



## CLUB ESPAÑOL of SUN CITY WEST BYLAWS

### *Article I - General*

Section A – The name of this organization shall be CLUB ESPAÑOL OF SCW. SPANISH CLUB of SCW shall be the alternate name of the club.

Section B – The purpose of this Club shall be to learn and explore the Spanish language and Hispanic history, culture and traditions through education and experience.

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 bylaws.

### **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.

Persons who do not hold a current Sun City West Recreation Card cannot join the club or register for classes. Sun City West Recreation Card Holders may attend a Club Español class three times but must then join the club to continue. Both resident and non-resident guests may occasionally attend Club Español events, if invited and accompanied by a club member. Occasional attendance is defined as no more than 3 times.

Section D – 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<sup>1</sup> has been established.

1. Annual membership dues per person will remain the same as the prior year, unless the board determines that a change is warranted. Any change in amount will be presented by the Board

---

Quorum<sup>1</sup> 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.

to the membership and must be approved by a majority vote of club members at a general membership meeting, after a quorum has been established.

2. Club Español's membership period is the Recreation Center's calendar year of Jan. 1<sup>st</sup> Dec. 31<sup>st</sup>. The dues campaign begins each fall, with dues to be paid no later than Jan. 15<sup>th</sup>. Members cannot attend classes, events, or fiestas until their dues are paid for the year in which they occur. Club members will be dropped from membership when they are more than 15 days in arrears in dues. They may be reinstated by paying the current dues. New members joining the club in the fall pay dues for the following year but may also participate in club classes and events for the rest of that current year.
3. Those joining the club and not attending classes are welcome but must pay the same dues as all other members. Dues are not class fees but help support the club's activities and make one eligible for membership events and Club Español library access.

#### Section E – Maintaining a Club Charter:

- 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. Membership participation is the action of taking part in club activities.
  2. 75% of a clubs' membership must have participated in club activities at least once within 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 Charter.

Section F – Each club member is responsible for monitoring at club facilities per club bylaws.

Section G – The club board initiates periodic (at least annual) reviews of club membership to ensure all its members are valid Recreation Card Holders.

Section H – Member Conduct: Members who threaten the safety of themselves or others, are abusive, or blatantly create turmoil, disruption, or dissension among club members, clubs, or the association in general, may have their membership 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.**
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 & 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 – Club Board. The Club Board must consist of (at a minimum) four officers: a president, a vice-president, a secretary, and a treasurer. This Board will also include a Member-at-Large who shall be elected and have the same voting rights as other board members.

The Club Board shall have general supervision of the affairs of the Club between its business meetings and shall perform such other duties as are specified by these Bylaws.

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 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 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).

The procedure for the nomination and election of officers is as follows: After consultation with the Club Board, the President will appoint a nominating Chair from the Club membership. The Chair will present a slate of nominees for each office at the October meeting. Additional nominations from the floor will be accepted. Nominations will remain open until 3 weeks prior to the election of officers at the December meeting. All candidates nominated, either by the nominating committee or from the floor, must have their written consent given to the Nominating Chair prior to nomination. Election will be by secret ballot if and where there are two or more nominees for any office.

Section D – The Treasurer shall provide the CR-15 membership report to the Recreation Activities Manager by Feb 1 of each year in accordance with Article V, G of these bylaws.

Section E – Terms of office and responsibilities of Officers. The term in office of the elected officers will be a calendar year. Normally, officers may serve a second year in the same position. They may not serve additional consecutive terms unless other nominees are not available. The responsibilities of the officers are delineated below.

**PRESIDENT:** Preside at all meetings of the membership and Club Board. Attend all meetings, when requested, of the governing body of the Recreation Centers of Sun City West. Inform members of the Club Board of the times and places of all meetings at least two days prior to subject meetings. Present a resume of Club Board meeting decisions, and /or call for presentation of topics or decisions from the Club Board members at each scheduled meeting of the Club membership.

**VICE PRESIDENT:** At the request of the President or during the president’s absence, preside at all meetings of the general membership and Club Board, attend all meetings of the Recreation Centers that the President would normally attend and act on behalf of the President on all matters pertaining to the Club during the President’s absence. Accept and act on all special appointments, assignments, and requests of the President.

**SECRETARY:** Take and maintain the minutes of all Club meetings. Assist the President and the Club Board in the preparation of correspondence, records, and forms. Maintain files of all correspondence and meeting minutes for three years. Turn over complete current files and any historical files to the succeeding Secretary.

**TREASURER:** Keep accurate account and records of all monies received from dues and other sources. Disburse funds only as authorized by the President and Club Board and report on the financial status of the Club at all meetings. Preserve all financial records for a period of at least seven years. Maintain current roster information on active members and see that copies are made available for the members. Turn over complete files and financial history to the succeeding Treasurer.

**MEMBER AT LARGE:** Perform such duties as assigned by the President.

Section F - In the event an officer is unable to serve throughout the term of office, the Club Board (by majority vote) will appoint a member to fill such vacancy for the remainder of the term. The President will place the name of the member appointed before the Club Members for ratification at the first available general membership meeting where there is a quorum.

Section G - Impeachment – 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 the Recreation Activities Manager).

Section H - It is the responsibility of the club president to pass on his or her copy of the Rules, Regulations and Procedures book to the elected or appointed successor for that office.

#### **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. The December meeting shall be designated as

the election meeting for the election of officers. General meetings will be scheduled and announced at least one month in advance. Emergency or special general membership meetings shall be announced at least one day (24 hours) in advance. Club General, Board, and class facilitator meetings will be called as determined by the President.

For a grievance or reasonable cause brought by a minimum of ten (10) members, a majority of the Board shall call a special membership meeting to resolve the grievance, provided that notice of such meeting is given to all members at least fourteen (14) days in advance of the special membership meeting.

Section B - Minutes will be taken by the Secretary (or designate) to document all business sessions (general meetings and board meetings) and be approved by the President. Minutes, as well as other pertinent administrative records and newsletters, will be retained for a period of three (3) years. The Secretary will give a copy of the minutes of each meeting to the President for the club files and post a copy of the minutes for the Club, within 14 days after each General and Board meeting.

Section C - Voting and Quorum Requirements:

1. Club Board Meetings- Three members of the club board will constitute a quorum for all decisions of the club board that affect the Club.
2. Membership meetings - 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. 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 2/3 majority. A quorum shall be 10 percent of the club membership; however, a quorum requirement cannot be less than 20 members. A club could have in excess of 100 at a meeting, but the top required limit is 100. The vote may be by ballot or visual, as determined by the President and the Board. However, any contentious issue, as determined by the Board, must be voted by ballot.
3. Voting may be done in person, by paper ballot, or any generally accepted other technologically assisted solutions and retained in club records.
4. The latest edition of Robert's Rules of Order will be the authority on parliamentary procedure not covered by these bylaws. Stated bylaw provisions take precedence over Robert's Rules but anything not stated in these bylaws shall be referred to Robert's Rules for parliamentary procedure.

Membership Meetings: Members will have the right to vote on all matters brought before the general membership meetings that require a club decision. Votes by proxy or absentee ballots will not be allowed.

## **Article V - Financial**

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

**Section B – The Club may authorize the Treasurer to disburse funds up to \$1,000.00 as required to support costs for items and social expenses in conjunction with general membership meetings. Any individual expense in excess of \$1,000.00 must be approved by the general membership. When the Treasurer is unavailable, the club checkbook should be left with a ranking officer. Only expenditures of \$25 or less can be paid by petty cash. RR&Ps Chapter 4, Article V, B, 4. The club does not use petty cash.**

**The President or Treasurer can sign club checks and can pay for club supplies or events with the club debit card. The club does not use petty cash.**

**Section C – No club member shall receive any compensation or financial award from 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 Activities Manager.**

**Section D- 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 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.**

**The Club Board shall become familiar with the Recreation Centers Rules, Regulations and Procedures, Chapter 4 – Financial, and shall ensure that the Club is always in compliance with the requirements. Though not all inclusive, particular attention will be paid to the following:**

- 1. Tax Forms. Federal and State tax return forms will be filed, if required. Forms 1096 and 1099 MISC will be filed for Independent Contractors for total payments which exceed the required amount.**
- 2. Club Funds. The Club may maintain funds set aside for special events. The amounts held in these funds shall not exceed the prudent amounts as set forth by the club board with the approval of the membership. Checks shall be single or dual signature checks as designated by the Club Board.**
- 3. Contracts. The Club may engage Independent Contractors for instructional purposes. Monies generated are paid to the Treasurer who will pay the contractor less any amounts to be retained by the Club or to be paid to the Recreation Centers.**

**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. The club must have a signed CR-8 or CR-8a contract yearly, with a copy given to the Recreation Activities Manager, for approval.**

**Section G – Treasurer’s responsibility – The treasurer is required to submit Form CR-7 (Annual Financial Statement) and Form CR-15 (Membership Report) to the office of the Recreation Activities Manager by Feb. 1 for the preceding calendar year.**

**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 year.

### **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 – Duties of the Safety Committee Chairperson are (a) to assure that the classrooms and meeting rooms are free of visual hazards, and (b) to report any hazards to the facilities supervisor.

Section D – The duties of the Audit Chairperson/Committee are: (refer to the text of the Sample Bylaws, Article V, Section D.

### **Article VII - Amendments**

To amend the Bylaws of this Club requires a two-thirds 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:

1. The Recreation Centers' Recreation Activities 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' Recreation Activities Manager for final review. The amended Bylaws require the approval of the Recreation Centers' General Manager prior to implementation. The results and date of the membership vote should be duly noted on the submittal document.



**Article VIII – Dissolution**

Prior to club dissolution (after all debts are satisfied), all property and assets shall be turned over to the Recreation Centers.

*Miriam Williams*                      4/1/21  
Miriam Williams, President                      Date

Approved:

*William Schwind*                      3-5-21  
William Schwind, General Manager                      Date