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CHARTERED CLUB BYLAWS

AUTOMOTIVE / RESTORATION CLUB OF SUN CITY WEST

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Chartered Club Bylaws

Article I - General

Section A - Name of Organization

Automotive/Restoration Club of Sun City West

Section B - Purpose of Organization

The Automotive/Restoration Club of Sun City West is formed exclusively for charitable and educational purposes under Section 501 (C)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code. Further, the Automotive/Restoration Club of Sun City West will fund raise for bona fide 501 (C)(3) charitable organizations including the Arizona Fire Management District Charities, the American Cancer Society, the Alzheimer's Association, Make-A-Wish, Dysart School District and other bona fide 501 (C)(3) charities who meet present and future IRS tax codes.

Section C – Compliance with Recreation Centers of Sun City West, Inc.

These bylaws will fully comply with the Recreation Center of Sun City West, Inc. (Recreation Centers, the Association), Articles of Incorporation, Association Bylaws, Rules, Regulations, and Procedures (RR&Ps) for Chartered Clubs. In the event of a conflict between these bylaws and the above stated governing documents of the Recreation Centers, the Recreation Center's documents shall prevail.

Section D – Chartered Club Operation as a Non-Profit Organization

This Chartered Club shall be operated exclusively as a non-profit organization in accordance with applicable Arizona and Internal Revenue Service (IRS) Tax Exempt Codes, and Association Bylaws.

Article II – Membership

Section A – Membership

Membership shall be open to individuals in good standing with the Recreation Centers. Club membership is only open to those issued a current Owner-Member Card, Associate Member Card or Tenant Activity Card (Recreation Card). Each Club Member has equal rights, responsibilities, and obligations.

Section B – Honorary and Lifetime Memberships

Honorary and Lifetime Memberships are not allowed in Chartered Clubs.

Section C – Membership Reporting

The Annual Membership Report (CR-15) must contain each Club Member's name and Recreation Card number as of December 31 and is to be submitted to the Recreation Manager by February 15 of the following year.

Section D – Membership Preconditions

There shall be no precondition for membership other than as defined in Article II – Membership, Section A – Membership, above, nor will Club Members be required to join any local, national, state, or regionally affiliated organization.

Section E – Recreation Card Holder Guest/Visitor Privileges

See the Rules, Regulations, and Procedures (RR&Ps) for the definition of a Guest/Visitor.

A Recreation Card Holder Guest/Visitor may attend a scheduled Club activity up to three (3) times annually before they are required to join the Chartered Club. A SCW REC Card holder may visit the Club five (5) times in a calendar year before being required to join the club. Monitoring compliance of the guest rules will be the responsibility of the Club. A guest may attend instructional seminars and presentations upon approval of the Club Officers.

Visitors are always welcome during normal operational hours. All visitors must be accompanied by a Club Member or Club Monitor when entering the shop working areas and safety glasses must be worn.

Section F – Non-Recreation Card Holder Guest/Visitor Privileges

See the Rules, Regulations, and Procedures (RR&Ps) for the definition of a Guest/Visitor.

A Non-Recreation Card Holder Guest/Visitor must be accompanied by a Club Member host at all times when in Club facilities and may not be given any more privileges than a SCW Recreation Card Holder.

Section G – Club Dues

The dues for each member will be determined annually on the recommendation of the Club Board and approved by a majority vote of the Club Members attending the meeting after a quorum has been established (see Article V – Meetings, Section G – Voting and Quorum Requirements on page 12).

Section H – Maintaining a Chartered Club

Chartered Clubs must meet membership and membership participation requirements per the RR&Ps measured by Rec Center software and annual CR-15 Membership Report.

A Club Charter is dependent on club membership, membership participation of existing Club Charter.

Section I – Club Monitoring

Monitors are encouraged. Responsibilities to be a monitor it is required to attend Safety, Lift and Monitor training.

Article III – Code of Conduct

Section A - Member conduct

Disciplinary action is necessary when members threaten the safety of themselves or others, are abusive, create turmoil, disruption, or dissension among Club members, Club, or the Association in general.

The Club Board (majority vote of 51%) must initiate and approve all disciplinary actions, with the member notified within five (5) business days of infraction. The infraction is to be documented in Club records by including a form CR-16 (Chartered Clubs Disciplinary Actions), with copies forwarded to the Recreation Manager and Chartered Clubs Committee Chairperson.

Refer to the RR&Ps for full disciplinary procedures.

Section B – Commercial/Mass Production Prohibition – Not Applicable

Article IV – Officers

Section A – Club Officers

The Club board must consist of four officers: President, Vice President, Secretary, and Treasurer.

Additional elected officers with voting rights for this club are a Second Vice President and Assistant Treasurer for a total of six (6) members.

Section B – Club Officer Election

The Club Board shall be elected by a majority vote of those present at the Club's annual membership meeting after a quorum is established (see Article V – Meetings, Section G – Voting and Quorum Requirements on page 12). The elected officers shall serve **without** compensation. If appointed by the Club Board to fill a vacancy, the appointee must be confirmed by a majority vote of the Club's board.

Section C – Club Officer Verification

Newly elected or appointed officers shall, within fourteen (14) days of taking office, attest that they have read and understand the Rules, Regulations, and Procedures (RR&Ps) for Chartered Clubs by signing the CR-5 (New Club Officers and Rules, Regulations, and Procedures for Chartered Clubs Affirmation Report) and forward it to the office of the Recreation Manager.

Section D – Responsibility to Submit Annual CR-15 Report

The Secretary shall submit the Annual Membership Report (CR-15) for the year just ended to the Recreation Manager by February 15th of the following year.

Section E – Officer Duties/Responsibilities, Term Lengths, Term Limits, and Duties

See Appendix A – Club Officer Role Descriptions on page 17 for Officer Duties and Responsibilities descriptions.

Terms of office for each officer will be one (1) year from January 1 through December 31 of each year. No officer shall be eligible to serve for more than three (3) consecutive terms in the same office.

A Safety Director will be an appointed position without Board voting privileges. The Shop Manager/s will be appointed position/s without Board voting privileges. These appointed Director and Manager/s positions are not term limited.

Section F – Filling a Board Vacancy

In the event of any officer resigning or being terminated, the highest-ranking officer's remaining shall appoint a club member to fill the vacancy. Exception: If the President leaves for any reason the Vice President shall become President. The remaining officers will then work with the new President to replace by appointment the vacancy of the Vice President.

Section G – Removal of Directors and Officers

Contact the Recreation Manager for information on this topic.

Section H – Officer Succession

It is the responsibility of the Club President to educate the incoming president on Club bylaws including the Rules, Regulations, and Procedures (RR&P's) information (which can be found online at www.scwclubs.com) on to their successor.

Article V – Meetings

Section A – Club General Membership Meeting Frequency and Openness

There will be a minimum of two (2) general membership meetings conducted each calendar year. One of these meetings should be designated as the election meeting. All General Membership Meetings are to be open meetings.

Section B – Club Business Currency and Board Meeting Openness

The Club’s Board will meet as needed to ensure Club business is kept current and that Board Meetings are open.

Section C - Provisions for Calling and Recording Meetings

Minutes will be taken by the Secretary to document all business sessions and approved by the Club President.

Meeting Minutes should be available to Club membership prior to the subsequent General Membership Meeting.

Minutes, as well as pertinent administrative records, will be retained for a period of three (3) years.

Section D – Required Club Officers Meetings

Club officers (or their designated attendee) are required to attend Officers Meetings called by the Recreation Center. The purpose of these meetings is to update policies, clarify procedures, and discuss mutual concerns.

Section E – Club Meeting Purpose

Membership meetings should not have as their primary purpose a social event.

Section F – Special Meetings

For a grievance or reasonable cause, Club membership must present a petition signed by at least ten (10) percent of the Club members to require the Board to call a Special Membership Meeting. The Club Board must acknowledge receipt of the petition within two (2) business days of receipt of the petition and schedule the special meeting and notify Club members of the date, topic, and venue of the special meeting within three (3) business days of receipt of the petition. The special meeting must be held within ten (10) days of receipt of the petition.

The Club Board may call a special Membership Meeting. The Club Board must schedule the meeting and notify Club members of the date, topic, and venue within two (2) business days after announcing the special meeting. The special meeting must be held within ten (10) days of the meeting announcement.

An officer of the Board may call for a special meeting of the Board.

Section G – Voting and Quorum Requirements

1. Club Board Meetings – A quorum is a simple majority of the Board.
2. Membership Meetings – Quorum Definitions

A quorum is the minimum attendance at a Club membership meeting necessary to conduct elections, approve bylaws, approve budget, or conduct Club business.

The required majority must be of those present at the meeting specifically called for such purpose.

A simple majority is required for all issues except bylaws.

To approve bylaws, a two-thirds (2/3) majority is required. A quorum shall be ten percent (10%) of the Club membership. However, a quorum for approving bylaws cannot be less than twenty-one (21) members. A Club could have an excess of one hundred (100) members at a meeting, but the top requirement is one hundred (100).

Voting may be done in person (voice vote or show of hands), by paper ballot, or any generally accepted other technologically assisted solutions and retained in Club records. There will be no proxy votes.

Reference Robert's Rules of Order for assistance in parliamentary provisions. Note that stated bylaws take precedence over Robert's Rules of Order (i.e., anything not stated in bylaws shall be referred to Robert's Rules of Order for parliamentary procedures).

Article VI – Financial

Section A – Financial Record Retention

Financial Records shall be retained for a period of seven (7) years prior to current year.

Section B – Spending Limits

The Club Board may authorize (a) the Treasurer to disburse funds in support of Club activities in amounts not to exceed \$2500. Expenditures greater than \$2500 must be approved by a vote of the general membership. Shop Manager/s may authorize Shop needs and expenditures up to \$500. Other Club expenditures of \$100 or less can be paid by petty cash.

Section C – Club Member Compensation

No member shall receive compensation or financial award from Club funds for contributions or service to the Club. The only exception is when a member has an independent contractor agreement reviewed by the Recreation Manager.

Section D – Financial Record Audits

Financial records must be audited annually by individuals other than those elected to the Club Board. The results of the Report of Audit will be presented to the general membership and duly recorded in the applicable minutes of such meetings. A copy will be provided to the office of the Recreation Manager.

Section E - Club Advertising

Any commercial advertising or flyers of Club activity must follow RR&Ps and Association policies.

Section F - Contracts

Any contracts for instructors must meet RR&Ps Guidelines. Each contract must be renewed annually and a copy of each sent to the office of the Recreation Manager for Review. (Refer to RR&Ps).

Section G - Treasurer’s Duties and Responsibilities

See Treasurer role description in the Appendix A – Club Officer Role Descriptions on page 17.

Article VII – Committees

Section A – Non-Permanent Committees and Chairpersons

Committees and/or chairpersons may be elected or appointed by the Club board. Club Bylaws must state the election or appointment process to be used (see Article IV – Officers on page 9).

Section B – Permanent (Standing) Committees

Permanent (standing) committees, at a minimum, will include a Safety and Audit Committee. Additional committees must be brought to a vote of the membership and so stated in Club Bylaws.

Section C – Ad Hoc Committees

The Club President may appoint ad hoc committees with the approval of the Board.

Section D - Duties of the Safety Committee

The duties of the safety Chairperson/Committee are to ensure that the rooms or areas dedicated to activities are clear of hazards and if any are noted to advise Facility Supervisor.

Section E – Audit Committee/Chairperson Duties and Responsibilities

The Audit Chairperson/Committee (person(s) other than those elected to the Club Board) shall audit Club financial records on an annual basis. The results of the financials will be presented to the membership and recorded in applicable minutes of such meetings.

Section F - Other Committees and Their Duties

Training and Education Committee

Article VIII – Amendments

Section A – Amending These Bylaws

This Club requires a two-thirds (2/3) vote of membership at a meeting specifically called to amend the bylaws.

Section B – Amendment Review Requirements

The Recreation Manager shall review the proposed amendments prior to the submittal to the Club membership.

Section C – Proposed Amendment Publication

Proposed amendments shall be publicized to the membership at least one (1) month prior to the vote. All amendments must be voted upon and approved by a quorum of the membership (see Article V – Meetings, Section G – Voting and Quorum Requirements on page 12).

Section D – Revised Bylaws Review Requirement

A complete revised set of the Club's bylaws will be submitted to the Recreation Manager for final review. The amended bylaws require the approval of General Manager prior to implementation. The results and dates of the membership vote shall be duly noted on the submitted document.

Article IX – Dissolution

Section A – Clubs with an IRS Tax Status Other than 501(c)(3)

Section B – Clubs with IRS tax designation of 501(c)(3)

Upon the winding up and dissolution of this Club, after paying or adequately providing for the debts and obligations of the Club, any remaining physical assets shall become the property of the Recreation Centers.

Any remaining monetary assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and/or scientific purposes and which has established its tax-exempt status under section 501(C)(3) of the Internal Revenue Code.

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 Current Internal Revenue Code (or the corresponding provision of any future United states Internal Revenue Law) or (b) by a corporation contribution to which are deductible under Section 170 (C) (2) of the current Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

Appendix A – Club Officer Role Descriptions

President

- Set a time and place and preside at Board and General Membership meetings.
- Solicit and compile agenda for Board meetings.
- Create and appoint Chairs of needed action committees, and appoint members to fill Board, committee and coordinator vacancies.
- Correspond and communicate Club and fiscal business with the Rec Center, including room reservations and facility management issues.
- Complete paperwork (CR-8 and W9) for new hires.
- Communicate with members using the Club's email program.
- Attend mandatory facilities request submission day.
- Attend mandatory Rec Center club officer meetings.
- Review Secretary meeting minutes prior to publishing.
- Signatory on the bank account.

Vice President

- Perform the duties of the President in their absence and/or succeed the President if they cannot complete the term.
- Lead Board meetings and organize agenda in absence of the President.
- Attend Board and General Membership meetings.
- Assist President in tasks as assigned.
- Attend mandatory Rec Center club officer meetings. Check and respond to the Club's email account.

2nd Vice President

- Perform the duties of the President or First Vice President in their absence and/or succeed the President if they cannot complete the term.
- Lead Board meetings and organize agenda in absence of the President or First Vice President.
- Attend Board and General Membership meetings.
- Assist President in tasks as assigned.
- Attend mandatory Rec Center club officer meetings. Check and respond to the Club's email account.

Treasurer

- Receive and reconcile class income and membership dues paid
- Account monthly for club income and expenses using Quicken or similar financial software.

- Reconcile bank account monthly.
- Provide a financial report with income statement to the Club Board monthly.
- Provide an income statement to the Content Manager for posting on the website monthly.
- Provide membership forms received with class receipts to membership chair and reconcile membership count vs income monthly.
- Attend mandatory Rec Center club officer meetings.
- Issue checks monthly to instructors and maintain 1099 records.
- Submit form CR-7 (Annual Financial Statement) for the year just ended to the office of the Recreation Manager by February 15 of the current year.
- Clubs that turn in an inventory list must have complete item descriptions, serial/model numbers, dates purchased, and total amounts.
- Send club rosters to ClubTrack administrators at least twice per month.
- Complete and submit 1099s to instructors and bookkeeper and IRS annually.
- Complete and submit form 990 to the IRS annually.
- Report the state of Club finances at Board and General Membership meetings.
- Maintain records for seven years.
- Signatory on the bank account.
- Contribute to crafting and writing Club policies and procedures.

Assistant Treasurer

- Shall act in the absence of the Treasurer at meetings, Shall assist the Treasurer as requested. Succeed Treasurer in the event the Treasurer cannot complete his/her term due to illness, termination or is no longer a resident of Sun City West.

Secretary

- Attend Board and General Membership meetings to record meeting minutes.
- Seek approval of Board meeting minutes from Board members.
- Seek approval of General Membership meeting minutes at General Membership meetings.
- Attend mandatory Rec Center club officer meetings.
- Maintain, track, and file all Club-pertinent communications for three years.
- Responsible for publicity of Club events.
- Working with Treasurer to complete all forms required by the Recreation Centers accurately and on time.
- Turn in annual CR-15

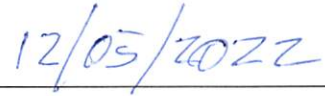
Appendix B – Bylaws Amendments

Attach Amendments To This Document Behind This Page

Signatures



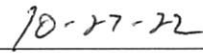
Club President



Date



General Manager



Date