

SUN LAKES 40'S/50'S + CLUB BY-LAWS

Article I Name

The name of this organization shall be Sun Lakes 40's/50's + Club Inc.

Article II Objectives

SECTION 1. This club is organized to provide for its membership socializing opportunities deemed appropriate both inside and outside of Sun Lakes, Arizona

SECTION 2. We desire that all our business be conducted with courtesy, goodwill, and mutual respect.

Article III Membership

SECTION 1. Any individual over the age of 40 or a couple, one of which is over the age of 40, and who is a resident of Sun Lakes, Arizona (Sun Lakes Country Club; Cottonwood /Palo Verde; Iron Oaks; and Sun Bird) is eligible for membership. This club shall not practice nor permit discrimination on the basis of gender, race, national origin, religion, familial status or disability.

SECTION 2. **Dues** The annual club dues shall be set by the board and may be changed periodically as deemed necessary by the board. Dues are assessed annually per individual and are payable by January 1st of each year. Any changes to the dues structure shall be announced and published for 2 consecutive months prior to the month in which they are to take effect. Dues for members who join after July 1 will be reduced by 50%.Members who join in December will not be charged dues for that year providing that the following years dues are submitted with the applications.

Article IV Officers, Standing Committee Chairs and Board of Directors

SECTION 1.

A. The **Officers of the club** shall consist of a President, Vice President, Secretary and Treasurer, The term of office shall be one year. Each Office shall have one seat on the Board of Directors.

- 1) Each officer of the club may be assisted by a spouse or significant other but only the officer shall vote. In the absence of the President the Vice-President will assume the role of President.
- 2) Each officer shall have one vote.
- 3) No officer may serve more than two consecutive terms in the same office. An exception will be made in the case when no nominee is identified for that position for the following year. The board may choose, by a majority vote, to retain the current officer, if they are willing to serve, for another 1 year term.
- 4) After a one-year waiting period a member may become a candidate for the same office.
- 5) After serving 2 years in the same office, a member may become a candidate for another office or committee chair.

B. The **Standing Committees of the club** shall consist of Membership, Activities, Publicity and Hospitality. Each committee shall consist of one Chair and one Vice-Chair and committee members. Each Standing Committee Chair shall have one seat on the Board

of Directors.

1. Each committee chair shall have one vote. The Chair shall vote in the interests of the Committee. In the absence of the Chair, the Vice-Chair will assume the role of Chair.
2. No chair may serve more than two consecutive terms as committee chair. An exception will be made in the case when no nominee is identified for that position for the ensuing year, the board may choose to retain the current chair if they are willing, for another term by a majority vote of the board.
3. After a one-year waiting period, a member may become a candidate for the same chair.
4. After serving 2 years in the same committee chair position, a member may become a candidate for another office or committee chair.
5. It is desirable that the Chair serve as Vice-Chair for one year before serving as Chair in order to facilitate a progression of leadership and succession

C. The **Board of Directors** shall consist of the Officers and Standing Committees Chairs listed in Article IV, Sections 1, Articles A and B. The Board of Directors shall meet once a month. A quorum for the meeting shall consist of no less than 50% of the Board of Directors members. Special meetings of the Board of Directors may be held at any suitable time and place at the direction of the President.

1. The order of business for each meeting shall include addressing member issues or comments presented either in person or as a result of other communication method at the beginning of the meeting followed by: approving the minutes from the previous board meeting, accepting the treasurer's report, acceptance of bills, reading any correspondence, reports from each officer, reports of each standing committee, unfinished business, new business, and announcements.
2. General motions that come before the board will require a simple majority (51% of those voting) to pass.
3. Actions as a result of a board vote shall be followed up on and incorporated into job descriptions or By-Laws , as appropriate, in accordance with Article IV Sections 3 and 4 and Article VII.

D. The **Officers and Standing Committee Chairs** of the club will meet following a schedule that will be adopted at the first meeting of the incoming board in July of each year. All meetings are open to all paid members of the club. Notice of the meetings schedule shall be published in the newsletter bi-annually and posted to the website.

SECTION 2 Voting. Each officer and each committee chair shall have one vote for all matters that come before the board

SECTION 3. Duties of officers. In addition to the duties outlined below, the responsibilities of all officers may be defined in greater detail with individual job descriptions. Every job description shall be reviewed and updated by each officer as necessary and on an annual basis. Each officer shall provide an estimate to the board for approval of any proposed expenditures for which reimbursement will be received from the club.

A. President: Provides leadership, guidance, and direction for the club and ensures that it runs as a smooth, cohesive unit. Conducts monthly Board of Directors meetings in an orderly manner, enforces all provisions of these By-Laws, appoints adhoc committees and chairpersons as needed, and calls special board meetings when required. Guides and assists board members and committee chairs, ensures that officers and chairs perform their functions as required and in a timely manner. Functions as the primary contact for the club. Assists, as needed, at club functions.

B. Vice President: Assists the President with duties and assumes the duties of the President in his/her absence. Participates in monthly Board of Directors meetings and activities. Provides leadership and guidance when the President is not available. Guides and assists all board members as needed. Provides ongoing support and/or oversight for the Activities Committee. Assists as needed, at club functions.

C Secretary: Records the minutes of all Board of Directors meetings and sends copies to all Board members prior to the next

meeting. Preserves all written records for the next year's Board. Participates in monthly Board of Directors meetings and activities. Maintains a current roster of Board members. Maintains originals of all key documents including By-Laws, incorporation documents, insurance policies, job-descriptions and all other documents pertinent to the operation of the club. Writes correspondence as necessary. Assists, as needed at club functions. Responsible for insuring that changes to job descriptions get updated by the respective office or committee and records all actions voted on by the board.

D. Treasurer: Maintains accurate financial records for the club which includes maintaining control of the checking account. Promptly deposits all funds received by the club. Controls and issues all checks upon receiving expense receipts and/or proper authorization. Reconciles bank statements each month. Prepares and presents monthly financial summaries to the Board. Maintains a chronological journal of deposits and expenses. Organizes and retains an orderly file of financial records which must include canceled checks, receipts, deposit slips, monthly financial reports, bank statements, journals of deposits and expenses, and any other financial correspondence. Prepares necessary federal and state financial filings as appropriate. In the event the Treasurer is absent for longer than seventy two hours, transfer to the president or vice-president (with signature authority) of the check ledger will occur to support emergency requirements for funding events. Participates in monthly Board of Directors meetings and activities. Assists, as needed at club functions.

SECTION 4 Duties of Committee Chairs. Each chair shall participate in monthly board meetings and assist, as needed, at club functions. The committee chair shall vote in the interest of the committee. In addition to the duties outlined below, the responsibilities of all Committee Chairs may be defined in greater detail with individual job descriptions. Every job description shall be reviewed and updated by each committee as necessary and on an annual basis. Each Chair shall provide an estimate to the board for approval of any proposed expenditures for which reimbursement will be received from the club.

A. Membership Chair: Maintains accurate and timely records of membership. Presents a summary report of membership changes at the monthly Board of Directors meetings and provides the Board with an updated membership list each month. Promptly delivers monies from membership to the Treasurer. Maintains the membership list and prepares or coordinates the preparation of mailing labels as required. Compiles and distributes yearly directory in a timely manner.

B. Activities Chair: Recruits and identifies event planning chairpersons and committee members and conducts planning sessions to develop a proposed schedule of activities. Prepares a budget of income and expenses per person for each event and provides copies to each Board member for approval. Any substantial changes to the event budget requires board approval. As the Board approves events, the Activities Chair is responsible for: Making final arrangements for caterers, bands, disk jockeys, etc. as applicable; obtaining contracts for each provider, detailing the activities of the club; reviewing each contract with the Board for the purpose of Board approval. Obtains total number of attendees for the event and provides the number to the facility; ensuring that all is in readiness the day of the event; providing information to the Publicity Chair in a timely manner; providing Hospitality Chair with a list of attendees in a timely manner.

C. Publicity Chair Possesses computer skills to create and publish the monthly newsletter. Collects input from the Board of Directors and prepares monthly newsletters for the club members in a timely manner. Responsible for printing, collating, copying and mailing the monthly newsletter to those members who specifically require a hard copy. Responsible for the monthly newsletter in digital form to the Membership chair and to the Webmaster. Coordinates with the Webmaster for updates of information notices and pictures for the website. Prepares monthly publicity releases for *The Splash* in a timely manner. Prepares other publicity as needed for community bulletin boards or as deemed appropriate by the Board. .

1. Support Roles

Webmaster(s): The webmaster is a support position with no voting rights. The webmaster is appointed by the board and serves under the direction of the Publicity Chair.

Photographer(s): Club photography is a support role with no voting rights. The Publicity chair will coordinate the taking of pictures with any volunteer or appointed individual or individuals who take pictures at club events.

D. Hospitality Chair. Prepares nametags for all club activities. Greets and distributes nametags at events. Hosts, at least quarterly and more frequently if needed, "New Member Socials" at a member's home or at one of the country clubs. Invites new members to socials and coordinates the preparation of nametags. Gives background of Club, introduces Committee and Board members present and requests new members do the same as well as share home state and background.

SECTION 5. Election of officers.

A. Nominating Committee. The Nominating Committee is an ad-hoc committee. No later than the regular January Board of Directors meeting, the President shall appoint a Nominating Committee consisting of at least three club members, one of which is a former or existing board member. The committee will present a slate of candidates for each office and for each standing committee chair and vice-chair for the ensuing year. The President shall review the Nominating Committee's duties and responsibilities with each person of the Nominating Committee. Details of these duties should be outlined in the job description for the Nominating Committee. The president will supply copies to and review with the Nominating Committee members current copies of all job descriptions and the By-Laws. The Nominating Committee will solicit the membership thru the newsletter, email blasts and direct contact in order to find a minimum of one candidate for each position. Any dues paid member may submit their name to the committee for consideration. The Nominating Committee members will review the By-Laws, job description, duties and responsibilities with each potential candidate for the position. After obtaining each candidate's consent to serve, this committee shall, at the March Board of Directors meeting, present the names of the all candidates the committee has selected for each office and standing committee. The list of candidates presented by the Nominating Committee for committees shall include a recommendation for the position of Committee Chair and Vice-Chair.

B. Election. The membership will be informed of the slate of candidates no later than the April newsletter. The slate of candidates for each office and committee shall be published in the newsletter and posted on the club website along with the date of the April Board of Directors meeting. The election will be held at the regularly scheduled Board of Directors meeting in April. Officers will be elected by majority of those members present.

C. Appointments. As the earliest opportunity the newly elected officers will meet with the Nominating Committee to discuss the recommendations for Chair and Vice-Chair(s) for Standing Committees. The newly elected officers will consider the Nominating Committees recommendations deciding whether to accept the recommendations or propose alternatives. After thorough consideration the newly elected officers shall select the Chair and Vice-Chair for each standing committee.

D. Transition of Officers and Standing Committee Chairs. The newly elected Officers and appointed Standing Committee Chairs and Vice-Chairs shall attend the May and June Board Meeting in an effort to provide a smooth transition for the next year. The incoming board members along with the current Officers and Standing Committee Chairs shall meet immediately after the April election to: i) Review and update officer and committee job descriptions, ii) begin and/or review their planning processes for the next 6 months and coming year..

E. Removal of Officers, Chairs or Vice-Chairs. In the event that an Officer, Chair or Vice-Chair fail to perform the duties of their office or position in a satisfactory manner, the President shall discuss the non-performance situation and work with the individual to correct the deficiency. If unacceptable performance persists after the discussion for improvement, the President may take action with the board and a motion to remove the individual from their position may result. Such removal will require a 2/3 majority vote of the board.

SECTION 6 Installation of officers. At the end of the Board of Directors meeting held in June, the newly elected officers for the ensuing year will be installed. Each of the outgoing Officers and Chairs shall meet with the incoming respective officers to: inform them of their job description, duties and responsibilities, transfer all historical documents and provide assistance for a smooth transition. The newly installed officers will officially begin its duties at the regularly scheduled board meeting in July.

SECTION 7. Inability to serve. In the event of the inability of the President to fulfill the duties of the office, the Vice President shall serve as President for the duration of the President's absence. In the event of the inability of the Chair to fulfill their duties, the Vice-Chair shall serve as Chair for the duration of the Chairs absence. In the event of the inability of any other Officer to perform the duties of the office as described in the By-Laws, a replacement for the current term will be appointed by a majority vote of the Board.

SECTION 8. No member of the Board of Directors shall engage in activities contrary to the best interests of the club.

Article V

Finance

SECTION 1. **Accounting.** The accounting records of the club's finances shall be maintained by the Treasurer.

SECTION 2. **Accounting period.** The books of account shall be closed semi-annually on June 30th to coincide with the change of club officers and again on December 31 of each year.

SECTION 3. **Authority to sign.** The Treasurer, President and Vice-President shall have the authority to sign checks.

SECTION 4. **Contracts.** All contracts with financial obligations must be approved by the Board prior to signature. All contracts must have the signature of the President or the Treasurer. If both officers are unavailable, the Vice President shall have the authority to sign.

SECTION 5 **Operating Budget.** An operating budget shall be maintained by the Treasurer to support non event expenses and specific event expenses of the club. Activities for each monthly event shall be reviewed with board members for break even scenarios with actions taken in the best interest of the membership supporting the mission of the club. Committee chairs shall present monthly estimates for proposed expenditures. A minimum balance of \$2000.00 will be carried over at the change of officers at the end of June of each year.

Article VI

Policies

SECTION 1. **Rules of the club.** All members shall abide by the rules of the club including refunds and cutoff dates for registering for an event. Any rules shall be published in the newsletter for each event and posted on the website.

SECTION 2. **Guests.** Couples or individuals, invited by a member in good standing, may attend club events provided there is space available and the stated guest fee is paid. Single members may invite one guest to accompany them to any event any pay the stated member fee for that event. The rules allowing invited guests for events may be established on an event-by-event basis.

Article VII

Amendments to By-Laws

SECTION 1. **Amendment Process.** These By-Laws may be amended from time to time. The following process will be followed except for those instances noted in Section 2 below. Any recommended amendment(s) shall be presented at a regularly scheduled board meeting. The proposed amendment(s) shall then be published in 2 consecutive newsletters and published on the website in order to solicit comments from members. After consideration of members' comments, the board shall vote on the amendment(s) at a scheduled meeting following the required publication in the newsletters. A 2/3 majority of the Board members present is required for passage. The secretary is responsible for maintaining and recording any approved changes to the By-Laws document into the appropriate section of the By-Laws document. A record of the changes will be kept at the end of the By-Laws document stating the date and a summary of the changes made.

SECTION 2. **Membership Voting Requirements.**

A vote by the membership as a whole may be directed by the board at any time but is mandatory for the following situations:

- A. Dissolution of the Club
- B. Changes to Name in Article 1,
- C. Changes to Objectives in Article 2
- D. Changes to Membership criteria in Article III, section 1

In these case and whenever else the Board determines that a vote by the membership is warranted; a minimum of 51 % of the membership will be required for a vote to be valid. Of the minimum 51% voting, 2/3 of the membership voting is required for passage.

Article VIII
Dissolution

In the event that the officers and membership of the club vote to dissolve, the following processes shall be adhered to:

- A. All outstanding invoices and receipts for any club event shall be paid.
- B. Notice shall be given to each HOA of Sun Lakes that the club has dissolved.
- C. Notice shall be give to the State of Nevada that club has been dissolved.
- D. The board shall decide how to distribute all remaining in the treasury to one or more of the following organizations:
 - 1. Neighbors Who Care or
 - 2. Sun Lakes Sheriff's Posse or
 - 3. Sun Lakes Fire Department's - Community Assistance Program
- E. The board shall have discretion regarding donation of other club assets.