

**BYLAWS OF**  
**THE CULPEPER PICKLEBALL CLUB**  
**OF CULPEPER, VIRGINIA**

**ARTICLE I - NAME**

**1.01 Name**

The name of this organization is The Culpeper Pickleball Club, hereinafter referred to as “The CPC” Program. The business of the corporation may be conducted as The Culpeper Pickleball Club or Culpeper Pickleball.

**ARTICLE II- MISSION**

**2.01. Purpose**

The CPC Program is organized exclusively for recreational, educational, and charitable purposes as stated below:

To organize and promote the sport of Pickleball in Culpeper County and the surrounding area for the enjoyment, health and socialization of all participants through organized recreational and competitive play, by providing development opportunities for all participants, and by working together to expand, improve and enhance the type and number of pickleball facilities within the designated region.

**2.02. Powers**

To raise and expend funds to facilitate and benefit The CPC community and other charitable opportunities and purposes. The CPC shall be governed by its Bylaws, Articles of Incorporation, Board of Directors, and Members. The CPC is organized as a Virginia Nonstock Corporation and shall abide by the statutes enumerated by Code of Virginia, Section 13.1, Chapter 10, “Virginia Nonstock Corporation Act” and events that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future tax code.

**2.03 The Distribution of Funds**

The distribution of funds will be based on a majority vote of the Board Members, also referred to as the Board. The purpose of these funds is for the betterment of the CPC community at large as well as the local community. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized to pay reasonable compensation for services or reimbursement of expenses rendered on behalf of The CPC Program, inclusive of end-of-year and annual meeting expenses approved by the Board, and to make payments and distributions in furtherance of the purposes set forth in Article Two hereof.

## **ARTICLE III- MEMBERSHIP/AFFILIATION**

### **3.01 No Membership Classes**

The corporation shall have no membership class and no members who have any right to vote or title or interest in or to the corporation, its properties and franchises.

### **3.02 Non-Voting Affiliates**

The governing body may approve classes of non-voting affiliates (also called affiliate-members) with rights, privileges, and obligations established by the board. Affiliates may be individuals, businesses, and other organizations who share an interest in the sport of Pickleball and a willingness to support The CPC Mission to facilitate the growth of the sport and the community notwithstanding. The board, a designated committee, or any duly elected officer in accordance with board policy, shall have authority to admit any individual or organization as an Affiliate, to recognize representatives of Affiliates, and to make determination as to Affiliates' rights, privileges, and obligations.

### **3.03 Requirements**

Affiliates may be any adult 18 years or older.

### **3.04 Initiation Fee and Dues**

A fee considered fair and reasonable may be assessed by the Board for Affiliate(s) to remain in good standing with The CPC. An initiation fee and annual dues shall be payable in advance on or before January 1st of each year. The Treasurer shall notify members 15 days in arrears, and those whose dues are not paid within 15 days thereafter shall be automatically dropped from affiliation with The CPC. Annual fees paid after January 1st shall not be prorated. **Affiliates must be 18 years of age, or older. Minor children may be added to a parent's Affiliate registration upon completion of a Junior Affiliate Registration form, waiver, and payment of a \$5 annual fee per Junior Affiliate. Junior Affiliates must be accompanied by a parent or family member 18 years of age or older. No initiation fee is charged for Junior Affiliates added to a parent's Affiliate registration.**

### **3.05 Termination**

Affiliation in The CPC may be terminated by an Affiliate's voluntary withdrawal, or by the Board for non-payment of dues or fees, violation of The CPC Bylaws, violation of published rules, guidelines and regulations approved by The CPC, violation of county rules and regulations or any conduct considered detrimental to The CPC.

### **3.06 Honorary Life Affiliate-Members**

Upon the signed recommendation of one Board Member, seconded by another Board Member, and by a three-fourths vote by the Board at the annual meeting, honorary life affiliation may be conferred upon an adult affiliate-member who shall have rendered notable service to The CPC. An honorary affiliate-member shall have none of the obligations of affiliate-membership in The CPC, but shall be entitled to all of the privileges except those of making motions, of voting, and of holding office.

## **ARTICLE IV- BOARD OF DIRECTORS**

### **4.01 General Powers**

The business and affairs of The CPC Program shall be managed by a Board of Directors, which shall have all voting power including power to vote on electing, appointing, or removing Board Members and Committee Members.

### **4.02 Number of Directors**

The Board shall consist of not less than five (5) individuals nor more than twelve (12) affiliated with the sport of Pickleball, the mission of The CPC, and the benefits offered. The Officers of The CPC shall be a President, a Vice-President, a Secretary, a Treasurer, and an Information Officer. Within these limits, the board may increase or decrease the number of directors serving on the board, including for the purpose of staggering the terms of directors. The minimum number of directors on the Board must include a President, Treasurer, and Secretary.

### **4.03 Terms of Office**

- All Directors shall be elected to serve a two-year term, however the term may be extended until a successor has been elected.
- Director terms shall be staggered so that approximately half the number of directors will end their terms in any given year.
- Officer's terms shall be two years, commencing the first day of the month in January of odd numbered years.
- Each Officer term shall expire on the final day of the month of December, during even numbered calendar years.
- Directors and Officers may serve terms in succession, indefinitely.

### **4.04 Qualifications and Election of Board Members**

In order to serve as a Board Member, the individual must be 18 years of age and an affiliate within affiliate classifications created by the board. Board Members may serve in perpetuity. New Board Members must be elected by a majority vote of a quorum of the existing Board Members. All Board Members are expected to uphold the adopted Bylaws, serve on an official committee(s) and/or volunteer to support a CPC event. Board Members shall be elected without regard to race, color, religion, gender, gender identity or expression, sexual orientation, national origin, genetics, disability, age, or veteran status. Board Members may be removed at any time by a majority vote of the Board.

### **4.05 Representation**

No Board Member shall represent the Board to conduct business considered the responsibility of the Board or Executive Committee (banking, contracts, public relations, social media, fundraising, etc.) without the knowledge and consent of the Board and Executive Committee.

#### **4.06 Compensation**

Board Members shall not receive compensation for their services as such. Board Members may be reimbursed for expenses incurred in the performance of their duties as approved by the Board. No portion of the net income of the corporation shall inure in whole or in part to the benefit of any Board Member of the Corporation or to any other individual. Other than in exigent circumstances, pre-approval should be sought prior to making out-of-pocket expenditures on behalf of The CPC.

#### **4.07 Expectations**

To minimize risk to the Board, avoid miscommunications and conflict of interest, all Board Members, Committee Members, and persons acting in an Advisory capacity agree to abide by the **Ten Principles** of effective organizational management adopted by the Board (Addendum A).

#### **4.08 Place and Time of Board Member Meetings**

The annual organizational meeting of the Board shall be held in January unless changed for the election of officers or transacting such other business as may come before the meeting. Meetings of the Board shall be held bi-monthly, on odd numbered months, at such time and place as the Board may determine by resolution. Special meetings of the Board may be called at any time by the President and shall be called by the Secretary upon written request of the Board. Except as required otherwise by law, the Articles of Incorporation, or these Bylaws, directors may participate in a regular or special meeting through the use of any means of communication by which all directors participating may simultaneously hear each other during the meeting, including in person, internet video meeting or by telephonic conference call.

#### **4.09 Notice of Meetings**

No public notice of the annual meeting or any regular meeting of the Board shall be required. Notice of each special meeting shall be given by email or telephone at least five (5) days before the date of the meeting. Neither the business to be transacted at, nor the purpose of, any meeting of the Board need be specified in the notice of waiver of notice of the meeting.

#### **4.10 Actions Without Meeting**

Any action that may be taken at a meeting of the Board may be taken without a meeting with consent of the board, in writing, setting forth the actions to be taken. The Board members consent shall have the same force and effect as a unanimous vote.

#### **4.11 Resignation**

A Board Member may resign at any time by giving written notice to the President or Secretary of the Corporation or to the Board. Such resignation shall become effective at the time specified therein, and unless otherwise specified therein, upon receipt by the Corporation.

#### **4.12 Removal of a Director**

Any Board Member may be removed, by a two-thirds vote of the directors then in office, without cause whenever the Board in its absolute discretion shall consider that such removal will serve the best interests of The CPC. Notice of intent to consider removal of a Board Member at the official address provided to The CPC by the respective Member, at least five (5) calendar days prior to the date of the meeting of the Board, at which such matter is to be initially considered.

#### **4.13 Voting**

Each Board Member shall have one vote. Votes shall not be cast by proxy. A majority vote of the Board shall be defined as a quorum of those Board Members present and voting at a duly constituted meeting of the Board. On the occasion that directors are unable to make a decision based on a tied number of votes, the president or treasurer in the order of presence shall have the power to swing the vote based on his/her discretion.

#### **4.14 Vacancies**

Vacancies in the Board may be filled by a majority vote of the remaining Board Members.

#### **4.15 Quorum**

A quorum shall consist of a majority of the number of current Board Members in office immediately before the meeting begins.

#### **4.16 Volunteer Members of the Board**

There shall be such additional volunteer members of the Board as may be designated by the Board. Volunteer members may serve as committee members but shall not be entitled to vote.

#### **4.17 Honorary Board Members**

There shall be additional honorary members of the Board if designated by the Board. Such honorary members shall not be entitled to vote.

### **ARTICLE V- OFFICERS**

#### **5.01 Business**

The business activity of The CPC Program shall be managed by the Officers of the Executive Committee. The Executive Committee shall consist of the following Board elected Officers: President, Vice President, Secretary, Treasurer, and Information Officer. Additional Officers may be designated by the Board inclusive of voting powers and Board privileges. All Officers shall serve until the conclusion of their designated term following their election and until their successors are elected.

#### **5.02 Duties**

The duties and powers of the Executive Officers shall be as follows:

#### **5.03 President**

The President shall be the chief executive and administrative officer and shall preside at all meetings of the Board and Executive Committee; shall supervise the other officers, agents and employees, if any, shall have access and signature authority for all banking and monetary transactions; shall sign and make all contracts and agreements in the name of The CPC; shall enforce these Bylaws; and shall possess all the powers and duties incident to the position and office which pertain to the office and the position of Chief Executive Officer. The President will present to the Board at bi-monthly meetings.

#### **5.04 Vice President**

During the absence or inability of the President to perform his/her duties or exercise his/her powers as set forth in these Bylaws, they shall be performed and exercised by the Vice President. The Vice President shall have access and signature authority for all banking and monetary transactions; shall be responsible for submission of all required tax filings, financial reports and documents; shall have such other powers

and perform such other duties prescribed for them by the Board or the President. When so acting, he/she shall have all the powers and be subject to all the responsibilities hereby given to or imposed upon the President. In the event that the Vice President is acting on behalf of the President the endorsement of the Vice President, Treasurer and Secretary shall be required on all checks, drafts, or other orders for payments of money, or indebtedness issued in the name of the corporation. The Vice President will present to the Board at bi-monthly meetings. The Vice President will act as The President in waiting and will assume the role as President once The President's term has ended.

### **5.05 Secretary**

The Secretary shall be custodian of the records from all Board Members. The Secretary shall keep and bring to all meetings a copy of the current Bylaws. The Secretary shall keep or cause to be kept a book of minutes of all meetings and actions of directors and committees of directors; shall maintain, and distribute the minutes of all Board meetings. The Secretary shall keep and maintain a contact list of all Board Members. The Secretary shall assist the President to ensure meetings are scheduled in advance and notice of meetings is given. The Secretary shall be responsible for mailing official correspondence. The Secretary shall perform the entire duties incident to the office of Secretary and other duties as assigned by the Board. The Secretary shall have access and signature authority for all banking and monetary transactions. In the event that the Vice President is acting on behalf of the President the endorsement of the Treasurer and Secretary shall be required on all checks, drafts, or other orders for payments of money, or indebtedness issued in the name of the corporation in addition to the Vice President. The Secretary will present to the Board at bi-monthly meetings. The Secretary shall have such other powers and perform such other duties as may be prescribed by the board or the President. The Secretary may appoint, with approval of the Board, a Director to assist in performance of all or part of the duties of the Secretary.

### **5.06 Treasurer**

The Treasurer shall have care and custody of and be responsible for all the funds and securities of the CPC Program in such banks or similar institutions as the Board may designate. The Treasurer or President shall sign, make and endorse in the name of The CPC all checks , drafts and orders for the payment of money and shall pay out and dispose of the same and receipt thereof under the direction of the Board. In the event that the Vice President is acting on behalf of the President the endorsement of the Treasurer and Secretary shall be required on all checks, drafts, or other orders for payments of money, or indebtedness issued in the name of the corporation. The Treasurer shall provide documented monthly financial status reports and balance sheets to the Executive Committee based on standard operation procedures developed with the Executive Committee. The Treasurer will present to the Board at bi-monthly meetings.

### **5.07 Information Officer**

The Information Officer shall be responsible for the maintenance of: the affiliate-member list, including contact information such as telephone, e-mail addresses, and Affiliate status; the Donor records including Donor name, contact information, donation amounts, donation dates, and all records required to be provided to the Treasurer and Vice President for financial reports and tax filings; in addition to oversight and content management of The CPC website, web services to include domain names and server hosting, social media platforms and cyber presence. The Information Officer shall have such other powers and perform such other duties as may be prescribed by the board or the President. The Information Officer will present to the Board at bi-monthly meetings.

### **5.08 Authorities**

The Executive Committee shall have all the power and authority of the CPC except that it shall not have authority (a) to fill any vacancy in any office, (b) to approve the annual budget, or c) to employ or discharge Executive Officers. The Executive Committee shall report its actions to the Board at each meeting of the Board.

### **5.09 Election**

All Executive Officers shall be elected by a majority vote of the Board prior to the Annual meeting. Prior to the Annual meeting, nominations for President, Vice President, Secretary, Treasurer, and Information Officer shall be presented to the Board by an unbiased election and nomination process. Should the term expire prior to the Annual meeting, incumbents' terms are to be considered extended until the election process is complete. It is recommended that a director who is not a member of the Executive Committee chair the Nominations Committee. The nominee for each office receiving the largest number of the votes cast shall be elected.

### **5.10 Terms of Office**

The term of office of each of the Officers shall be two years, commencing the first day of the month in January. Each term shall expire on the final day of the month of December, during even numbered calendar years. In case of the death, resignation, or other vacancy in the office of a Director, the remaining Board Members may elect a successor to fill the unexpired portion of said Officer's term. Affiliates appointed to fill an unexpired term may be elected to successive terms.

### **5.11 Compensation**

Executive Officers shall not receive compensation for their services as such. Officers may be reimbursed for expenses incurred in the performance of their duties as approved by the Board. Other than in exigent circumstances, pre-approval should be sought prior to making out-of-pocket expenditures on behalf of The CPC.

### **5.12 Meetings**

Meetings of the Executive Committee shall be held as needed at such times and places as designated or delegated by the President.

### **5.13 Notice**

The Secretary shall electronically communicate notice of all meetings of the Executive Committee to each member thereof not less than five days prior to each meeting. No public notice of the Executive Committee meeting or any regular meeting of the Executive Committee shall be required. Notice of each special meeting shall be given by email or telephone at least five (5) days before the date of the meeting. Neither the business to be transacted at, nor the purpose of, any meeting of the Executive Committee need be specified in the notice of waiver of notice of the meeting.

### **5.14 Vacancies**

Vacancies in the Executive Officers which arise between annual meetings shall be filled for the unexpired term by a majority vote of the remaining Board Members without undue delay at a regular meeting or at a special meeting.

### **5.15 Resignation**

An Executive Officer may resign at any time by giving written notice to the President or Secretary of the Corporation or to the Board. Such resignation shall become effective at the time specified therein, and unless otherwise specified therein, upon receipt by the Corporation.

### **5.16 Removal**

Any Executive officer may be removed without cause by a majority vote of the Board at any regular Board meeting or at a special Board meeting called for that purpose whenever, in their judgement, the best interests of The CPC would be served thereby. Notice of intent to consider removal of an officer shall be mailed to each Board Member, at the official address provided The CPC by the respective Member, at least seven calendar days prior to the date of the meeting of the Board at which such matter is to be initially considered.

## **ARTICLE VI - COMMITTEES**

### **6.01 Subcommittees**

The Executive Committee may establish subcommittees, ad-hoc or standing, which may include, but are not limited to, the following:

Events  
Fundraising  
Nominations  
Scholarship  
Social  
Sponsorship  
Volunteers

## **ARTICLE VII - RULES OF ORDER**

### **7.01 Rules of Order**

*Robert's Rules of Order, Revised*, shall govern, and control all actions and deliberations of The CPC Program not governed by the Articles of Incorporation or these Bylaws.

## **ARTICLE VIII - MISCELLANEOUS PROVISIONS**

### **8.01 Fiscal Year**

The fiscal year of The CPC Program shall be based on the calendar year, beginning on January 1, and concluding on December 31.

### **8.02 Amendment of Bylaws**

The power to alter, amend or repeal the Bylaws of The CPC Program or to adopt new Bylaws shall be vested exclusively in the Board and shall be accomplished upon the affirmative vote of a majority of the Board Members then in office present and voting: provided that notice of any proposed change to these Bylaws shall be provided by mail, email or by hand-delivery to each Board Member five (5) days in advance of the date on which the proposed change is to be considered by the Board, or if the Board unanimously agrees to changes at a scheduled meeting.

### **8.03 Dissolution**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of Competent Jurisdiction of the county in which the principal office of The CPC is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

### **8.04 Non-Sanctioned Activities**

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributors to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE IX - DOCUMENT RETENTION POLICY**

### **9.01 Purpose**

The purpose of this document retention policy is establishing standards for document integrity, retention, and destruction and to promote the proper treatment of The CPC Project records.

### **9.02 General Guidelines**

Records should not be kept if they are no longer needed for the operation of the business or required by law. Unnecessary records should be eliminated from the files.

### **9.03 Exception for Litigation Relevant Documents**

The CPC Project expects all officers, and employees to comply fully with any published records retention or destruction policies and schedules, provided that all officers, and employees should note the following general exception to any stated destruction schedule: If you believe, or The CPC informs you, that corporate records are relevant to litigation, or potential litigation (i.e. a dispute that could result in litigation), then you must preserve those records until it is determined that the records are no longer needed. That exception supersedes any previously or subsequently established destruction schedule for those records.

### **9.04 Minimum Retention Periods for Specific Categories**

Corporate Documents - Corporate record include the corporation's Articles of Incorporation, By-Laws and IRS Form 1023 and Application for Tax Exemption. Corporate records should be retained permanently. IRS regulations require that the Form 1023 be available for public inspection upon request as set forth in these bylaws.

Tax Records- Tax records include, but may not be limited to, documents concerning payroll, expenses, proof of contributions made by donors, accounting procedures, and other documents concerning the corporation's revenues. Tax records should be retained for at least seven years from the date of filing the applicable return.

Employment Records/Personnel Records- State and federal statutes require the corporation to keep certain recruitment, employment and personnel information. The corporation should also keep personnel files that reflect performance reviews and any complaints brought against the corporation or individual employees under applicable state and federal statutes. The corporation should also keep in the employee's personnel file all final memoranda and correspondence relating to performance reviews and actions taken by or against personnel. Employment applications should be retained for three years. Retirement and pension records should be kept permanently. Other employment and personnel records should be retained for seven years.

Board and Committee Materials- Meeting minutes should be retained in perpetuity in the corporation's minute book. A clean copy of all other Board and Committee materials should be kept for no less than three years by the corporation.

Press Releases/Public Filings- The corporation should retain permanent copies of all press releases and publicly filed documents under the theory that the corporation should have its own copy to test the accuracy of any document a member of the public can theoretically produce against the corporation.

Legal Files- legal counsel should be consulted to determine the retention period of particular documents, but legal documents should generally be maintained for a period of ten years.

Marketing and Sales Documents- The corporation should keep final copies of marketing and sales documents for the same period of time it keeps other corporate files, generally three years. An exception to the three-year policy may be sales invoices, contracts, leases, licenses, and other legal documentation. These documents should be kept for at least three years beyond the life of the agreement.

Development/Intellectual Property and Trade Secrets- Development documents are often subject to intellectual property protection in their final form (e.g., patents and copyrights). The documents detailing the development process are often also of value to the corporation and are protected as a trade secret where the corporation derives independent economic value from the secrecy of the information; and has taken affirmative steps to keep the information confidential. The corporation should keep all documents designated as containing trade secret information for at least the life of the trade secret.

Contracts- Final, execution copies of all contracts entered into by the corporation should be retained. The corporation should retain copies of the final contracts for at least three years beyond the life of the agreement, and longer in the case of publicly filed contracts.

Banking and Accounting- Accounts payable ledgers and schedules should be kept for seven years. Bank reconciliations, bank statements, deposit slips and checks (unless for important payments and purchases) should be kept for three years. Any inventories of products, materials, and supplies and any invoices should be kept for seven years.

Insurance- Expired insurance policies, insurance records, accident reports, claims, etc. should be kept permanently.

Audit Records- External audit reports should be kept permanently. Internal audit reports should be kept for three years.

## **9.05 Electronic Mail**

E-mail that needs to be saved should be either: printed in hard copy and kept in the appropriate file; or downloaded to a computer file and kept electronically or on electronic storage medium as a separate file. The retention period depends upon the subject matter of the e-mail, as covered elsewhere in this policy.

## **ARTICLE X - CONTRACTS, CHECKS AND LOANS**

### **10.01 Contracts and other Writings**

Except as otherwise provided by resolution or policy of the board, all contracts, deeds, leases, mortgages, grants, and other agreements of the corporation shall be executed on its behalf by the President, Treasurer or other persons to whom the corporation has delegated authority to execute such documents in accordance with policies approved by the board.

### **10.02 Checks, Drafts**

All checks, drafts, or other orders for payments of money, notes, or other evidence of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents, of the corporation and in such manner as shall from time to time be determined by a resolution. **Incidentals may be purchased for the Club by the Executive Committee up to \$100, and not to exceed \$300 in one month, without requiring a resolution.**

### **10.03 Deposits**

All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depository as the governing body or a designated committee may select.

## **ARTICLE XI- TRANSPARENCY AND ACCOUNTABILITY DISCLOSURE OF FINANCIAL INFORMATION WITH THE GENERAL PUBLIC**

### **11.01 Financial and IRS documents (The form 1023 and the form 990)**

The CPC Project shall provide its Internal Revenue forms 990, 990-T, 1023 and 5227, Bylaws, conflict of interest policy , and financial statements to the general public for inspection free of charge.

### **11.02 Means and Conditions of Disclosure**

The CPC Project shall make “Widely Available” the aforementioned documents on its internet website: [culpeperpickleball.org](http://culpeperpickleball.org) to be viewed and inspected by the general public.

- Documents shall be posted in a format that allows an individual using the Internet to access, download, view and print them in a manner that exactly reproduces the image of the original document filed with the IRS (except for information exempt from public disclosure requirements, such as contributor lists).
- The website shall clearly inform the reader that the document is available and provide instructions for downloading it.
- The CPC Project shall not charge a fee for downloading the information.
- The CPC Project shall inform anyone requesting the information where this information can be found, including the web address. This information must be provided immediately for in-person requests and within seven (7) days for mailed requests.

### **11.03 Annual Information Returns (Form 990)**

The CPC Project shall submit the Form 990 to its governing body prior to the filing of the Form 990. While neither the approval of the Form 990 or a review of the 990 is required under Federal law, the corporation's Form 990 shall be submitted to each member of the governing body via (hard copy or email) at least 10 days before the Form 990 is filed with the IRS.

### **11.04 Board**

- All deliberations shall be open to the public except where a motion is passed to make any specific portion confidential.
- All board minutes shall be open to the public once accepted by the board except where a motion is passed to make any specific operation confidential.
- All papers and materials considered by the governing body shall be open to the public following the meeting at which they are considered, except where a motion is passed to make any specific paper or material confidential.

### **11.05 Staff Records**

- All staff records shall be available for consultation by the staff member concerned or by their legal representatives.
- No staff records shall be made available to any person outside the corporation except the authorized governmental agencies.
- Within the corporation, staff records shall be made available only to those persons with managerial or personnel responsibilities for that staff member, except that;
- Staff records shall be made available to the board when requested.

### **11.06 Donor Records**

- All donor records shall be available for consultation by the affiliate-members and donors concerned or by their legal representatives.
- No donor records shall be made available to any other person outside the corporation except the authorized governmental agencies.
- Within the corporation, donor records shall be made available only to those persons with managerial or personnel responsibilities for dealing with those donors, except that;
- Donor records shall be made available to the board when requested.