

ARTICLES OF ASSOCIATION
of the
PORT TOWNSEND PETANQUE ALLIANCE

ARTICLE I. - NAME AND PURPOSE OF THE ORGANIZATION

A. Name

1. This organization shall be known as Port Townsend Pétanque Alliance, a nonprofit organization. Port Townsend Pétanque Alliance shall herein referred to as PTPA.
2. The organization may at its pleasure by a majority vote of the membership body change its name.

B. Purpose

1. The PTPA has been formed:
 - a. To play and promote the sport of pétanque in Jefferson County and throughout the Olympic Peninsula Area.
 - b. To provide an opportunity for social and family entertainment.
 - c. To organize, sponsor and participate in local, regional, national and international pétanque competitions.
 - d. To promote goodwill among people of different social and national backgrounds.

ARTICLE II. - GOVERNMENT

- A.** Governing the PTPA shall be vested in a Board of Directors, herein referred to as "the Board," consisting of five adult members, elected as provided by the Bylaws.
- B.** These Articles and Bylaws and Code of Conduct govern and regulate organization and operation of the PTPA and the conduct of its members.
- C.** The PTPA shall maintain a voluntary affiliation with the FPUSA, the Federation of Pétanque USA, a national non-profit sports organization responsible for the competitive rules and regulations of pétanque in the USA.

ARTICLE III. - MEMBERSHIP

- A.** Any person with an interest in the sport of pétanque may become a member of the PTPA without regard to race, creed, nationality, sex, age, religion or physical handicap.
- B.** There shall be four categories of PTPA membership: adult members, junior members, associate members and honorary members.
- C.** Membership in the PTPA also confers a membership in the FPUSA as well as in the FIPJP, the Federation of Pétanque and Provençal, a worldwide organization of licensed players for Pétanque and the game Provençal.
 - 1. PTPA members are allowed to compete in PTPA sanctioned tournaments.
 - 2. PTPA members are allowed to compete in national FPUSA tournaments as well as in international FIPJP sanctioned tournaments.
- D.** **Annual Membership**
 - 1. Membership in the PTPA, the FPUSA and the FIPJP shall be for one calendar year from January 1st to December 31st.
 - 2. Members joining in November or December shall be carried forward at no cost into the next year.

ARTICLE IV. - ELECTIONS

- A.** Election of new Board Members is by simple majority of the votes cast in person, by mail or by email provided the voting procedure is in accordance with the Bylaws.
- B.** In the event of a tie vote for a new Board Member, the current Board shall reserve the right to vote to break the tie or to refer it back to the General Membership for a revote.

ARTICLE V. - AMENDMENTS

- A.** Initiation of proposed amendment. Any member may propose an amendment to the PTPA Articles of Association or to the Bylaws by submitting a written proposal to the Board.
- B.** Board of Directors action. The Board shall consider and vote on any amendment proposed by a PTPA member. If three or more members of the Board approve a proposed amendment, it shall be submitted to the membership for vote.
- C.** Members shall receive a copy of any proposed amendment approved by the Board, plus the Board's reasons for the proposed amendment, at least thirty calendar days before the membership vote is taken. A two-thirds majority of members voting at the annual meeting and by mail or email is required to approve an amendment.

BYLAWS
of the
PORT TOWNSEND PETANQUE ALLIANCE

BYLAW I. - MEMBERSHIP

A. Qualifications

1. Any person age 18 or older with an interest in the sport of pétanque may become an adult member of the PTPA, without regard to race, creed, color, nationality, sex, religion, or physical handicap.
2. Any person under 18 may be admitted to the PTPA as a non-voting junior member if sponsored by an adult member in good standing. Any person holding current FPUSA membership through another FPUSA-affiliated club may be admitted to the PTPA as an associate member with the full rights and obligations of PTPA membership
3. Honorary Members
 - a. Any member or other person who has made an outstanding contribution to the PTPA or to the sport of pétanque may be nominated as an honorary lifetime member by a majority vote of the Board.
 - b. Such a membership must be confirmed by a majority vote of members present at the next annual meeting of the PTPA. Honorary lifetime members shall still be required to pay FPUSA membership dues.

B. Rights and Obligations

1. Voting Rights. Each adult member in good standing shall have one ballot when present at a membership meeting. Members may vote by mail or email but those ballots must be received prior to the date of the membership meeting at which the vote is to be taken. All ballots must have the Member's name validated.
2. Holding office. Any PTPA adult member in good standing may be a candidate for office in the PTPA or be eligible for appointment to serve on a committee.
3. Obligations
 - a. Members are obligated to conduct themselves in a manner befitting the pétanque tradition of camaraderie, courtesy and respect in accord with the PTPA Code of Conduct.
 - b. Members should attend membership meetings, perform services for the club and generally promote good will and the sport of pétanque.

4. Membership Meetings
 - a. The annual meeting shall be held before August 1st with a minimum of fourteen (14) days notice to all members.
 - b. Other membership meetings may be held when called by the President of the PTPA or by a majority of the Board with a (10) ten-day notice to the membership stating the object of the meeting.

BYLAW II. - BOARD OF DIRECTORS

A. Directors and their Responsibilities

1. The Board of Directors shall be composed of five adult PTPA members in good standing.
2. The Board shall be the governing body of the PTPA with responsibility for policies, control and supervision of PTPA affairs in accordance with its Articles of Association and Bylaws.
3. The Board shall be responsible for the development and recommendation of any revisions to the PTPA Articles of Association or Bylaws, subject to general membership approval by a two-thirds majority vote.
4. The Board shall call an annual meeting of the general membership during the month of July of each year for the purpose of the election of Directors and other pertinent PTPA business. A minimum of fourteen (14) days notice of the meeting is required.
5. The Board, in the event of a special situation, may call a “special meeting” of the general membership. In such a case, the Board must have a unanimous vote that the matter is of such importance so as to require a “special meeting.” A minimum of fourteen (14) days notice is required.

B. Election of Directors

1. Nominations of members to serve on the Board shall be sought by a nominating committee consisting of three members appointed by the Board President during the month of June prior to the annual meeting.
2. The general membership shall elect the Board of Directors by secret ballot for staggered two-year terms at each annual meeting in July. Three members shall be elected on odd-numbered years and two members shall be elected on even-numbered years. Votes may be cast at the meeting or by mail in advance of the meeting. Email votes will also be accepted.
3. Three of the presiding Board shall serve as the official tabulators of the new Board Member vote. Results will be emailed to all members.

4. Vacancies. A vacancy on the board between elections shall be filled by nomination and majority vote of the remaining board members. The person thus elected shall serve until the next general election of the membership and, to continue in that office, must be elected at that election to fill out the balance of the term he or she filled by appointment.

C. Board of Directors Meetings

1. The Board shall elect a President of the Board at its first meeting following the general election. The Board of Directors shall constitute a quorum when composed of three or more Board members in real or virtual attendance.
2. The Board shall meet quarterly to review and conduct PTPA affairs. Special meetings of the Board may be called at such times as the President of the Board or any three Directors deem necessary.
3. The President of the Board shall set the quarterly agenda. Any PTPA member shall be entitled under "New Business" to place an issue on the agenda for Board consideration. The Secretary shall distribute the agenda to the Directors and shall have the agenda emailed to members.
4. Board proceedings shall be governed by Robert's Rules of Order as a guide to fair and orderly meetings.
5. The President of the Board shall be entitled to vote on all motions.
6. All motions in meetings of the Board shall be carried by a simple majority vote of the quorum represented at the meeting, except for any actions specified by the Articles, Bylaws or Code of Conduct as requiring a four-fifths (4/5ths) vote.
7. The President of the Board may use "general consent" where routine matters are considered, inviting objections, and taking a vote only if an objection is voiced.
8. Directors shall regularly attend announced board meetings, unless excused by prior notice. A Director missing two consecutive meetings unexcused, or three meetings during the calendar year, may be subject to removal by a majority vote of the Board.
9. Board Meetings shall be open to any PTPA member in good standing.
10. Written minutes of the Board Meetings, once approved by the Board, shall be available to any PTPA member in good standing upon request from the Secretary.

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BYLAW III. - PTPA OFFICES

A. Five Offices of the PTPA

1. Officers of the PTPA shall be the President, Vice President, Secretary, Treasurer and Sports Director.
2. Officers may hold up to two (2) elected positions with the exception that the President of the PTPA may not also be the Treasurer.

B. Responsibilities

1. President
 - a. The President shall organize, direct and conduct the day-to-day operations of the PTPA, empowered to officially represent the PTPA.
 - b. The President shall preside at all meetings of the PTPA and be an advisory, non-voting member of the Board of Directors.
 - c. The President shall organize and direct preparation of the PTPA annual operating budget.
 - d. The President shall appoint members to individual assignments, committees, task forces or other bodies as necessary to carry out PTPA business, with the advice and majority consent of the Board.
 - e. The President shall not serve more than two consecutive terms.
2. Vice President
 - a. The Vice President shall assume the full responsibilities and functions of the President if the President is absent or unable to serve.
 - b. The Vice President shall be entitled to chair or serve on PTPA committees and shall be entitled to a vote on any committee upon which he or she serves.
 - c. The Vice President shall assist the President in organizing and preparation of the PTPA's annual plans including the annual operating budget.
3. Treasurer
 - a. The Treasurer shall be responsible for PTPA financial transactions, including receipt of monies due and payable to the club, maintaining the PTPA checking account and keeping accurate financial records.
 - b. The Treasurer shall report the PTPA financial status quarterly to the Board.

- c. The Treasurer shall report the PTPA financial status to the general membership at the annual meeting.
 - d. The Treasurer shall provide relevant financial information to the President and shall assist in preparation of the annual operating budget.
4. Secretary
- a. The Secretary shall distribute to directors the agenda for the quarterly Board meeting at least one week prior to the meeting. The agenda shall also be emailed to members.
 - b. The Secretary shall record and distribute written minutes of Board meetings to all Board members within two (2) weeks of the previous meeting.
 - c. The Secretary shall maintain the archives of official PTPA records, past and present. Past records shall be maintained in an official depository.
 - d. The Secretary shall be responsible for the preparation and maintenance of PTPA activity records and correspondence files.
 - e. The Secretary shall be responsible for the development and maintenance of the club roster, including names, addresses and telephone numbers.
5. Sports Director
- a. The Sports Director shall be responsible for the development of the PTPA annual tournament schedule, subject to advice and majority consent of the Board.
 - b. The Sports Director shall be responsible for informing the membership of upcoming regional tournaments and events.
 - c. The Sports Director shall be responsible for facilitating the teaching of the rules of the game to members.

C. Election of Officers

- 1. The President, Vice President, Treasurer, Secretary and Sports Director shall be elected for one-year terms by the incoming Board of Directors at its first quarterly meeting following the annual general membership meeting.
- 2. The outgoing President shall serve as presiding officer until the incoming President is elected.
- 3. Nominations for Officers shall be accepted from any member of the incoming Board present at the first meeting following the annual general membership meeting. Nominations for Officers need not be seconded.

4. Vacancies. Should an Officer resign or not be able to complete his or her term for any reason, the Board by majority vote shall name a replacement to serve until the next annual PTPA meeting.

BYLAW IV. - COMMITTEES

A. Establishment of Committees

1. All committees shall serve at the pleasure of the President with the advice and majority consent of the Board.
2. The President shall appoint the Chairperson and members to serve on each committee with the advice and majority consent of the Board.
3. The Chairperson and committee members need not be Board members.
4. The President shall be entitled to serve as an *ex-officio* member on PTPA committees and shall be entitled to a vote on any committee upon which he or she serves.
5. Documentation upon activation of a committee shall be prepared by the President or by the Chairperson, with the President's authorization. This documentation shall summarize the committee's purpose, membership, scope of its operations and term. This documentation shall be submitted to the Board for approval and then filed for reference in PTPA records.

B. Standing Committees

1. The Facilities Committee.
 - a. The Facilities Committee shall be considered a permanent part of the organization when membership growth allows for the need.
 - b. The Facilities Committee shall be responsible for any changes in design and development of the PTPA occupied property.
 - c. The Facilities Committee shall be responsible for a continuous maintenance program to assure that the courts and adjacent facilities are groomed for club and community use, and prepared for scheduled club events.
 - d. The Facilities Committee shall develop an annual Plan of Action and present that plan to the Board for majority approval at the first meeting of each calendar year.
 - e. The Facilities Committee shall present a progress report to the Board at the first board meeting held after the annual membership meeting.

- f. The Facilities Committee shall be subject to re-organization at the pleasure of each incoming President, with advice and majority consent of the Board.

2. Communications Committee

- a. The Communications Committee shall be considered a permanent part of the organization when membership growth allows for the need.
- b. The Communications Committee shall be responsible for editing and publishing the PTPA quarterly newsletter.
- c. The Communications Committee shall be responsible for development and maintenance of any PTPA web page.
- d. The Communications Committee shall be responsible for development, coordination and maintenance of the PTPA media relations program.
- e. The Communications Committee shall be subject to re-organization at the pleasure of each incoming President, with advice and majority consent of the Board.

C. Special Committees

1. The President, with advice and majority consent of the Board, shall appoint such special committees as necessary to carry out the business of the PTPA and to accomplish specific tasks. For example: Nominating Committee, Tournament Committee, Sponsorship Committee, etc.
2. Any special committees that have not made a final report to the Board cease to exist when the new officers assume their duties following the annual meeting. All unfinished business falls to the ground when the new Board is elected.

D. Staffing and General Duties of Committees

1. Nothing in this document shall be construed to mean that all committees must be staffed, whether designated permanent or not. All duties not specifically assigned to a Committee will be fulfilled by the Board.
2. Committees may have non-PTPA members provided that no less than an equal number of PTPA members are also on the committee. An example would be an internet/web presence committee where the code writer is not a pétanque player.
3. All Committees serve at the discretion of the President and the Board and shall perform the necessary and ordinary tasks that fall within the scope of their duties.
4. Committee actions or decisions that may create a change in club policy or community attitude toward the PTPA must be first cleared with the President and the Board.

BYLAW V. - INSURANCE

A. The Board Shall Apply Yearly for Insurance

1. A certificate of coverage for bodily injury and property damage and such other coverage shall be obtained from the parent organization as per ARTICLE X of the FPUSA Bylaws.

B. ARTICLE X of the FPUSA Bylaws

The (FPUSA) Board of Directors is authorized:

1. To contract for liability insurance covering FPUSA members and clubs, as well as the FPUSA corporation, for incidents likely to cause liability to the FPUSA and/or member clubs occurring in the course of playing pétanque.
2. To require FPUSA-sanctioned insurance as a condition of membership.
3. To include the cost, equally apportioned among all FPUSA members, as part of the regular dues or fees. Membership in the FPUSA and FIPJP requires all pétanque players to be covered by Third Party Liability Insurance. As required by the Insurance Carrier, FPUSA Clubs shall secure a signed Waiver of Liability form from each individual member as a required condition for FPUSA membership. The FPUSA Secretary will inform the clubs of their responsibilities in administering the waiver program and meeting the coverage conditions imposed by the FPUSA's insurer. All waivers must be in a form approved by FPUSA and its insurer.

BYLAW VI. – DISSOLUTION

A. Dissolution of the Club

1. Dissolution must be proposed in writing by the presiding Board or petitioned by a majority of the membership. Any proposal for dissolution must provide specific data in support thereof. Approval by a vote of seventy-five percent (75%) of the membership is mandatory for initiation of the dissolution process.
2. The Board will solicit volunteer members and appoint a committee of no less than three members to initiate and manage the dissolution process. Upon completion of all mandatory requirements within the dissolution process the committee will prepare and distribute to the current membership a report of finalization.

B. The dissolution process will consist of:

1. A full audit of financial records.
2. Use of up to one third (1/3) of the funds to pay for a luncheon or dinner to serve as a meeting to inform the current membership of the disposition of funds and assets.

3. The remainder of the funds shall be donated to three (3) local charity organizations having no affiliation with the Dissolution Committee.
4. Any remaining property will be donated to a charitable organization as determined by the Dissolution Committee with approval of the Board.

BYLAW V. – BYLAW REVIEW

A. By-laws will be reviewed when deemed necessary by the Board

1. The Board will appoint a Committee of three (3) members to review bylaws and propose any necessary changes.
2. The committee will provide the Board with a final review.
3. If changes are required, the committee in coordination with the Board will prepare a draft of the proposed By-Laws for dissemination to the membership for approval.
 - a. Each change will be considered for a vote separately, similar to shareholder proxy voting.
 - b. A vote of approval consisting of a majority of those members who vote will be required for adoption of each proposed change.

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CODE OF CONDUCT
of the
PORT TOWNSEND PETANQUE ALLIANCE

A. The Code

Courtesy, civility, respect and integrity shall characterize the behavior of PTPA members-- in accord with the camaraderie and esprit of Pétanque.

B. Violations

1. The PTPA recognizes that personality conflicts within the membership may be unavoidable. The club expects its members to resolve personal differences and personal disputes, themselves, without disturbing others.
2. Rancorous incivility, gross discourtesy or foul behavior shall constitute a violation of the Code.
3. The threat of physical assault, abusive behavior, an outright physical attack, extreme pressure or intimidation directed at any player, official or spectator, on or off the courts, shall constitute a violation of the Code.
4. Vicious or malicious slander against the PTPA or any of its members, expressed orally, in writing or email shall constitute a violation of the Code.
5. A repeated pattern of harassment against another PTPA member expressed orally, in writing or email shall constitute a violation of the Code.

C. Penalties

1. A violation of the Code by any member or non-member during a tournament or other PTPA event may result in immediate ejection by an umpire, tournament director or other event official. A further penalty may be assessed at the discretion of the PTPA Board of Directors under Complaint Procedures (D).
2. Violations of the Code as outlined in Section B shall be punishable by suspension not to exceed one year, or by such other penalty as the Board shall decide, including expulsion from the club.
3. Suspension or permanent expulsion shall mean no participation in any PTPA tournament, league play, election, or club function of any type.
4. Any person expelled or under suspension by the FPUSA or any other FPUSA club may not join the PTPA or participate in PTPA events.
5. Suspension shall require a majority vote of the Board. Expulsion from the club shall require a four-fifths majority vote of the Board.

D. Complaint Procedures

1. A written complaint against a PTPA member, personally signed, stating the charge(s), and citing the evidence or eye witnesses, may be filed with the Board of Directors by any member of the PTPA, other FPUSA clubs, or citizens at large. Or, a complaint may be filed by the Board.
2. The Board shall promptly review in executive session any complaint under this Code. The Board's decision on how to deal with the complaint shall be announced at the next open meeting of the Board and the Secretary shall notify the complainant of the Board's decision.
3. The Board may immediately dismiss a complaint that reflects lack of evidence, third person complaints, frivolous charges, further complaints about past complaints, political complaints about board decisions, or a personal dispute that should have been settled by the members involved.
4. If the Board by majority vote dismisses the complaint, that decision is final.
5. If the Board by majority vote decides the complaint reflects a serious violation of the Code, the Board shall set a full hearing on the complaint.
6. A copy of the complaint shall be mailed to the alleged offender not later than twenty (20) days prior to the date set by the Board for the hearing. The alleged offender shall have ten (10) days in which to respond in writing to the complaint. If no response is received, the Board is allowed to cancel the hearing and deal with the complaint without a hearing.
7. The date, time and place of any complaint hearing, without naming the individual, shall be posted by email to all members sometime before the date set for the hearing.
8. Hearings shall be held according to written rules for hearings issued by the Board from time to time. The person charged shall have the right to attend the hearing, to respond to the complaint in his or her defense at that time, orally or in writing, and to present testimony by eye witnesses present at the hearing.
9. On the close of the hearing, the Board shall meet in executive session to decide the complaint. Decision on a complaint shall be by majority vote. The Board's decision and reasoning shall be reduced to writing and approved by the Board at that meeting.
10. The Board's written decision shall be public, shall be emailed to all PTPA members and shall be mailed by post to the parties to the complaint. The decisions of the Board under this Code of Conduct shall be final and binding. No appeals.
11. Following the Board's decision, any lobbying, pressure, agitation or intimidation by a complainant to rescind the board's decision shall be considered a separate violation of the Code.

E. Applications

1. This Code shall apply to all conduct, wherever and whenever, that results in the effects and offenses described under Violations (B).
2. This Code shall apply to all categories of PTPA membership: adult members, junior members, associate members and honorary members.
3. This Code shall apply to any non-members at PTPA tournaments or other club events.

**This fourteen (14) page document is the entirety of the
Articles of Association, Bylaws and Code of Conduct
of the
Port Townsend Pétanque Alliance**

**Adopted and Ratified by a Vote of the Membership
June, 2015**