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CHARTERED CLUB BYLAWS

SUN CITY WEST SOFTBALL CLUB

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Chartered Club Bylaws

Article I - General

Section A - Name of Organization

Sun City West Softball Club

Section B - Purpose of Organization

Purpose:

The Sun City West Softball Club is formed exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code. Further, the Sun City West Softball Club will fundraise for bona fide 501(c)(3) charitable organizations including the Sun Health Foundation, Salvation Army, El Mirage Community Center, St. Mary's Food Bank, Nadaburg Unified School District and other bona fide 501(c)(3) charities who meet present or future IRS tax codes.

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

Due to the nature of the club's softball activities, no Guests/Visitors are permitted to participate in competitive games. Guests/Visitors are classified as spectators and allowed to sit in the bleachers or stand along the sideline fences outside of the playing field. There are no limits applied to spectators watching club activities at Liberty Field.

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

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

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 (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 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

Club Members' participation may be based on the type of participation that they choose to participate. There is no minimum established for Club Members to determine their level of participation.

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.

This Club Board (hereafter referred to as the "Board") shall consist of seven (7) members. Three members will be elected to the Board in odd years and four members will be elected in even years. All Board members shall be elected by the general membership. The Board shall elect from within its ranks a president, a vice-president, a secretary, and a treasurer for one-year terms. Each may serve a limit of two consecutive terms in these offices.

All Board members have voting rights

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 12). 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.

Board elections will be held annually not later than November 15th by secret ballot of the members. The Board will appoint a nominating committee prior to September 15th comprised of 1 member from the American League, the Central League and the National League. The names of the candidates will be posted on the Liberty Field Bulletin Board no later than October 15th. The winners will be the candidates receiving the most votes in the election by the membership. In the event of a tie vote a flip on the coin shall determine the winner.

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 Treasurer 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 18 for Officer Duties and Responsibilities descriptions.

Terms of office for each officer will be two (2) years from January 1 through December 31 of each year. Officers (Board members) may not be re-elected until they have been off the Board for one (1) or more years.

A member who has resigned from the Board may only return to the Board by being reappointed to a vacancy or by reelection to the Board.

Individuals appointed to complete less than a two-year term may be elected for an additional term.

Section F – Filling a Board Vacancy

In the event that a Club Board vacancy occurs in an elective office during the term thereof, the Club Board shall appoint a candidate for the office subject to the approval of the membership at the next regular meeting.

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 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 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 (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 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

The Club Board may authorize the Treasurer to disburse funds in support of Club activities in amounts not to exceed Five Thousand Dollars (\$5,000.00). Expenditures greater than Five Thousand Dollars (\$5,000.00) must be approved by a vote of the general membership. However, in an emergency situation, the President may approve a maximum limit of Five Hundred Dollars (\$500.00). Board approval is required for any amount over Five Hundred Dollars (\$500.00), being confirmed by telephone or email by the majority of the Board. Other expenditures of Twenty-Five Dollars (\$25.00) or less, can be paid by petty cash.

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

The Treasurer's role description in the Appendix A – Club Officer Role Descriptions on page 18.

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 Safety and Field Operations Chairman and the Safety Committee shall monitor and stop any activity which in their opinion is considered unsafe. All safety violations will be reported to the appropriate League Committee Chairperson and the SCW Softball Club Board for further action (minimum notification of the President and Vice President). The Safety and Field Manager arc guided by the Safety and Field Operations Guidelines.

Section E – Audit Committee/Chairperson Duties and Responsibilities

The duties of the Audit Chairman/Committee arc further defined in the Audit Committee Guidelines. The Audit Committee shall be comprised of three (3) members appointed by the Club Board. A Club audit will be conducted in December of each calendar year and a report given to the Club Board prior to the January Board Meeting. The Audit Committee will not be comprised of any current Board Member. Results of audit performed will be archived with the Audit Committee Guidelines for a minimum of 10 years.

Section F - Other Committees and Their Duties

Permanent standing committee at a minimum will include the following:

- | | | |
|--------------------|---------------------------|--------------------|
| 1. American League | 8. Angels in the Outfield | 16. Special Events |
| 2. Central League | 9. Audit | |
| 3. National League | 10. Finance | |
| 4. Women’s League | 11. Field Maintenance | |
| 5. Summer League | 12. Membership | |
| 6. COED League | 13. Uniforms | |
| 7. 70’s League | 14. Sponsors and Advisers | |

Section G

Supplemental Section - Teams Composed of Sun City and Sun City West Players

1. – Non Club Members

Since regular use of the Sun City West Facilities by non-club members (e.g., Sun City Players) conflicts with the Rules Regulations and Procedures, A valid waiver is required from the RCSCW Governing Board. This waiver shall continue on an on-going basis, or until the Sun City West Softball Chartered Club Members at a General Membership Meeting have a majority vote to discontinue play with non-club members. Sun City players may not be members of SCWSC and therefore are not required or entitled to vote. The Recreation Centers of Sun City West have defined comingle play.

2. – Membership Meetings

The membership meeting wherein the vote on joint play is taken shall not be held in the months of June, July, or August. Such a meeting shall have a quorum in accordance with Article 5, Section G, of these bylaws. In the event a quorum is not present, the vote shall be deferred until the next called membership meeting. If that meeting also fails to draw a quorum, the waiver shall automatically be terminated without recourse.

3. - Governing Board

The Governing Board of the RCSCW may revoke the waiver whenever it deems its' in the best interest of the Club.

4.- League Banquet/ Hall of Fame

League Banquet/Hall of Fame Sun City West Club to host on even years. Sun City Club to host on odd years.

All Team sponsors should be invited to the League Banquet.

Team Pictures should be scheduled by the host club and available to give to team sponsors at League Banquet. (If a sponsor is unavailable, a team picture should be delivered to the sponsor by the Club sponsor representative.)

Sponsors should be asked to participate in team pictures.

5. - Team Sponsors

Each Club Board is responsible for team sponsors.

1. Team sponsors will continue a 2/3 Sun City West, 1/3 Sun City split.
2. If a sponsor should elect to discontinue sponsoring a team, it will be the responsibility of whichever Club secured that sponsor to get a new sponsor.
3. If fewer teams are needed, then the last asked to sponsor a team will not be used (last in first out). Should teams go back to original count, that sponsor should be asked to re-sponsor a team.
4. Each Club has the responsibility to bill team sponsors for yearly renewal.

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 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

The President will preside at all meetings. The President shall appoint (with majority approval of the Board), the Chairman of all standing committees and designate Board members who will be an ex-officio member of all Committees except the Nominating Committee, not to exceed one year. He may call Special Meetings and make decisions in emergencies. The President (with majority approval of the Board) will appoint members to fill unexpired terms.

Vice President

The Vice-President shall serve in the absence of the President. When the need occurs, and in the absence of the President, The Vice- president may call a Special Meeting on the signed request of at least two (2) Board members.

Treasurer

The Treasurer will receive all funds, keep an account of funds, and disburse funds approved by the Board. The Treasurer's records may be subject to audit at the discretion of the Board.

Treasurer is responsible for turning in the annual CR-15

Secretary

The Secretary will keep minutes of all meetings, register members, submit attendance records to the Recreation Activities Manager, and take care of all necessary correspondence.

Appendix B – Bylaws Amendments

Attach Amendments To This Document Behind This Page

Signatures



Club President

10/26/2022

Date



General Manager

10-26-22

Date