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CHARTERED CLUB BYLAWS

SUN CITY WEST BROADCAST CLUB

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Chartered Club Bylaws

Article I - General

Section A - Name of Organization

Sun City West Broadcast Club

Section B - Purpose of Organization

Purpose of the Organization shall be to create and receive a broadcast license for a nonprofit Low Power FM station covering Sun City West; to train staff and manage the electronic communication facilities; to provide programming and community service activities that educate and promote charitable causes; and to provide a central voice in emergency, coordinating with Emergency Preparedness groups, to calm, guide and inform SCW residents.

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

These bylaws are intended to comply fully with the Recreation Centers of Sun City West, Inc. (hereafter “Recreation Centers” or “the Association”) Articles of Incorporation, Association Bylaws, and the Association’s 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’ 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, having been 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 six (6) times annually before they are required to join the Chartered Club.

Any Visitor may be given an escorted tour at a non-disruptive time.

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. A Non-Recreation Card Holder Guest/Visitor must be accompanied by a Club Member host at all times when in Club facilities.
- b. Non-Recreation Card Holders may not be given more privileges than a Recreation Card Holder.
- c. Any Visitor may be given an escorted tour at a non-disruptive time.

Section G – Club Dues

The dues for each member shall 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 Recreation Centers software and annual CR-15 Membership Report. A Club Charter is dependent on club membership and membership participation.

Section I – Club Monitoring

Each club member is expected to volunteer to monitor club facilities as needed.

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, the 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 the 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 Sun City West Broadcast Club may consist of nine (9) Board Members in good standing with full voting rights or the minimum of the required officers. The Club Board must consist of four or five officers: President, Vice President or, at the option of the Board exercised prior to the election in any year, First and Second 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, or by electronic ballot (see **Article V – Meetings**, Section G – Voting and Quorum Requirements on page 12 and Article VII -- Committees, Section F – Nominating Committee on page 14). 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 19 for Officer Duties and Responsibilities descriptions.

All officers shall serve one (1) year terms. There are no term limits. Officer terms commence on January 1st following the officer election. The immediate past President shall act in an advisory capacity without voting rights for one year after leaving office.

Section F – Filling a Board Vacancy

If a vacancy occurs in any office the remaining board members shall appoint a person to fill out the remainder of the term unless such vacancy is that of President; in this case, the First Vice President becomes President, and if the First Vice President vacates the office of President, the Second Vice President becomes 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 information (which can be found online at www.scwclubs.com).

Section I -- Committees

The President or any other officer may propose creation of a Permanent (standing), Non-Permanent, or Ad hoc committee. A committee is created only when the board approves it with a brief statement of its purpose and responsibilities. If the committee is permanent, it must also be approved by a vote of the membership at a general meeting. Chairpersons of all committees are appointed and maybe removed by the club board. Other members of committees are appointed and maybe removed by the president.

Article V – Meetings

Section A – Club General Membership Meeting Frequency and Openness

There shall be a minimum of three (3) 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 shall meet as needed to ensure Club business is kept current and that Board Meetings are open.

Section C - Provisions for Calling and Recording Meetings

- a. Minutes shall be taken by the Secretary to document all business sessions and approved by the Club President.
- b. Meeting Minutes should be available to Club membership prior to the subsequent General Membership Meeting.
- c. Minutes, as well as pertinent administrative records, shall 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 Centers. 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

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

Section G – Voting and Quorum Requirements

- a. Club Board Meetings – A quorum is a simple majority of the Board.
- b. 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 (20) 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 shall 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 the 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 two-thousand five hundred dollars (\$2,500.00). Expenditures greater than two-thousand five hundred dollars (\$2,500.00) must be approved by a vote of the general membership.

Any board officer that has bank check signing authority may sign checks written for under two-hundred dollars (\$200.00). For checks written for over two-hundred dollars (\$200.00) or more, two board officers who have bank check signing authority must sign.

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 shall be presented to the general membership and duly recorded in the applicable minutes of such meetings. A copy shall 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&P Guidelines. Each contract must be renewed annually and a copy of each sent to the office of the Recreation Manager for approval. (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 19.

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, Section I – Committees on page 9).

Section B – Permanent (Standing) Committees

Permanent (standing) committees, at a minimum, shall include Safety and Audit Committees. Additional permanent 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

Nominating Committee

- a. Appointment of committee. Prior to the commencement of the nomination and election process each year, the President will appoint a Nominating Committee consisting of two club members who are not members of the board and who do not anticipate running for the board in the current year. The Nominating Committee will serve for the remainder of the calendar year and is responsible for carrying out all administrative functions of the nomination and election process, subject to board oversight.
- b. Election Method. No later than the October board meeting of each calendar year, the board will determine whether the election for that year will be held (1) by those present at the club's annual membership election meeting or (2) by electronic voting using the Recreation Centers' electronic voting system.
- c. Nominations. The Nominating Committee will announce the opening of nominations to all members of the Club by means of the calendar at the club headquarters, by email message to all club members who have registered their valid email addresses with the club, and by such other means as it deems desirable. Nominations may be made in writing, by oral communication, or by email to the Nominating Committee during a period of at least 10

days designated by the Nominating Committee ending at least seven days prior to the election.

1. Each nomination will state the office or position for which the person is being nominated. A person may nominate himself or herself. A person may run for only one position, and a person who is nominated for more than one position must select the position for which he or she wishes to run. All at-large positions are considered a single position. Nominees will not appear on the ballot unless they agree to run.
 2. Each nominee may submit a brief written statement, not to exceed 500 words, concerning her or his candidacy. Such statements must be submitted to the Nominating Committee by the close of the nomination period.
 3. All nominations and nominees' statements will be posted at the club headquarters and circulated by email notice to club members for at least seven days prior to the election.
 4. If only one candidate runs for an officer position, or only the number of candidates equal to (or fewer than) the at large positions runs for those positions, no election is necessary for the positions in question, and the candidate(s) will be considered elected by acclamation.
- d. Elections at Annual Membership Election Meeting. If the board determines that the election will be held at the club's annual election meeting:
1. Unless otherwise designated by the board, the November general meeting is the annual election meeting. The Nominating Committee will conduct the election portion of the meeting after a quorum has been established.
 2. Each candidate will be introduced and will be permitted to make a brief oral presentation, not to exceed 3 minutes.
 3. Additional nominations from the floor will be permitted.
 4. Written secret ballots will be distributed and used for voting purposes, with write-ins used for any additional nominations. Only club members in good standing may vote. The Nominating Committee will count the ballots and announce the results of the voting before adjournment of the meeting.
- e. Electronic Elections. If the board determines that the election will be by electronic voting:
1. The Nominating Committee will designate a voting period of approximately 5 days during November. Club members will be notified of the election by means of the calendar at the club headquarters, by email message to all club members who have

registered their valid email addresses with the club, and by any other means required by the Recreation Centers. Voting will take place using the Recreation Centers' electronic voting system. The Nominating Committee will prepare the ballot in accordance with these bylaws.

2. The at-large positions will be voted as a group, and each voter may vote for one candidate for each at-large position. Cumulative voting is not permitted. The candidates receiving the highest number of votes for at-large positions will take the at-large positions on the newly-elected Board.
3. If more than two candidates run for an officer position, the candidate receiving the largest number of votes will be considered elected to the position.
4. In the event of tie votes, the Board will make the final decision.

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 shall 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

- Set the time and place and preside at all regular and special board meetings (board, and general, special membership meetings).
- Create and appoint Chairs and members of needed action committees.
- Create and appoint Chairs of groups.
- Ensure that any changes to these bylaws required by changes to the RR&Ps are made.
- Submit the CR-15 by February 15th of each year.

Vice President(s)

- Perform in succession all duties of the President in the absence of the President.
- Manage the various club inventories.
- Perform such other duties as may be assigned by the President.
- Writing club policies and procedures.

Treasurer

- Maintain a bank checking account in the club's name.
- Collect all monies' due the club and pay all club obligations.
- Report the state of the account at all club meetings.
- Prepare and submit form CR-7 to the Recreation Manager.

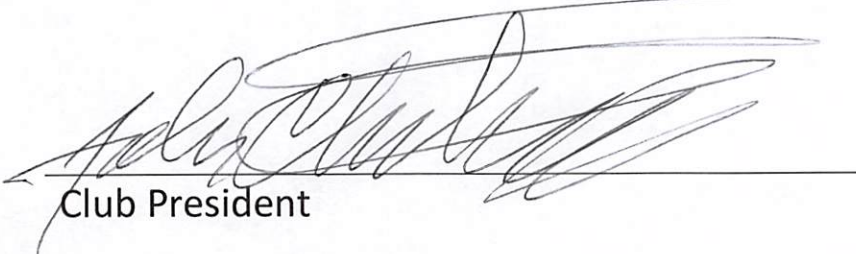
Secretary

- Take written minutes of all club scheduled meetings.
- Submit them to the President within five days for approval.
- When approved, keep them for a period of three years.

Appendix B – Bylaws Amendments

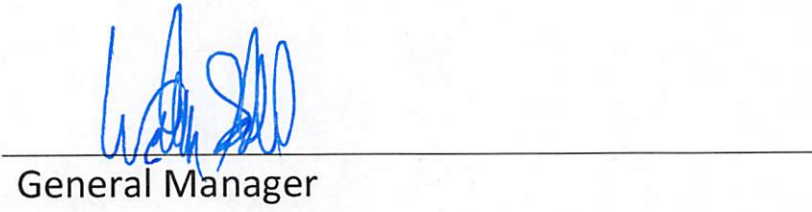
Attach Amendments to This Document Behind This Page

Signatures



Club President

4-7-23
Date



General Manager

4-6-23
Date