

Article I - General

Section A- This organization shall be known as the Sun City West Desert Garden Club.

Section B- The exclusive purpose of this organization (hereafter referred to as the Club) shall be educational and charitable. The Club will promote interest in, and disseminate knowledge of, gardening and horticulture, including indoor and outdoor plants, landscaping, and in general all areas relating to gardening and planting of desert cacti and succulents.

The Club will fund raise for bona fide 501(c)3 charitable organizations such as Helping Hands of the Sun City West Foundation, Inc., Sun City West Meals on Wheels, Inc., Sheriff's Posse of Sun City West, and other bona fide 501(c)3 charities who meet present and future IRS tax codes.

Educational outreach on growing plants in the desert climate will be directed to interested public groups such as schools, Sun City West Prides, and Club membership.

Section C- These bylaws will fully comply with the Recreation Centers of Sun City West, Inc., 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- This Chartered Club shall be operated as a nonprofit organization in accordance with applicable Arizona and Internal Revenue Tax Exempt Codes, and the Association's Bylaws. The Club will follow regulations set forth in accordance with the Club's status as a 501(c)3 nonprofit organization according to Internal Revenue Code Section 501(c).

Article II - Membership

Section A- Membership shall be open to all members in good standing of the Recreation Centers.

Section B- There shall be no other precondition for membership, nor will members be required to join any national, state, or regionally affiliated organization.

Section C- Guest Privileges are specified in the Rules, Regulations, and Procedures, Chapter 3, Article II.

Non-Recreation Card Holders may not be given more privileges than a Recreation Card Holder.

Recreation Card Holder Guests may attend club meetings two (2) times before joining the Club.

Guests can be invited to Club activities and must be accompanied by the Club member host up to two (2) times per year. However, guests are allowed to attend all plant sales and need not be invited nor accompanied by a Club member.

Section D- The dollar amount of dues for each member will be determined annually on the recommendation of the Club Board and approved by a simple majority vote of the Club members in attendance given that a quorum* has been established. Dues and name badges must be paid for by check, not cash.

***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 ten (10) percent of the club membership. However, a quorum requirement cannot be less than 20 members or more than 100 members.**

Section E- Maintaining a Chartered Club:

- a. Chartered Clubs must meet a membership participation rate of 75% as measured by monthly CR-4 (Monthly Participation Report) and annual CR-15 (Membership Report)
 1. Member participation is the action of taking part in club activities.
 2. 75% of a club's membership must have participated in club activities at least once within an annual membership period.
 3. Clubs are responsible for recording individual member participation.
- b. A Club Charter is dependent on club membership, membership participation, and longevity of existing club.
- c. The Membership Chairperson is responsible for keeping track of membership participation and is responsible for submitting the CR-4.

Section F - Each club member is responsible for monitoring at club facilities a minimum of once per year.

Section G – The club board initiates periodic (at least annual) reviews of club membership to ensure all its members are valid Recreation Card Holders. This task is assigned to the Membership chairperson.

Section H - Member Conduct: Members who threaten the safety of themselves or others, are abusive, blatantly create turmoil, disruption, or cause dissension among Club members, clubs of the Association in general, may have their Club membership temporarily suspended (up to two (2) weeks) by the Club.

IMPORTANT: All disciplinary actions must be approved by the Club Board (majority vote 51%), member notified within 5 business days of infraction, documented in club records including CR-16 (scwclubs.com) and copies forwarded to the Recreation Activities Manager and Chartered Clubs Committee Chair.

1. Verbal warning to member from the Club President and a Board Member sharing details of incident and violation.
2. Written warning from the Club Board documenting details of incident and violation. forwarded
3. Written notice from the Club Board of temporary club suspension (maximum of two (2) weeks).
 - a. Member may appeal a suspension with written notice to the Club Board, Recreation Activities Manager and Chartered Clubs Committee Chair.
 - b. Appeal will pause suspension until ruling; member rights and privileges continue until ruling complete.
 - c. Appeal is heard at a scheduled meeting with Recreation Activities Manager, Chartered Clubs Committee Chair, and other individuals approved by the Recreation Activities Manager.
 1. Member in question and Club President or presiding officer shall present their case.

2. Ruling will be made based on majority consensus.
3. Recreation Activities Manager will forward appeal ruling to Club Board and Member.
4. Member may appeal ruling by written notice to the Recreation Activities Manager, requesting a hearing with the Governing Board. Request is forwarded to the General Manager. Further disciplinary action requests by a Club Board shall be forwarded to the General Manager by the Recreation Activities Manager with a copy of the disciplinary actions to date.
 - a. General Manager may suspend a member up to sixty (60) days
 - b. Club termination may be recommended by the General Manager to the Governing Board.
 - c. Severe cases of adverse Club Member behavior may be cause for suspension of Association membership rights and privileges (i.e., suspension of the RCSCW Recreation Card).
5. Any suspension or termination of club membership or Association rights and privileges may be recommended to the Governing Board by the General Manager following the same Process of Revocation procedures as described in RR&Ps Chapter 2, Article VII, C after completion of procedures listed above.

NOTE: Infractions addressed and corrected immediately do not require further action or documentation. Infractions which result in county or legal involvement (i.e., physical altercation) will move directly to the General Manager for recommendation to the Governing Board.

IMPORTANT: Membership Policy Statement M02 Suspension of Membership, 3.2.1:

Failing to attend the hearing or informing the Governing Board that the person will not attend, shall be considered an expression of "no contest" by the person. In such an event, the Governing Board may accept all reports and testimony as true.

Article III – Officers

Section A – The Club Board must consist of four (4) elected officers: a President, a Vice-President, a Secretary, and a Treasurer. The Club Board reserves the right to have two people share the responsibilities of any of these four offices. The co-officers would be voted into office by the membership. Each co-officer will have full voting rights.

Advisory, non-voting Board members shall be appointed by the President. Typical appointees may include chairpersons of the committees listed in Article VI of these bylaws or other Club members as designated by the president.

Terms of office for each officer and Board member shall be one year. These officers shall assume office on the first of January following their election at the designated election Club meeting usually held in December.

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

Section C – The Club officers shall be elected by a simple 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)

Section D –The Treasurer is responsible to for submitting the annual CR-15 membership report to the Recreation Activities Manager by Feb. 1st of each year.

Section E – When an officer vacancy occurs in the Club Board, the remaining officers shall appoint a successor to serve the remainder of the term. Any vacancy in the office of the President is filled by the Vice-President. During the temporary absence of an elected officer(s) provided in Section A above, the President may appoint a temporary alternate officer.

The past President is the ex-officio for one year with voting rights. This voting right shall not exceed one year.

Section G – To impeach an officer or fill a vacancy, Roberts Rules of order must be followed. If the impeachment is successful, the election of a new officer must follow immediately. (The procedure is available from Recreation Activities Manager.)

Section H- It is the responsibility of the club president to pass the Rules, Regulations, and Procedures book onto their successor.

Section I – Duties of the officers:

President – The President shall preside at regular Club meetings and at Club Board meetings and shall be responsible for compliance with these bylaws. He/She shall appoint the chairperson of all committees, call special meetings, sign all authorized documents, and perform such duties as are incident to the office.

Vice-President – The Vice-President shall assist the President in his/her duties, act for the President in case of his/her absence or disability and succeed to the office of President in case of vacancy.

Secretary – The Secretary will serve as recorder of the Club, keep minutes of the meetings, and publish them prior to the next meeting and perform other duties as are incident to the office. Minutes, as well as other pertinent administrative records will be retained for a period of three (3) years.

Treasurer – The Treasurer will be the custodian of all funds of the Club and will be the disbursing agent of the Club. The treasurer will pay speaker fees and all other Club expenses by check, not cash. The Treasurer shall keep a correct account of all receipts and expenditures and shall have custody of all books, documents, and vouchers pertaining to this office. Financial records are kept for seven (7) years. The Treasurer shall submit a written treasurer’s report at each board meeting. This report will contain the credits and debits accrued as well as the total amounts in each club account (e.g., checking, savings, etc.) since the previous treasurer’s report. This report will be included in the Secretary’s official minutes of the Board meeting.

Article IV – Meetings

Section A – Frequency of meetings: There will be a minimum of one general membership meeting conducted during each quarter of the calendar year. One of these meetings, typically in December, should be designated as the election meeting. No meetings will be held in June, July, and August unless the President calls for a special meeting during those months.

Section B – Provisions for Calling and Recording Meetings: Minutes will be taken by the Secretary to document all business sessions. Minutes, as well as other pertinent administrative records, will be retained by the Secretary for a period of three (3) years. Minutes should be available to the membership before the next general meeting.

A fourteen (14) day advance notice must be given to all members if a special meeting is called. The Board can call for a special membership meeting.

Section C – Voting and Quorum requirements:

1. Club Board meetings - A quorum is a simple majority of the Board and is required to conduct any official Club business.

2. Membership meetings – A quorum is the minimum in attendance at a Club membership meeting necessary to conduct elections, to approve bylaws, to approve budgets, or to conduct other Club business. There can be no proxy votes. The required majority must be of those present at a meeting specifically called for such purpose. A simple majority is required for all issues except bylaws. To approve bylaws requires a two-thirds (2/3) majority. A membership meeting quorum shall be ten (10) percent of the Club membership; however, a quorum cannot be less than twenty (20) members. A club could have in excess of 100 at a meeting, but the top required limit is 100.

3. Voting may be done in person, by paper ballot, or any generally accepted other technologically assisted solutions and retained in club records.

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

Article V – Financial

Section A – Financial records shall be retained for a period of seven (7) years (prior to the current year).

Section B – Any expenditure in excess of seven hundred and fifty dollars (\$750.00) from Club funds shall require a vote of approval by the Club Board. Special approval can be made by electronic ballot such as email. Checks may be signed by the President or the Treasurer. A cash control procedure requires dual signatures on any check over \$750.00.

Section C – 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 Recreation Center Activity Manager.

Section D – Financial records (CR-7) must be audited annually and be signed by the President. The original will be provided to the office of the Recreation Activities Manager by the Treasurer. The financial records

must be audited by an individual club member other than those elected to 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 meeting. A copy will be provided to the office of the Recreation Activities Manager.

Section E – Club Advertising: Any commercial advertising or flyers of Club activities must be in compliance with Association policies.

Section F – Contracts: Any contracts for instructors will be handled in compliance with chapter 4, Article VI of RR&Ps. Each contract must be renewed on a yearly basis and a copy of each sent to the Recreation Activities Manager for approval.

Section G – Treasurer’s Responsibility: The Treasurer is required to submit Form CR-7 (Annual Financial Statement) to the office of the Recreation Activities Manager by Feb. 1 for the preceding calendar year.

It will be the Treasurer’s responsibility to have all appropriate state and federal tax papers submitted as required by law. The Club officers may enter into a financial contract with a party who is not a member of the Club to complete these forms if necessary.

Section H – Other-The Treasurer will file the appropriate inventory information as required by the RR&Ps. This will include a description, serial/ model numbers, date purchased, and total amount.

Article VI – Committees

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

Section B – Permanent (standing) committees, at a minimum, will include Safety and Audit.

Section C – Other standing committees may include Program, Public Relations, Greenhouse, Membership, and Nomination:

The **Program Chairperson** shall make arrangements for guest speakers, presentations, programs, and field trips.

The **Public Relations Chairperson** will publicize meetings, functions, and various activities of the Club.

The **Greenhouse Administrator(s)** will be responsible for the overall operation of the greenhouse including (but not limited to) compliance with applicable operation regulations, standards, and procedures.

The **Membership Chairperson** is responsible for maintaining the membership database. This database can only be given to other parties by approval of a majority of the officers. Usage of the database is limited to club business only and must be approved by a majority of the club officers.

The **Nomination Committee** is appointed by the President and approved by the Club Board. The slate shall be reported to the Board in November. The slate of candidates will be brought to the Club membership at the meeting designated for elections. Additional nominations will be accepted from the floor with the nominees’ approvals. The nominee for each office with the highest amount of votes cast shall be deemed elected.

The **Content Manager** shall maintain the club's web site.

The **Safety Committee Chairperson** shall maintain safety procedures in the greenhouse, including keeping a first aid kit supplied, and developing procedures to enact in emergencies.

The **Charitable Gifts Chairperson's** committee will research potential organizations that the Club may wish to support with financial donations or other contributions. This committee will bring suggestions to the Club Board for approval.

The **Educational Support Chairperson** will research possible opportunities to inform Club members and the public about growing plants in the desert climate. The chairperson will recruit willing Club members to act as educators on behalf of the Club.

Article VII – Amendments

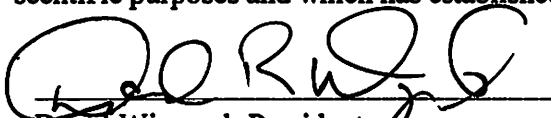
To amend the bylaws of this Club requires a two-thirds (2/3) vote of the membership present at a Club membership meeting specifically called for such purpose, with this action published as part of the meeting's agenda, a quorum being present. Procedures for filing amendment(s) are as follows:

1. The Recreation Centers' Recreation Manager shall review the proposed amendments prior to submittal to the Club Membership.
2. 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.
3. A complete revised set of the Club's bylaws will be submitted to the Recreation Centers' 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 the membership vote should be duly noted on the submittal document.


Article VIII – Dissolution

1. Notwithstanding any other provision of these articles, the Club 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).

2. Upon the winding up and dissolution of this organization, after paying or adequately providing for the debts and obligations of the Club, the remaining 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


David Wiegand President

2-28-22
Date


William Schwind, General Manager

2-28-22
Date