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CHARTERED CLUB BYLAWS

Westernaires Chorus of Sun City West

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Chartered Club Bylaws
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Chartered Club Bylaws

Article I - General

Section A - Name of Organization

Westernaires Chorus of Sun City West

Section B - Purpose of Organization

The purpose of this organization is to sing choral literature as musically and technically accurate as possible and to promote music education and entertainment for the benefit of the community.

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 rehearsals, as a non-participating guest, up to two (2) times annually before they are required to join the Westernaires Chorus.

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

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

See further information in

A Non-Recreation Card Holder Guest/Visitor must be accompanied by a Club Member host at all times when in Club facilities.

A Non-Recreation Card Holder Guest/Visitor may attend rehearsals, as a guest, no more than 2 (2) times a year.

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.

Dues shall be payable in January of each year. Members joining after June 30 shall pay one-half (1/2) of the annual dues.

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

Each club member is responsible for monitoring at club facilities per club bylaws

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.

Article IV – Officers

Section A – Club Officers

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

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 11). 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 President 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.

The terms of office of the Club Board and Executive Committee are one calendar year or until their successors are elected. The Club Board is eligible to be re-elected.

Section F – Filling a Board Vacancy

In the event of a vacancy on the Executive Committee, including elected officers, the remaining members of the Club Board shall have the authority to fill the vacancy for the unexpired term.

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.

The Executive Committee shall meet at least quarterly.

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

All disbursements must be authorized by accounts provided in the Budget. If so authorized, disbursements of Five Hundred Dollars (\$500.00) or less, require only the signature of one of the elected officers in accordance with any procedures established by the Executive Committee. Expenditures over Five Hundred Dollars (\$500.00) require the signatures of two (2) elected officers.

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

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 President shall appoint a Safety Monitor who shall monitor and immediately report any hazards in the rehearsal and performing spaces to the President and Facility Supervisor. 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 President shall annually appoint members who are not officers or chairs to review Club finances and submit their report to the general membership in February for the preceding fiscal year.

Section F - Other Committees and Their Duties

A Nominations Committee shall be appointed in September by the President to comprise at least one member from each vocal section of the Club to develop a proposed slate of officer candidates for the ensuing year. The Committee shall select candidates, obtain their consent, and present their names to the general membership in October for approval by the general membership during its November meeting.

The Executive Committee shall have the authority to establish duties and guidelines for committees and approve, initiate, review or revise any committee actions. It shall make decisions regarding rehearsals, performances and such other similar matters giving due consideration to the general membership. In addition to its specific duties, the Executive Committee shall generally handle the business of the Club, subject to the Club Board's authority.

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 11).

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)

Upon the winding up and dissolution of this Club, after paying or adequately providing for the debts and obligations of the Club, the remaining assets shall be turned over to the Recreation Centers.

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.

Appendix A – Club Officer Role Descriptions

President

- Presides at all meetings
- Exercises general supervision and direction of the organization's affairs and activities
- Is the spokesperson between the Club Board and the Executive Committee and the general membership
- Is responsible for getting monthly attendance reports to the Recreation Center
- Is responsible to submit the annual CR-15 membership report to the Recreation Manager by Feb 15 of each year
- Appoints the members of the Executive Committee, with the exception of the Musical Director and Elected Officers

Vice President

- In the absence or inability of the President, the Vice President performs the duties of the President with the same authority; and otherwise performs assignments as requested by the President.
- Is responsible for the spring and fall shows and, as such, establishes duties, appoints coordinators, and supervises their performances.

Treasurer

- The Treasurer collects all revenues; deposits all monies belonging to the Chorus
- Pays all bills authorized by the Budget and in accordance with any procedures established by the Club Board
- Keeps careful records of receipts and disbursements by appropriate accounts
- Renders an oral financial report to the membership and a written report to the Executive Committee at least quarterly
- Submits Form CR-7 (Annual Financial Statement) to the office of the Recreation Manager by February 15 for the preceding calendar year
- In conjunction with the Club Board, the Treasurer shall establish an Annual Budget, with such reserve accounts as deemed necessary. After it is approved by the Club Board, it shall be submitted to the general membership for approval and amendment, if necessary, in February of each year.
- Adoption of the Budget shall constitute approval by the membership of all expenditures authorized in the Budget
- Amendments to the Budget may be submitted by the Club Board for membership approval any time they are deemed necessary.

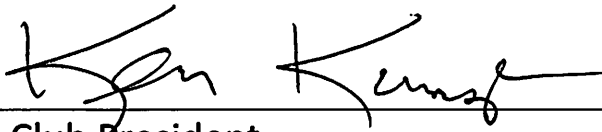
Secretary

- The Secretary keeps minutes of all Club Board, Executive Committee and membership meetings
- Submits written minutes of all meetings, and permanently maintains vital and historic documents, (i.e. minutes, Rec Center charter certificate, IRS letter of exemption, bylaws, etc.).

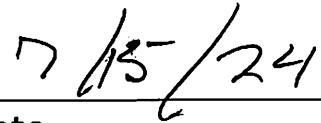
Appendix B – Bylaws Amendments

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Signatures



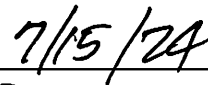
Club President



Date



General Manager



Date