

# BYLAWS OF THE WORLD PICKLEBALL FEDERATION

In Force: ADOPTED 3 June 2023



## TABLE OF CONTENTS

ARTICLE		PAGE
<b>1. GENERAL PROVISIONS</b>		
1.1	Name, Legal Status, Foundation	2
1.2	Official Language	
1.3	Purposes and Objectives	
1.4	Principles	
1.5	Autonomy	
1.6	Olympic Charter	
1.7	Definitions	
<b>2. MEMBERSHIP</b>		7
2.1	National Federations	
2.2	Continental Unions	
2.3	Regional or Special Interest Members	
2.4	Affiliate Membership	
2.5	Admission to Membership	
2.6	Ongoing Membership Requirements	
<b>3. GENERAL MEETINGS</b>		13
3.1	Governing Structure	
3.2	Annual General Meeting	
3.3	Extraordinary General Meetings	
<b>4. BOARD OF DIRECTORS</b>		18
4.1	Structure	
4.2	Election	
4.3	Role and Responsibilities	
4.4	Procedures	
4.5	Honorary Vice Presidents	
4.6	Meeting of the Board in Executive Session	
<b>5. ADMINISTRATION</b>		23
5.1	Subsidiary Organisations	
5.2	Indemnity	
5.3	Staff of WPF	
<b>6. FINANCE</b>		22
6.1	Subscription Payments	
6.2	Accounts	
<b>7. JUDICIAL PROVISIONS</b>		24
7.1	Anti-doping	
7.2	Discipline	
7.3	Authority	
<b>8. FINAL PROVISIONS</b>		26
8.1	Alteration of these bylaws	
8.2	Dissolution	

## **ARTICLE 1 : GENERAL PROVISIONS**

### **1.1 NAME, LEGAL STATUS, FOUNDATION**

The body called the 'World Pickleball Federation' hereinafter referred to as "WPF" is organized as a not-for profit association.

WPF was established on December 11, 2018 in Illinois USA with the intention of regulating, developing and promoting pickleball internationally.

WPF shall possess legal personality and have the capacity to contract, to acquire and dispose of immovable property, and to institute and defend in legal proceedings.

### **1.2 OFFICIAL LANGUAGE**

The official language of WPF shall be English.

The use of other languages by a speaker is authorized at meetings subject to the provision of interpretation into English being provided by the speaker at their own cost and that notice is given to the Chair of the meeting in advance.

### **1.3 PURPOSES AND OBJECTIVES**

The key focus of WPF is the governance and administration of pickleball worldwide.

The Purposes and Objectives of WPF shall be to:

- 1.3.1 publish and promote the Bylaws and Principles;
- 1.3.2 control the game, from an international perspective, in all countries and continents;
- 1.3.3 promote and popularize pickleball worldwide;
- 1.3.4 support and encourage the development of pickleball as a sport for all;
- 1.3.5 encourage the formation of new National Federations, strengthen the bonds between National Federations and resolve disputes between National Federations;
- 1.3.6 organize, conduct and present world pickleball events to world class standards and ensure other international events meet the appropriate international standards;
- 1.3.7 protect the integrity of pickleball through programmes for the prevention and fight against doping and match-fixing. In particular, WPF will become a signatory of WADA and ensure compliance with the World Anti-Doping Programme;
- 1.3.8 engage in commercial activities that give direct benefits to the sport and ensure the sustainable development of WPF;
- 1.3.9 uphold these Principles, Purposes and Objectives, taking such measures as may be necessary for advancing the interests of pickleball from an international perspective.

## **1.4 PRINCIPLES**

WPF is an association for national pickleball federations. WPF and its National Federations, through their membership, are committed to these principles for the sport and WPF itself.

### **1.4.1 Sports for All**

Pickleball is a sport for people of all ages and people of all abilities – recreational, competitive and elite world class.

### **1.4.2 Fair Play**

WPF and its National Federations shall take all reasonable care to ensure competitions and those participating in events respect “fair play”. WPF promotes the highest degree of sportsmanship and integrity among the players, officials and administrators.

Players at all levels must be able to participate in pickleball which is free of drugs, violence, discrimination, technical manipulation, cheating and any form of exploitation in an attempt to win or to manipulate the outcome of a match.

### **1.4.3 Harassment Free Sport**

All those working and participating in pickleball including players, coaches, technical officials and administrators have a right to compete, work and participate in a harassment-free environment. WPF shall use its Code of Ethics to ensure there are no forms of harassment whether that be physical, psychological or other forms of harassment.

### **1.4.4 Equal Opportunity**

Pickleball has equal representation of men and women on the field of play. WPF supports the active participation of women in pickleball at all levels and the representation of both men and women in the affairs of WPF beyond the field of play.

### **1.4.5 Environmental Responsibility**

WPF shall take a responsible approach to safeguarding the environment and managing resources in a sustainable way through its practices in hosting events and in managing its operations.

### **1.4.6 Non-Discrimination and Ethics**

WPF shall not allow any form of discrimination to affect its decisions or actions, be it discrimination based on race, color, sex, sexual orientation, language, religion, political or other opinion, national or social origin, property, birth or other status.

Anyone who deals with WPF and / or shares in its activities in any capacity, notably those referred to in Clause 7.3, commit themselves by their actions to behave in a non-discriminatory and ethical manner.

## 1.5 AUTONOMY

- 1.5.1 The autonomy of international sport is a fundamental principle and WPF will take appropriate measures to preserve the autonomy of international pickleball.
- 1.5.2 WPF shall allow National Federations complete autonomy in their own territory. It will have no part in purely national issues unless such issues affect the international image, or the Olympic and Paralympic status of the sport in any way. When the autonomy of a National Federation is being compromised, WPF shall take any appropriate measures.
- 1.5.3 National Federations must manage their internal affairs with total independence including but not limited to the selection of athletes for WPF sanctioned events. National Federations must remain autonomous and resist political, religious and financial pressure which may infringe their commitment to conform to WPF's Bylaws. Any external form of interference or attempt shall be reported to WPF.
- 1.5.4 National Federations' bylaws must make provision for an election or internal appointment system that ensures independence of the National Federation.
- 1.5.5 The Board of Directors may take appropriate action against any National Federations not in compliance with Clause 1.5.

## 1.6 OLYMPIC CHARTER

The general and fundamental principles of the Olympic Charter are applicable, and no provision of the Bylaws shall be deemed to conflict with or derogate from those principles.

## 1.7 DEFINITIONS

- 1.7.1 **AGM** – means an Annual General Meeting of WPF called and conducted in accordance with Clause 3.2.
- 1.7.2 **Anti-Doping Regulations** – means such regulations as may from time to time be developed and published by the Board of Directors in accordance with Clause 7.1.
- 1.7.3 **4 Year Cycle** – means a four (4) year period of time and extends from 1 October in the year of the Summer Olympic Games to the 30 September of the year of the subsequent Summer Olympic Games.
- 1.7.4 **Affiliate Member** – means an organization recognized as such in accordance with Clause 2.4.
- 1.7.5 **CAS** – means the Court of Arbitration for Sport.
- 1.7.6 **Closing Date** – shall be the date defined in accordance with Clause 3.2.2.
- 1.7.7 **Continental Unions** – shall have the meaning set out in Clause 2.2.
- 1.7.8 **Board of Directors** – means the body elected in accordance with Clause 4.1.
- 1.7.9 **General Meeting** – means an AGM or Extraordinary General Meeting of WPF called and conducted in accordance with these Bylaws.

- 
- 1.7.10 **Honorary Life Vice President** – means such a person as may be appointed in accordance with Clause 4.5.
- 1.7.11 **IOC** – means the International Olympic Committee.
- 1.7.12 **National Federation** means a national governing body with membership of WPF as defined in Clause 2.1.
- 1.7.13 **National Federation in Good Standing** means a National Federation who:
- 1.7.13.1 does not have any subscriptions due (Clause 6.1);
  - 1.7.13.2 is not under suspension (Clauses 2.6.5 –2.6.10); and
  - 1.7.13.3 who has submitted a completed form to WPF for the current year (Clause 2.6.1).
- 1.7.14 **Notice** – means formal notification by email, fax or mail.
- 1.7.15 **Para Pickleball** means pickleball for people with an impairment.
- 1.7.16 **President** – means such person as may be elected to that role in accordance with Clause 4.2.
- 1.7.17 **Principles** – shall have the meaning as set out in Clauses 1.4.1 to 1.4.6.
- 1.7.18 **Purposes and Objectives** – shall have the meaning as set out in Clause 1.3.
- 1.7.19 **Regulations** – mean 1) all regulations governing competitions including but not limited to the General Competition Regulations, the Regulations for WPF Events, and 2) any other Regulations including Anti-Doping Regulations, Disciplinary Regulations, Appeals Regulations, Codes of Conduct, Awards Regulations, Board of Directors Procedures and Guidelines which are approved by the Board of Directors.
- 1.7.20 **Annual Form** – means the form submitted to the Secretary by National Federations annually which contains such information required for purposes of administration and publication including but not limited to the names, addresses and contact information of its principal officers and a declaration that the provisions of Criteria for Membership (Clause 2.1) continue to be met.
- 1.7.21 **Secretary** – means a person appointed under Clause 4.2.
- 1.7.22 **Votes Cast** – means votes by a show of hands, valid votes that are submitted in a secret ballot or votes made by other technological means. Blank voting slips, blank pieces of paper and void voting papers are not “Votes Cast”. Similarly an abstention does not count as a Vote Cast. Voting majorities will be calculated only on the basis of Votes Cast.
- 1.7.23 **WADA** – means World Anti-Doping Agency.
- 1.7.24 Words signifying persons in these Bylaws include corporations and all legal persons including any other entities or bodies whether incorporated or not.

- 1.7.25 Words signifying the masculine gender in these Bylaws include the feminine and neuter genders and vice versa.
- 1.7.26 Any deadline referred to in these Bylaws shall mean midnight on the day of the deadline at the location of WPF headquarters.

## ARTICLE 2 : MEMBERSHIP

### 2.1 NATIONAL FEDERATIONS

National Federations applying for membership of WPF shall fulfil the following criteria:

- 2.1.1 be formally recognized by the Board of Directors as the overall governing body for pickleball in the country;

In making the recognition determination, the Board of Directors shall, inter alia take the following into consideration:

- 2.1.1.1 Number of registered members;
  - 2.1.1.2 Number of registered affiliated clubs / regional associations if applicable;
  - 2.1.1.3 Hosting of national / international pickleball events;
  - 2.1.1.4 Length of time since registration;
  - 2.1.1.5 Previous AGM minutes and Financial Reports;
  - 2.1.1.6 Dynamic Website / official social pages with regular updates;
- 2.1.2 cover the territory of a country that is recognized as such and recognized as an independent and sovereign state by the international community;
- 2.1.3 have bylaws that are consistent with that of WPF and its Principles, Purposes and Objectives as per the guidelines approved by The Board of Directors, and provide a copy to WPF for its records;
- 2.1.3.1 provide details of any subsequent amendments to the bylaws not later than one calendar month after the general meeting at which such amendments were approved.
- 2.1.4 be a legally registered body and/or can satisfy WPF that it has the legal and administrative ability to administer the sport to an acceptable standard;
- 2.1.4.1 be registered as a 'not for profit' organization in such countries that recognize 'not for profit' organization;
  - 2.1.4.2 have a clear statement of conflict of interest in their bylaws;
- 2.1.5 give a formal undertaking to be bound by the Anti-Doping rules consistent with the requirements of Clause 7.1;
- 2.1.6 give a formal undertaking to observe the Bylaws of WPF;
- 2.1.7 undertake to recognize CAS as the only external judicial authority to which an appeal can be made;
- 2.1.8 subject only to appeal to CAS, undertake to accept as binding and final the decisions of the competent authorities within WPF and to be subject to such binding and final decisions;

- 2.1.9 undertake to make every reasonable effort to impose the obligations in Clauses 2.1.5 to 2.1.7 upon its affiliated clubs and associations and their members in all those areas where WPF has authority;
- 2.1.10 undertake to adhere to Clause 1.5 with regard to the autonomy of international sport and the autonomy of National Federations;

## **2.2 CONTINENTAL UNIONS**

WPF has endorsed the formation of Continental Unions for Africa, Asia, Europe, Oceania and Pan America, in accordance with the division recognized by the IOC. The Continental Unions shall promote, develop and regulate pickleball in their respective continent and in mutual cooperation and will be supported and encouraged in that process by WPF.

- 2.2.1 The Continental Union's Bylaws, principles, purposes and objectives and rules must conform to those of WPF as per the guidelines approved by Board of Directors.
- 2.2.2 The strategies and policies of the Continental Unions are required to fulfil the objectives of WPF.
- 2.2.3 Each Continental Union shall provide WPF with a copy of its Bylaws and with details of any subsequent changes not later than one calendar month after the meeting at which they are made.
- 2.2.4 Upon achieving membership or affiliate membership, National Federations or Affiliate Members shall automatically become members of WPF's relevant Continental Union.
- 2.2.5 Continental Unions may accept other Affiliate Members without voting rights.
- 2.2.6 With the acceptance of the parties concerned, an Annual General Meeting has power to vary the Continental Union to which a National Federation belongs.
- 2.2.7 Parts of a National Federation which lie wholly within a Continental area other than that in which the National Federation is situated may, with the permission of the Board of Directors and the consent of their National Federation, be attached to the Continental Union in whose area they lie for the purpose of competition and the development of pickleball.

## **2.3 REGIONAL OR SPECIAL INTEREST MEMBERS**

Membership of WPF is also open to any organization which may be formed by a grouping of National Federations or individuals for the further promotion of the game and which adheres to the Bylaws of WPF. Such membership is subject to Board of Directors approval at its sole discretion.



## 2.4 AFFILIATE MEMBERS

- 2.4.1 Affiliate Membership of WPF is open to:
- 2.4.1.1 clubs or organizations in the process of forming a national pickleball organization in a territory where there is no national pickleball organization recognized by WPF;
  - 2.4.1.2 clubs or organizations trying to form a national pickleball organization in a territory that is not yet recognized by the international community; and
  - 2.4.1.3 clubs or organizations which are exclusively for Para-Pickleball players and who are not affiliated to a National Federation.

### Clubs and Organizations

- 2.4.2 Clubs or organizations within countries or (semi) independent territories not yet nationally organized and countries that are not yet recognized as an independent and sovereign state by the international community which agree to adhere to the Bylaws of WPF may upon application be admitted as Affiliate Members of WPF upon such terms and conditions as determined by the Board of Directors.
- 2.4.2.1 An Affiliate Member shall give all practical support to the formation of a National Federation (or corresponding organization) for the country in which it is situated.
  - 2.4.2.2 An Affiliate Membership other than those admitted as Para Pickleball Organizations (Clause 2.4.1.3) shall lapse automatically when a properly constituted national federation is admitted to WPF membership.
  - 2.4.2.3 The term of an Affiliate Membership shall not extend more than five years beyond the original affiliation unless a longer term is approved by the Board of Directors upon written request.

The Board of Directors may at any time stop recognizing a particular body as an Affiliate Member if such an Affiliated Member acts against WPF, its Bylaws or its Principles, Purposes or Objectives. Such a decision shall have repercussions to all persons acting under the auspices of such an Affiliated Member.

### Para Pickleball Organizations

- 2.4.3 Affiliate Membership is open to national organizations serving the needs of pickleball players with a disability for the purposes of providing entry for Para Pickleball players into international Para Pickleball events sanctioned by WPF.
- 2.4.4 Such organizations must agree to adhere to the Bylaws of WPF and may upon application be admitted as Affiliate Members of WPF upon such terms and conditions as determined by the Board of Directors.

## 2.5 ADMISSION TO MEMBERSHIP

### Requirements

In order to become a member of WPF, a national pickleball federation that meets the criteria in Clause 2.1 may apply to the Board of Directors on the application form approved

by the Board of Directors and submit the required supporting documents with its application.

### **Admission Process**

- 2.5.1 After verification by the Secretary, and the President or the person appointed by the Board of Directors for this purpose, the application with any recommendation shall be notified by the to all National Federations
- 2.5.1.2 Supporting documents will be provided to National Federations on request.
- 2.5.2 In the absence of the receipt of an objection from five (5) or more National Federations within a period of one (1) month after such notification, the Board of Directors shall have power to elect the applicant as a National Federation. Such election shall be reported to all other National Federations.
- 2.5.3 Application for membership from a Regional or a Special Interest Association or an Affiliate Member shall be approved by the Board of Directors.

### **Protest**

- 2.5.4 Should a protest be received from five (5) or more National Federations, the application shall not be dealt with by the Board of Directors but, together with the reasons for objection and their sources, shall be placed on the agenda for consideration by the next AGM. A simple majority shall suffice to elect the applicant, such election will be effective as of the close of the AGM and is conclusive.

### **Jurisdictional Disputes**

- 2.5.5 In the event of any organization claiming jurisdiction over disputed territory or claiming jurisdiction over territory to which it might not have an obvious claim:
- 2.5.5.1 The organization shall be responsible for the settlement of its dispute and shall submit to the Board of Directors a statement setting out its resolution of the dispute and all necessary documents to satisfy the requirements of membership contained in Clauses 2.1 and 2.5.
- 2.5.5.2 In the event of any organization desiring, or being forced, to alter its area of jurisdiction, whether greater or smaller, from that of its original claim, it shall immediately submit details thereof to the Secretary together with the relevant supporting documentation. National Federations shall be advised of the change.

## **2.6 ONGOING MEMBERSHIP REQUIREMENTS**

- 2.6.1 Every National Federation shall submit to the Secretary not later than 30 September in each calendar year a completed Annual Form which includes the number of its registered players as at a date within the preceding three (3) months.

The Board of Directors shall have the right by 31 October in the same year to refuse to accept such declarations representing the number of registered players and also, if no Annual Form has been received, to assess the figures on such information as shall be available. A National Federation shall have the right to object to the Board of Directors against such assessment within fourteen (14) days of receipt of the notice of the Board of Directors' decision. The onus of proof shall lie with the National Federation concerned.

The contact information in the Annual Form will be used for the day to day communication with the National Federation, however with the primary contact person being the President in case of any doubt.

- 2.6.2 In order to retain its membership status, a National Federation shall at all times fulfil all the conditions necessary for admission to membership (Clause 2.1) and promptly advise WPF of any material change in its status.
- 2.6.3 A National Federation must always comply with the Bylaws of WPF and be able to enter into contracts, sue or be sued as a legal person as recognized in its territory of operations.

### **Retirement**

- 2.6.4 A National Federation wishing to retire from WPF must give notice in writing to the Secretary on or before 30 September in any given year and, in default, will be held liable for the subscription for the next year. Any subscriptions already paid are non refundable. National Federations will be promptly notified of any retirement.

### **Suspension**

- 2.6.5 Between General Meetings the Board of Directors has the power to suspend the membership of a National Federation who, in the opinion of the Board of Directors, acts directly against WPF, its Bylaws, or its Principles, Purposes or Objectives. Suspension is a temporary sanction and therefore a General Meeting cannot initiate a suspension or require the Board of Directors to do so.
- 2.6.6 The Board of Directors may remove a suspension at any time.
- 2.6.7 If a suspension of a National Federation is in effect at the date of a General Meeting, the General Meeting shall vote to confirm or remove the suspension, a simple majority of the Votes Cast being decisive. Such a vote may be transacted without the matter being previously put on the Agenda.
- 2.6.8 National Federations under suspension have the right to speak but not vote on their case at a General Meeting.
- 2.6.9 Confirmation of a suspension by a General Meeting shall not affect the power of the Board of Directors to remove the suspension in the light of later developments.
- 2.6.10 If, and so long as, a National Federation is suspended, such National Federation shall be deprived of all rights of membership and shall not be eligible to participate in any playing event promoted or sanctioned by WPF or in any officially recognized international pickleball fixture or attend General Meetings (save for the purposes of Clause 2.6.8). The Board of Directors may vary the conditions of suspension if it believes special circumstances exist.

**Expulsion**

- 2.6.11 If a General Meeting decides by at least three-fourths of the Votes Cast that a National Federation should be expelled from WPF such National Federation shall cease forthwith to be a member of WPF. The Secretary shall subsequently notify the National Federation concerned about its expulsion and shall also inform all other National Federations accordingly.
- 2.6.12 The Board of Directors may recommend to the AGM to expel a National Federation whose subscriptions have fallen into arrears over consecutive years.

## **ARTICLE 3 GENERAL MEETINGS**

### **3.1 GOVERNING STRUCTURE**

WPF shall be governed by the:

- 3.1.1 Annual General Meeting (AGM) or the Extraordinary General Meeting (EGM); and
- 3.1.2 The Board of Directors

### **3.2 ANNUAL GENERAL MEETING**

3.2.1 An AGM shall be held not later than 31 July of each year in a place, at a date and in a format as may be decided by the Board of Directors following notice given in accordance with Clauses 3.2.11 and 3.2.12.

3.2.1.1 In exceptional circumstances where the accessibility of a significant proportion of National Federations to the AGM is or may be materially affected, the Board of Directors may decide to hold the AGM later than the date mentioned in Clause 3.2.1, provided it is within the same year. If such a decision is made after notice of the AGM has already been sent in accordance with Clause 3.2.11, such notice shall be considered as cancelled and a new notice shall be sent in accordance with Clause 3.2.12.

#### **Closing Date for submitting and nominations to the AGM**

3.2.2 The Closing Date for submitting proposals and nominations to the AGM shall be decided by the Board of Directors and notified to all National Federations not later than 31 December of the year preceding the AGM. This Closing Date shall be a minimum of 12 weeks before the date established for the AGM.

#### **Business of the AGM**

3.2.3 The business of the AGM shall be to:

- 3.2.3.1 approve the Minutes of the last AGM and of any EGM held since the last AGM;
- 3.2.3.2 receive the report of the Board of Directors;
- 3.2.3.3 approve the accounts, duly audited, for the preceding year;
- 3.2.3.4 receive the strategic plan of WPF;
- 3.2.3.5 approve applications for membership referred by the Board of Directors;
- 3.2.3.6 elect the Officers and other members of Board of Directors in that order;
- 3.2.3.7 approve proposals for amendments to the Bylaws for which due notice has been given;

- 3.2.3.8 approve other proposals for which due notice has been given which are under the competence of the AGM and which have not been specifically delegated to the Board of Directors or any other body under these Bylaws;
- 3.2.3.9 appoint an Auditor, or Auditors, who shall retire annually, but be eligible for re-appointment;
- 3.2.3.10 approve the location of the headquarters upon a recommendation of the Board of Directors; and
- 3.2.3.11 discuss any other business.

### **Meeting Procedure**

- 3.2.4 At General Meetings the representation at the meeting of at least one-half of the National Federations in Good Standing on the day of the General Meeting shall form a quorum.
- 3.2.5 The President shall act as Chair at all General Meetings. In the President's absence, the Vice President shall act as Chair and in the absence of both the President and the Vice President, the meeting shall elect a Chair.
- 3.2.6 Before a proposal, submitted by a National Federation and for which Notice has been properly given (Clause 3.2.13), may be discussed and voted upon, the Chair will invite the delegate of the proposing National Federation to explain its purpose.
- 3.2.7 A proposal made by the Board of Directors must be explained but does not require supporting or seconding before being discussed and voted upon.
- 3.2.8 Voting may take place by a show of hands, by voice, or by electronic means. If requested by a delegate of a National Federation in Good Standing and approved by a simple majority of the votes, or if decided by the Chair, a secret ballot may take place.
- 3.2.9 Except when provided otherwise, Proposals to General Meetings are decided by a simple majority of Votes Cast.
- 3.2.10 General Meetings shall be conducted in conformity with these Bylaws; the Chair shall have the final decision upon all points of order and matters of procedure, but shall not have the power to rule on matters relating to the substance of the proposals without the consent of the meeting.

### **Notice of Meetings**

- 3.2.11 Notice of every General Meeting, stating the date, time, and place thereof and the business to be transacted shall be sent to:
  - 3.2.11.1 Each National Federation;
  - 3.2.11.2 Officers and Board of Directors;
  - 3.2.11.3 Honorary Life Vice-Presidents;

- 3.2.11.4 each delegate and alternate delegate appointed by a National Federation to represent it at such General Meeting as soon as the name and address of such a delegate and alternate delegate has been made known;
  - 3.2.11.5 each Continental Union;
  - 3.2.11.6 each Regional or Special Interest Member; and
  - 3.2.11.7 each Affiliate Member.
- 3.2.12 Notice of General Meetings shall be sent at least seven (7) weeks before the date fixed for such meetings. Accidental omission to give notice to any of the above shall not invalidate the proceedings of any General Meeting.

### **Proposals and Amendments**

- 3.2.13 Notice in writing of any proposal falling under the competent business of the AGM (Clauses 3.2.3.7 and 3.2.3.8), shall be submitted in writing by any National Federation in Good Standing and must be endorsed by the appropriate Continental Union or seconded by two other National Federations in Good Standing. Such notice of a proposal and the endorsement(s) of the proposal shall be sent directly to the Secretary of WPF at WPF's official address, so as to reach WPF not later than the date published in accordance with Clause 3.2.2. the Board of Directors shall also be entitled to make a proposal at an AGM. Proposals and endorsements received by the appropriate date must appear on the agenda of the meeting.

Before the proposal is sent out according to Clause 3.2.13, the Secretary together with the proposer shall ensure that the wording and intended meaning of the proposal is clear so as to ensure that, if the proposal is accepted by the AGM, it could be directly incorporated in the Bylaws.

The Board of Directors has the right to present amendments to related clauses that are affected by the original proposal or amendments to the proposal.

- 3.2.14 No amendment, other than one of wording which does not alter the meaning or intent of the original proposal, shall be accepted by the Chair at a General Meeting unless it shall have been sent directly to the Secretary so as to reach WPF not later than five (5) weeks in advance of the meeting

The Secretary together with the proposer of amendments shall ensure that the wording and intended meaning of the amendments are clear. The Board of Directors has the right to present amendments to related clauses that are affected by the original proposal or amendments to the proposal.

This shall include any amendments made by the proposer of the original proposal. A simple majority shall be required at the meeting to incorporate such an amendment.

- 3.2.15 Notice of any amendment received as specified in Clause 3.2.14 shall be sent by the Secretary to those specified in Clause 3.2.11 at least four (4) weeks before the date of the meeting at which the proposal shall be considered

### **Representation and Voting at General Meetings**

- 3.2.16 Each National Federation in Good Standing shall be entitled to appoint not more than two (2) delegates to every General Meeting.
- 3.2.17 Delegates must belong to the National Federation that they represent and be appointed by the appropriate body of that National Federation. Delegates must have the citizenship (passport) of the National Federation that they represent, or be a permanent resident within the territory of the National Federation be a member of the governing committee or be an employee of that National Federation, employed for no less than 12 months.
- In case of any dispute, the onus is on the delegate to prove the position in the National Federation concerned to the satisfaction of the Secretary.
- 3.2.18 Both delegates shall have the right to speak, but neither shall be permitted to second a proposal proposed by the other. Only one (1) delegate from each National Federation shall cast the vote to which the National Federation is entitled.
- 3.2.19 Each National Federation shall complete the delegates nomination form which must be received by the Secretary not later than forty-eight (48) hours before the start time of the meeting.
- 3.2.20 Only National Federations in Good Standing are entitled to vote at General Meetings.
- 3.2.21 A National Federation in Good Standing shall be entitled to one vote.
- 3.2.22 No delegate shall be permitted to cast a vote on behalf of more than one National Federation.

### **Other attendance and speaking rights**

- 3.2.23 Continental Unions, Regional or Special Interest Members or Affiliate Members, shall have the right to the same representation at General Meetings as is enjoyed by National Federations in Good Standing except voting rights.
- Representatives from these bodies have the right to speak at General Meetings but have no vote.
- 3.2.24 Members of the Board of Directors shall have the right to attend and speak at General Meetings, but unless representing a National Federation at a General Meeting, shall have no vote.
- 3.2.25 Honorary Life Vice-Presidents shall have the right to attend and speak at General Meetings but unless representing a National Federation shall have no vote.
- 3.2.26 The Secretary shall have the right to attend and speak at General Meetings but have no voting rights.
- 3.2.27 Nominees for election not otherwise authorized to vote or speak can attend the General Meeting in which the election takes place, but are not permitted to speak, unless authorized by the Chair.
- 3.2.28 The Chair has authority to admit observers to a General Meeting. Such observers are not permitted to speak at the Meeting, unless authorized by the Chair.



3.2.29 AGMs may be held physically, virtually, or in a combination of both (“hybrid”).

Virtual and hybrid meetings shall follow the same procedure as physical meetings, with necessary adaptations for their virtual environment.

Virtual and hybrid meetings may take place on any virtual platform that is reasonably accessible, and that allows for each participant to hear and be heard, and to vote, if necessary.

### **3.3 EXTRAORDINARY GENERAL MEETINGS (EGM)**

3.3.1 An EGM may be called for at any time by the Board of Directors, or must be called for by the Secretary on a date within ten (10) weeks of the receipt by WPF of a requisition in writing to that effect given by at least one-fourth of the number of National Federations in good standing at the time of the immediately preceding AGM. Every such requisition and the calling notice, shall specify the business for which the meeting is to be called, and no other business shall be transacted at such meeting

3.3.2 An EGM may be held physically, virtually or in a hybrid format under the same conditions as an AGM.

## **ARTICLE 4 BOARD OF DIRECTORS**

### **4.1 BOARD OF DIRECTORS STRUCTURE**

- 4.1.1 An AGM shall elect the Board of Directors which shall have administrative powers to carry on the work of WPF between AGMs. The Board of Directors shall consist of:
  - 4.1.1.1. Seven (7) ordinary Board of Directors members;
  - 4.1.1.2. Five Continental Directors
  - 4.1.1.3. The Past President where applicable (immediate past president)
- 4.1.2 The total Board, excluding the Past President, shall comprise no more than two (2) delegates from any one National Federation.
- 4.1.3. To be a candidate, and to remain on the Board of Directors, an individual must be deemed to be Eligible, as defined in Clauses 4.2.1.16 to 4.2.1.19.

### **4.2 ELECTION OF BOARD OF DIRECTORS**

WPF shall have Officers comprising a President, a Vice President, a Former President where applicable (immediate past president), a Secretary, a Treasurer and a Membership Director.

- 4.2.1 The seven (7) ordinary Board of Directors members are elected for a four (4) year term by WPF AGM in the year after the Summer Olympic Games.
- 4.2.2 The Continental Directors elected by each Continental Union in their Continental Union general meetings in accordance with election procedures for their Officers, so as to take office immediately upon the conclusion of WPF AGM the year before the Summer Olympic Games for a four-year term.

Each of the five (5) Continental Directors shall take responsibility for WPF relations for their specific Continent.
- 4.2.3 The outgoing President automatically qualifies to remain a member of the Board of Directors as the Past President and may be re-elected as President by the Board up to the maximum term specified in Clause 4.2.10.

Should the outgoing President be unable or unwilling to serve as the Past President, a sixth (6th) member shall be elected at the AGM to serve on the Board instead of the Past President.
- 4.2.4 Nominations for election to the Board of Directors shall be made in writing by a Member in Good Standing and sent directly to the Secretary of WPF so as to reach WPF not later than the closing date published in accordance with Clause 3.2.2.
- 4.2.5 Nominations shall be seconded by a different National Federation in Good Standing from the proposer. Seconding of nominations must be in writing, and reach WPF by the same published closing date as for nominations.
- 4.2.6 Each nomination shall be accompanied by a brief statement of the candidate's qualifications.

- 4.2.7 The names of the nominees, their proposers and seconders, and the statements of qualifications shall appear on the AGM agenda.
- 4.2.8 When voting for the representatives, it is the duty of each delegate to vote for as many candidates as there are vacant seats. Voting ballots containing more or fewer names than the exact number of vacant seats will be invalid.
- 4.2.8.1 Voting for elections shall be carried out by secret ballot.
- 4.2.8.2 Where there is only one candidate for a position, such candidate shall be elected by acclamation, without the need for a vote to take place.
- 4.2.9 When the results of any election are announced, the number of votes polled for each candidate shall be published.

### **Conditions and Terms of Appointment**

- 4.2.10 The Past President where applicable, the five (5) Continental Directors, and the seven (7) ordinary Board of Directors members shall assume office immediately upon the conclusion of the AGM at which they are elected.

The term of the members of the Board of Directors shall be four years.

Board of Directors members are eligible for re-election, save for the President, who shall be limited to two (2) terms in the capacity as President.

- 4.2.11 The Board of Directors has the right to propose at a General Meeting the early termination of the term of office of the President or any member of the Board of Directors.

### **Casual Vacancies**

- 4.2.12 If a President is unable to complete the term of office or the term has been terminated (Clause 4.2.10), the Vice President shall be acting President.
- 4.2.13 If there is an acting President (Clause 4.2.11) five months before an AGM at which an election for President would not normally have been held, a President for the remainder of the term of office shall be elected in the usual way at that AGM.
- 4.2.14 If the Vice President or the Vice President Para Pickleball does not complete the term of office, a person acting in that role shall be appointed by the Board of Directors from within the Board of Directors and a successor shall be elected for the remainder of the original term at the next AGM, however subject to notice being given as per Clause 3.2.2.
- 4.2.15. If any of the five Continental Directors elected by Continental Union General Meetings does not complete the term of office an Acting Continental Director shall be appointed by the relevant Continental Union from within the Union Board of Directors and a successor shall be elected for the remainder of the original term at the next Continental Union General Meeting.

### **Eligibility for Office**

- 4.2.16 A person connected in any way with the manufacture, sale or endorsement of pickleball equipment or with consultation on such equipment shall not be eligible as a member of the Board of Directors Board
- 4.2.17 Members of any WPF decision-making body shall avoid any situation that could lead to conflict of interest or perceived conflict of interest. Any actual, perceived or potential conflict of interest shall be declared and action taken by the individual to remove himself/herself from the situation where a conflict may arise. It is the personal responsibility of each person to avoid any case of conflict of interest.
- 4.2.18 A person disqualified to be a company director in their principal country of residence shall not be eligible as a member of the Board of Directors.
- 4.2.19 To be eligible for nomination to the Board of Directors, a person must have a minimum of two (2) years of experience in a senior management role or has served on the Board or Management Committee of an international, national or continental pickleball governing body for a minimum of one (1) year.

### **4.3 BOARD OF DIRECTORS ROLE AND RESPONSIBILITIES**

The Board of Directors has the responsibility to conduct and oversee the day to day affairs of WPF between AGMs.

The role of the Board of Directors includes:

- 4.3.1 Taking such steps as may be necessary to achieve the purposes and objectives laid down in Clause 1.3 of the Bylaws;
- 4.3.2 Upholding and ensuring the observance of the Bylaws;
- 4.3.3 Ensuring the execution of decisions taken by any General Meeting;
- 4.3.4 Establishing the duties of the individual members of the Board of Directors and appointing any Committees, their membership and determining their terms of reference;
- 4.3.5 Determining Regulations, Codes, Guidelines and other rules not under the competence of a General Meeting;
- 4.3.6 Deciding on matters under dispute;
- 4.3.7 Ensuring the maintenance of proper standards in the organization of WPF Events and all events and competitions sanctioned by WPF;
- 4.3.8 Appointing the Chairs of Committees;
- 4.3.9 Electing the President, the Vice President, the Secretary, the Treasurer and the Membership Director from the members elected by the AGM to the Board of Directors;
- 4.3.10 Determining who will decide any questions which may arise as to the interpretation of the Bylaws. The decision will be final;
- 4.3.11 Overseeing the administrative and financial management of WPF;

- 4.3.12 Entering into contracts and signing legal documents on behalf of WPF, including the possibility to delegate this authority;
- 4.3.13 Registering and administrating the use of WPF logo;
- 4.3.14 Receiving reports from Committees;
- 4.3.15 Receiving reports from any disciplinary and appeals cases and, where applicable, act upon them;
- 4.3.16 Ensuring WPF is appropriately represented at international events and forums.

#### **4.4 BOARD OF DIRECTORS PROCEDURES**

##### **Meeting Procedures**

- 4.4.1 The President and Vice President shall assume the position of Chair and Vice Chair of Board of Directors respectively.
- 4.4.2 Attendance by more than half the membership of the Board of Directors is required to form a quorum for every Board of Directors Meeting.
- 4.4.3 All votes taken by the Board of Directors shall be on a simple majority of the members present at a meeting and in the event of a tie, the Chair shall have an additional (casting) vote.

#### **4.5 HONORARY VICE PRESIDENTS**

- 4.5.1 An AGM shall have power to elect Honorary Life Vice-Presidents for services rendered in the past.
- 4.5.2 Such nominations may be made by the Board of Directors or by any National Federation in Good Standing and subject to the approval of the Board of Directors. Nominations must reach the Secretary of WPF no later than the date decided by the Board of Directors (Clause 3.2.2), and shall appear on the agenda of the AGM.

## **ARTICLE 5 ADMINISTRATION**

### **5.1 SUBSIDIARY ORGANISATIONS**

Commercial organizations, subsidiaries or trusts may be established with the approval of and under the terms and conditions set by a General Meeting.

### **5.2 INDEMNITY**

WPF shall fully indemnify and hold harmless the Board of Directors, Officers and members of its servants, the members of staff, (“indemnified persons”) from and against any costs, expenses, liabilities and awards arising out of any action instituted in any jurisdiction at any time against WPF or any of the above such persons as a direct result of the activities of such persons where they are/were acting within their scope of WPFs responsibilities on behalf of WPF.

### **5.3 STAFF OF WPF**

The Board of Directors may appoint employ such management or administrative staff as are deemed necessary following Board approval, taking into consideration the WPF annual budget.

## **ARTICLE 6 FINANCE**

### **6.1 SUBSCRIPTIONS & PAYMENTS**

#### **Subscription**

- 6.1.1. In any given calendar year, in order that a National Federation or its players can take part in any competitive event organized by WPF itself or requiring the sanction of WPF, the National Federation shall pay a subscription.
- 6.1.2. The amount of annual subscription for National Federations and Affiliate Members shall be proposed by the Board of Directors and confirmed annually by the AGM.

#### **Payment of Subscription**

- 6.1.3. A subscription shall be payable prior to a National Federation or its players taking part in competitive events as in Clause 6.1.1. Invoices are issued before 1 December in each year, and in order to compete in the subsequent year, subscriptions shall be paid by 31 January of the year following the one in which the invoice has been received, unless the National Federation concerned notifies the Secretary by that date of its intention to withdraw from such competitive events for that year.

In no circumstances can a National Federation's player(s) or a team continue to compete beyond the due date for payment of the subscription, nor can that National Federation stage a WPF sanctioned tournament.

### **6.2 ACCOUNTS**

The financial year of WPF shall close on 31 December for each calendar year and the Treasurer shall ensure that the annual Financial Statements shall be prepared and audited as soon as possible thereafter but not later than three (3) months after the close of the year unless specifically approved by the Board of Directors.

## ARTICLE 7 JUDICIAL PROVISIONS

### 7.1 ANTI-DOPING

- 7.1.1. It is a condition of membership of WPF that National Federations support WPF's Anti-Doping Regulations.
- 7.1.2. In particular, National Federations must become signatories of WADA under IOC rules and guidelines and must co-operate fully with WPF in measures taken to detect or penalize infringements of those requirements.
- 7.1.3. The Board of Directors is empowered to develop and publish Anti-Doping Regulations and to undertake educational programmes to guide players, officials, tournament organizers and administrators in pickleball.

### 7.2 DISCIPLINE

The Board of Directors, or any disciplinary committee it appoints, shall have power on behalf of WPF to penalize a National Federation, player, coach, competition official, or other person for infringement of the Bylaws, for misconduct during competition, or for actions that bring the game of pickleball or WPF into disrepute.

### 7.3 AUTHORITY

- 7.3.1 National Federations or persons dealing with WPF or sharing in its activities, including a person who:
  - 7.3.1.1 participates as a player in an event under the authority of WPF;
  - 7.3.1.2 acts as an official (trainer, coach, team manager, delegate, representative, doctor etc) of a team, a National Federation or its affiliates;
  - 7.3.1.3 officiates as an international technical official or in a similar role;
  - 7.3.1.4 organizes or helps to organize (staff, volunteer), a competition which is placed under WPF's authority; and
  - 7.3.1.5 assumes any role within WPF.
  - 7.3.1.6 shall recognize and accept the following, subject to sub-paragraph g):
    - a) the Bylaws of WPF;
    - b) WPF's authority on all matters concerning international pickleball;
    - c) the mandatory nature of the Bylaws;
    - d) WPF's jurisdiction and the right to make any decision or impose any sanction based on the Bylaws of WPF;



- e) that WPF appeals, complaints and dispute resolution processes must be fully exhausted before taking any case to the Court of Arbitration for Sport (CAS);
  - f) that any appeal against decisions of WPF and its judicial bodies must be lodged in accordance with the WPF Judicial Procedures;
  - g) the Court of Arbitration for Sport (CAS) as the only competent judicial authority external to WPF, to the exclusion of any ordinary court of law in respect of WPF and its Bylaws and its rules, any civil judicial authority of any country and any other arbitration body;
  - h) the final and without appeal status of the decisions made by the CAS; and
  - i) the requirement to abide by the decisions of WPF and/or CAS without attempting to hinder their application.
- 7.3.2. A National Federation shall have the authority over any person acting under its auspices and shall take the responsibility for any penalties that such a person may be given.
- 7.3.3. Any repercussions of a National Federation not being in Good Standing shall extend to all such persons acting under the auspices of that National Federation.

## **ARTICLE 8 FINAL PROVISIONS**

### **8.1 ALTERATION OF THESE BYLAWS**

These Bylaws may be altered at a General Meeting, if due notice of the proposal embodying such alteration has been given and such proposal or one having the like effect is carried at the meeting by a majority of two-thirds of the Votes Cast.

- 8.1.1 Any alteration made to any Clause shall take effect on the day following the General Meeting unless otherwise specified

### **8.2 DISSOLUTION**

WPF shall not be dissolved except at a General Meeting specially convened for the purpose and by a proposal carried by a majority of four-fifths of the Votes Cast.

- 8.2.1 In the event of such dissolution, any assets in hand shall be divided between the National Federations in proportion to the subscriptions paid in the year immediately preceding dissolution by each National Federation as provided in Clause 6.1.