of the president
 - 3. Ex-officio member of the Executive Board
 - ii. Term
 - 1. Two years from the election date
 - f. Treasurer of the Bloomington Pickleball Club, Inc.
 - i. Responsibilities
 - 1. Keeping an accounting of all club funds
 - 2. Lead the effort for annual financial reporting and accounting
 - 3. Ex-officio member of the Executive Board
 - ii. Term
 - 1. Two years from the election date
- F. Qualifications for Executive Board and Officers
- a. An active member of Bloomington Pickleball for at least one year.
- G. Electoral Procedures
- a. At the annual meeting, the Executive Board shall elect or appoint two members of the Board to fill the positions of the members whose terms expire at that meeting by a majority vote of at least three members (excluding any member whose term expires at that meeting).

- b. Number and Term. There shall be fifteen voting members of the Board of Trustees. Each member shall have a term of two years. Each term shall commence upon the date for the annual meeting for the Executive Board.
- c. Vacancies. Any vacancy occurring in the Board of Directors may be filled at any special, regular or annual meeting of the Executive Board by the affirmative vote of at least five members of the Board of Directors including the chair of the board.
- d. Removal of Board Members. Any of the members may be removed with cause, after a hearing before the Board, by the affirmative vote of at least five members at a special meeting of the Board called for such purpose, or at a regular meeting of the Board if the removal of such member is included as an agenda item in the notice of such regular meeting delivered to each member of the Board not less than 10 days prior to such regular meeting.
- e. Removal of Elected and Appointed club roles. Any of the elected or appointed members may be removed with cause, after a meeting of the combined Executive Board and Club Officers, by the affirmative vote of at least 3 members at a special meeting called for such purpose, a ratification of any decision in this manner must be achieved at the subsequent board meeting.

ARTICLE VII DECISION MAKING

- A. Establishment of a Quorum
 - a. A minimum of one chair of the board and six other board members are needed for a quorum to be established.
- B. Board Decisions
 - a. Decisions of the board can only be rendered by a quorum majority vote.
- C. Ex-Offico Members of the Board
 - a. Ex-offico members of the board will only be called upon to break a tie of votes from full board members. In the order of Pres, Vice Pres, and Treasurer
 - b. Ex-offico statutes is applied to officers of the club

ARTICLE VIII AMENDMENTS

- A. Any member of the organization may propose an amendment to Executive Board
 - a. Amendment must be emailed to the President so it may be voted on during organization meetings
 - i. Vice President must be carbon copied on email
- B. In order for an amendment to be ratified, it must pass a majority vote among executive board members present at a meeting.

ARTICLE IX
DEDICATION OF ASSETS

- A. The properties and assets of the Club are irrevocably dedicated to and for non-profit purposes only. No part of the net earnings, properties, or assets of the Club, on dissolution or otherwise, shall inure to the benefit of any person or any member, director, or officer of this Club. On liquidation or dissolution, all remaining properties and assets of the Club shall be distributed and paid over to an organization dedicated to non-profit purposes as set forth in the Articles of Incorporation.