

REVISED BYLAWS
OF THE
SUN CITY WEST METAL CLUB

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A CHARTERED CLUB OF THE
RECREATION CENTERS' OF SUN CITY WEST, INC.

REVISED: February 1, 2019

SUN CITY WEST METAL CLUB BYLAWS

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Article I: General

Section A: Identifying Terms

1. The name of this organization shall be "SUN CITY WEST METAL CLUB", hereinafter referred to as the "Club".
2. Henceforth, the "Recreation Centers of Sun City West", shall be referred to as the "Recreation Centers" or "Association".
3. The Club's physical facility shall hereinafter be referred to as the "shop".
4. The Association's Rules, Regulations, and Procedures may also be identified as the RR&Ps.

Section B: Club Purpose: The purpose of the Club is to promote:

1. A community interest in working with metals.
2. The development of an expanded base of knowledge for all members and guests in the fabrication of metals through the cooperative exchange of ideas and expertise.
3. An optimum level of safety through competent instruction and the proper use and care of Club equipment, as defined within the Club's bylaws, and safety manual.
4. A spirit of good fellowship among the Club's members and guests.

Section C: Compliance with Association Rules

1. These bylaws will fully comply with the Recreation Centers of Sun City West's Articles of Incorporation Association Bylaws, and 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 Centers' document shall prevail.

Section D: Non-Profit Organization Requirements

1. This Chartered Club shall be operated as a non-profit organization in accordance with applicable Arizona and Internal Revenue Tax Exempt Codes, and the Association's Bylaws.

Article II: Membership

Section A: Membership Qualifications

1. Membership shall be open to all members in good standing of the Recreation Centers.
 - a. All members must agree to abide by the Club's bylaws, safety and operational manuals, policies and procedures.
 - b. Shall satisfy all current equipment training and operating requirements as established by the Club.

Section B: Non-Affiliation

1. There shall be no other preconditions for membership, nor will members be required to join any national, state, or regionally affiliated organization.

Section C: Guests

1. Guest privileges are specified in the Rules, Regulations and Procedures, Chapter 3, Article II and Appendix IX.
 - a. A Recreation Card Holder may visit the shop five (5) times as a guest before being required to join the Club. A non-member of the Association may visit the shop on five (5) occasions in a year.
 - b. Non-Recreation Card Holders may not be given more privileges than a Recreation Card Holder.

Section D: Dues

1. The amount of dues for each member will be determined annually on the recommendations of the Club board, and approved by a majority vote of the Club members attending the meeting after a quorum ¹ has been established.

¹ A Quorum is the minimum attendance at a club membership meeting necessary to conduct elections, to approve bylaws, to approve budgets or to conduct other Club business that requires a vote. A quorum shall be then (10) percent of the club membership. However, a quorum requirement cannot be less than 20 members or more than 100 members.

Section E: Disciplinary Action (RR & Ps, Chapter 3, Article I, F.4)

1. Members who threaten the safety of themselves or others, are abusive, blatantly create turmoil, disruption or create dissention among Clubs, club members or the Association in general, may have their membership temporarily suspended (up to two weeks) by the Club Board.
2. Written notice regarding the reason for a temporary suspension shall be provided to the Recreation Activities Manager within two (2) business days following the temporary suspension.
3. Termination of a club membership can only occur following a recommendation from the General Manager for the approval of the Governing Board.
4. Severe cases of adverse behavior, as described above, may be cause for suspension of Association Recreation Center membership rights and privileges.
5. The following disciplinary action may be taken by the Club's board against any member or guest who does not conform to the Association's Rules, Regulations and Procedures, or the Club's bylaws or safety rules:
 - a. First Offense — a written reprimand from the Club Board describing the violation and the possible consequences of continuing the activity.
 - b. Second Offense — a short term suspension (less than two weeks) by the Club (Board).
 - c. Third Offense — a longer suspension by the Club (Board), not to exceed two (2) weeks.
 - d. Fourth Offense — longer suspension or termination recommended by the Recreation Centers General Manager to the Governing Board
 - e. Any suspended or terminated club member has the right to appeal to the Governing Board (RR & Ps Chapter 3, Article 1, F, 4).
 - f. In lieu of, or in addition to the above suggested disciplinary actions (One through Fourth Offenses), the Club's board may, at any time, refer the matter to the Association's General Manager for disposition.

Section F: Commercial Enterprises

1. No commercial enterprises shall be permitted without written approval from both the Association and the Club's board.

Article III: Club Officers

Section A: Members of the Board

1. In accordance with the Association's RR & Ps, a club board must, at a minimum, consist of four officers: a president, a vice-president, a secretary, and a treasurer.
2. The Club's board shall consist of nine (9) elected officers, each of whom shall have an equal vote.
 - a. President
 - b. First Vice-President
 - c. Second Vice-President
 - d. Secretary
 - e. Treasurer
 - f. Assistant Treasurer
 - g. General Purchasing Agent
 - h. Metal Purchasing Agent Welding
 - i. Purchasing Agent

Section B: Requirement of Officers to comply with Association Rules

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

Section C: Voting Regulations - RR & Ps Chapter 4, Article VI, L.

The Club Board shall be elected by a majority vote of those present at the Club's annual membership election meeting after a quorum is established. The elected officers shall serve without compensation. An officer normally may not serve as an independent contractor, (RR&Ps, Chapter 4, Article VI, L).

¹ A Quorum is the minimum attendance at a club membership meeting necessary to conduct elections, to approve bylaws, to approve budgets or to conduct other Club business that requires a vote. A quorum shall be then (10) percent of the club membership. However, a quorum requirement cannot be less than 20 members or more than 100 members.

Section D: Membership Report to the Recreation Activities Manager

1. The President , or his designee, is responsible for submitting the CR 15 Membership Report to the Recreation Activities Manager by February 1st of each year.

Section E. Officer's Election, Term Limits, Duties, and Responsibilities

1. General:

- a. All officers of the club's Board shall be elected at the Club's general meeting in March; assume their office at the first meeting of the Board in the month of April, and shall serve through March 31 of the following year, or until resignation, incapacitation, or removal from office in accordance with the provisions of these bylaws.
- b. The President shall be limited to two (2) consecutive terms and must be absent from that office for a period of at least one (1) year prior to regaining eligibility to be elected to that specific office.
- c. There shall be no restriction as to succession on any other office or officer required to be elected each term.

2. The President shall:

- a. Be the chief administrative officer of the Club.
- b. Preside over all club matters.
- c. Perform all duties customary to the office, imposed by the Bylaws or as directed by the Club's Board.
- d. Represent the Club in all matters related to the Association.

3. The First Vice-President shall:

- a. Assist the President upon request and carry out any duty imposed by the Bylaws or as directed by the Club's Board or President.
- b. Assume the responsibilities of the office of President during the incapacitation of the President.
- c. In the event of the President's resignation, extended incapacitation, or removal from office, succeed to the office of President for the duration of the current term, regardless of any term limits imposed by 1. A. of this Section.

3. The Second Vice-President shall:
 - a. Assist the President and/or First Vice-President upon request, as well as carry out any duty imposed by the Bylaws, as directed by the Club's Board or President.

4. The Secretary shall:
 - a. Record and maintain the minutes of all Board and Membership meetings.
 - b. Preserve the minutes and related records and correspondence for a period of not less than three (3) full calendar years.
 - c. Post and ensure that President or Board approved minutes of the most immediate General Membership and Board present on the Club's bulletin board.
 - d. As directed, post Club notices on the Club's bulletin Board.
 - e. Carry out any additional duties imposed by the Board and/or the President.

5. The Treasurer shall:
 - a. Disburse funds as directed by the President or a Purchasing Agent.
 - b. Keep an accurate accounting of all the Club's financial assets.
 - c. Submit the annual Inventory Report to the Association's Recreation Activity Manager by December 31. (Added this from Section H Inventory)
 - d. Carry out any reporting responsibility imposed on the Club by the Association.

7. The Assistant Treasurer shall:

- a. Assist the Treasurer, the President, and carry out any additional duties imposed by the Club's Board or President.

8. The General Purchasing Agent shall:

- a. Be responsible for all the Club's shop purchases, except welding supplies and metal materials.
- b. Ensure that each purchase is documented by a purchase order reflecting not less than the source, quantity of each item, price, and date of purchase.
- c. Properly complete and file all CR-IO forms for the Club's Capital Development purchases with the Association.
- d. Carry out any additional duties imposed by the Board and/or the President.

9. The Welding Purchasing Agent shall:

- a. Be responsible for all the Club's purchases of welding supplies, and ensuring that each purchase is documented by a purchase order reflecting not less than the source, quantity of each item, price, and date of purchase.
- b. Provide recommendations to the Board for the purchase of welding machines and related equipment.
- c. Carry out any additional duties imposed by the Board and/or the President.

10. The Metal Purchasing Agent shall:

Be responsible for all the Club's purchases of raw metals, and ensuring that each purchase is documented by a purchase order reflecting not less that the source, quantity of each item, price, and date of purchase.

- a. Be responsible for the pricing of all raw metals for resale to Club members, nonmembers, or the Association.
- b. Carry out any additional duties imposed by the Board and/or the President.

Section F — Resignations and Vacancies in Club Offices

1. An officer may resign by forwarding a letter of resignation to the President or Secretary. Said resignation shall be effective on the date stated, and if no date is stated the resignation shall be effective immediately.
2. In the event that a vacancy occurs during the term of a club officer, other than the President, the Nominating Committee (established under Policy & Procedures of the Club) shall nominate one candidate (with the candidate's approval) for each vacancy, and that candidate, along with any candidates nominated from the floor, shall stand for election at the first regular meeting of the Club following the vacancy.
 - a. Upon election, the officer(s) shall immediately assume office.
 - b. The term of office shall be for the remainder of the original term.
3. Nothing herein shall require the Board to fill a vacancy that occurs during the last two (2) months of an officer's term, provided there are at least five (5) officers remaining.

Section G — Impeachment Proceedings

1. Officers, other than the President, may be removed from office for the balance of their term by a two-thirds (2/3) vote of the members in good standing present at a special meeting called for that purpose, and a quorum being present.
 - a. Such a meeting may also be held immediately prior to or following a regular General Membership meeting.

¹ A Quorum is the minimum attendance at a club membership meeting necessary to conduct elections, to approve bylaws, to approve budgets or to conduct other Club business that requires a vote. A quorum shall be then (10) percent of the club membership. However, a quorum requirement cannot be less than 20 members or more than 100 members.

2. The impeachment (removal from office) of the President shall be conducted in accordance with Robert's Rules of Order (the procedure is available from the Recreation Activities Manager).
3. If the impeachment is successful, a new officer shall be elected immediately thereafter.

Section H: Relinquishing Possession of the Rules, Regulations & Procedures

It is the responsibility of each officer to maintain their copy of the RR&Ps in good order, and to timely relinquish their copy of the RR&Ps to their successor.

Article IV: Meetings

Section A Scheduled Regular Meetings

1. General Membership Meetings.
 - a. In accordance with the Association's R R & Ps, at least one (1) meeting shall be held during each quarter of the year, and the March meeting is specifically designated for the election of the Club's board of officers.
2. Club Board Meetings:
 - a. The Board (of officers) shall hold meetings on a monthly basis, at a time and place designated by the President, provided, however, that the Board shall retain the right to cancel meetings during the months of June, July, and August.
 - b. Any member in good standing may attend a Board meeting, but shall not participate in the proceedings except by consent of the chair. Preferably, a member wishing to participate should provide advance notice to the President/chair.

Section B. Meeting Notice Requirements:

1. Notice of a Regular General Membership or Board meetings shall be posted on the Club's bulletin board at least thirty-six (36) hours in advance of each meeting, and such notices shall include the date, time, and place of the meeting, as well as a meeting agenda.
2. Notices of all Special General Membership meetings shall be posted on the Club's bulletin board at least fourteen (14) days in advance of each meeting, and such notice shall include the date, time, and place of the meeting, as well as a meeting agenda.
3. Notice of a Regular Board meeting shall be posted on the Club's bulletin board at least thirty-six (36) hours in advance of each meeting, and such notice shall include the date, time, and place of the meeting, as well as a meeting agenda.
4. Notice of a Special Board meeting shall be posted on the Club's bulletin board at least thirty-six (36) hours in advance of the meeting, and such notice shall include the date, time, and place of the meeting, as well as a meeting agenda.
5. Authority to call Special Meetings
 - a. Special General Membership meetings may be called by the Board, or by the President with the consent of a majority of the Board.
 - b. Special Board meetings may be called by either the President or by a majority of the Board.
6. Recording of Meetings
 - a. The Secretary, or one acting in the Secretary's behalf, shall take minutes of all regular and special meetings of the Club, documenting all business conducted therein, and shall retain such minutes for a period not less than three (3) years.
 - b. Minutes of any meeting of the Membership shall be first be posted on the Club's bulletin board at least five (5) days in advance of the next Membership meeting, during which the minutes shall be amended as necessary, and approved by a majority of the membership in attendance thereat.
 - c. Minutes of any meeting of the Board shall be approved by a majority of the Board and posted on the Club's bulletin Board at least five (5) days in advance of both the next Board and Membership meetings. Such approval shall not require a meeting but may be communicated by the Board members either verbally or in writing.

Section C: Quorum¹ and Voting Requirements

1. A quorum¹ is the minimum attendance at a Board or Membership meeting necessary to conduct any official business, e.g. conduct elections, approve bylaws and budgets, pass motions, etc.
2. Club Board meetings: A quorum of the Board shall be a simple majority of its nine (9) members.
3. Club Membership meetings: For the purpose of conducting any meeting of the Membership, a quorum is ten (10) percent of the Club's total membership as reported in the CR 15 Membership Report to the Recreation Activities Manager on February 1st of each year with a minimum of twenty (20) members and a maximum of one-hundred (100) members (per RR&Ps).
4. A simple majority of those in attendance and eligible to vote is required to conduct any business except for the amendment of the bylaws and the removal or impeachment of an officer, which requires a two-thirds (2/3) majority vote. In the event of an impeachment, the RR&P approved procedure shall be utilized.
5. Voting to remove or impeach an officer shall only be by written ballot.
6. Voting by proxy shall not be permitted.

Section D : Robert's Rules of Order

1. Reference Roberts Rules of Order for assistance in parliamentary procedures. Please note that the stated bylaw provisions take precedence over Robert Rules, i.e. anything not stated in the bylaws shall be referred to Roberts Rules for parliamentary rule.

Article V — Financial

Section A: Retention of Financial Records:

1. Financial records shall be retained for a period of seven (7), years following the closure of the record year.

Section B: Expenditure Limits, and Signature Requirements

1. The President and Treasurer, and Assistant Treasurer are authorized to sign checks.
2. Purchases of new or replacement equipment, other than general supplies, having an estimated cost exceeding \$2,500, requires both the request of a Club Purchasing Agent and the approval of the Club's members.
3. Purchases of less than \$2,500 require the request of a Club Purchasing Agent and the approval of the President.
4. Only expenditures of \$25.00 or less may be paid from the petty cash fund, per RR&Ps Chapter 4, Article V, B, 4.

Section C: Remuneration Forbidden

1. No club member shall receive any 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 previously approved by the Association's Center Activity Manager.

Section D: Audit Requirements

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

Section E: Club Advertising

1. All commercial advertising or flyers of club activities shall be in compliance with Association policies.

Section F: Hired Instructors

1. All contracts for hired instructors shall be in compliance Chapter 4, Article VI, of the Association's RR&Ps.
2. Each contract must be renewed on an annual basis and submitted to the Association's Recreation Activities Manager for approval.

Section D: Treasurer's Responsibilities:

1. Complete the CR-7 Report (Annual Financial Report), and file it By February 1 with the Association.
2. Following approval of the CR-7 Report by the Association, file and save the report for seven (7) calendar years.

Article VI — Committees

Section A: Committees and Committee Chairpersons

1. Committees and/or chairpersons may be elected by the general membership or appointed by the Club Board.

Section B: Standing (permanent) Committees

1. Permanent (standing) committees, at a minimum, will include "Safety" and "Audit" per the association's RR&P.
2. All standing committees shall serve for a period of one (1) year, or until a successor committee is appointed.

Section C: Safety Committee

1. Shall consist of a Chair and at least two (2) additional members. They shall inspect all equipment; ensure that members have been trained, and that there are no known or visible hazards in the work shop. To this end, shop monitors shall assist.

Section D: Audit Committee

1. Shall consist of a Chair and two (2) additional members they shall carry out their responsibilities in accordance with the provisions of Article V, Section D, of these bylaws.

Section E: Special Committees

1. The Board, as well as the President with the consent of the Board, may appoint special committees to accomplish specific tasks, after which such committees shall automatically be terminated.

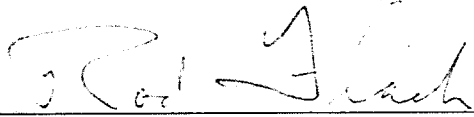
Article VII— Amending or Revising the Bylaws

1. To amend the bylaws of this Club requires a two-thirds (2/3) vote of the membership present at a meeting specifically called for such purpose, a quorum being present. Procedures for filing amendment(s) are as follows:
 - a. The Recreation Centers' Recreation Activities Manager shall review the proposed amendment(s) prior to submittal to the club membership.
 - b. Proposed amendments shall be well publicized to the membership one (1) month prior to the vote. All amendments must be voted upon and approved by a quorum of the membership.
 - c. A complete revised set of the Club's bylaws will be submitted to the recreation Centers Recreation Activities Manager for final review. The amended bylaws require the approval of the Recreation Center's General Manager prior to implementation. The results and date of membership vote should be duly noted on the submitted document.

Article VII— Dissolution of the Club

1. Prior to the Club's dissolution (after all the debts are satisfied) all property and assets of the Club shall be turned over to the Recreation Centers.

Submitted by

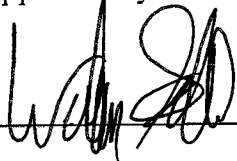


Rod Flack, President

3-15-19

Date

Approved by



William Schwind, General Manager

4-9-19

Date