

BYLAWS  
THE CLAY CLUB  
24 MARCH, 2016

**Article I**  
Name

Name: The name of this organization shall be The Clay Club, a non-profit organization (hereinafter, the "Club").

**Article II**  
Object

Object: The object of the Club shall be to promote interests in all aspects of clay preparation, forming and decoration. (NOTE: if the object of the Club is changed, this document must be approved by the Board of SCOV and signed by the Board of Directors and General Manager of SCOV.)

**Article III**  
Authority and Limitations

The Club will operate as an instrumentality of Sun City Oro Valley. (herein "SCOV"), in compliance with its bylaws and regulations, but will not conduct business or obligate funds in the name of SCOV.

**Article IV**  
Membership

- Section 1. Membership shall be open to any person (man/woman) having a current SCOV membership card. No eligible person (man/woman) shall be denied membership because of race, color, religion or national origin.
- Section 2. Annual dues shall be proposed by the Club officers or Club members. All initial dues or changes to the amount of dues, or payable or delinquent dates, must be approved by a majority vote of those present and voting at a regular or special Club meeting.
- Section 3. All members shall be entitled to vote at any regular or special meeting of the Club, and to participate in all Club events, upon compliance with all applicable regulations. Club business, except as delegated to the Board of the Club and the officers of the Club by these bylaws, shall be decided by a majority vote of those present and voting at any regular or special meeting of the Club. In the event of special necessity, a vote of members on a particular matter may be taken by email.
- Section 4. Members who are abusive, project an undesirable or inappropriate image, or who unnecessarily and blatantly create turmoil, disruption, or dissension among Club members, other clubs, or SCOV in general, may have their Club membership suspended or revoked. Club officers and/or the board of directors shall initiate such action, with right of appeal to the SCOV Board of Directors.

## **Article V**

### **Officers**

- Section 1. The officers of the Club shall consist of the following: President, Vice-President, Secretary, Treasurer, and Advisor. The Advisor shall be the immediate past President. If the past President is unwilling to serve, the Advisor shall be elected by a vote of the membership.
- Section 2. Term of office: All elected officers shall hold office for a term of one (1) year. The President may be elected to that office for not more than two (2) consecutive terms. No member shall hold more than one (1) office at a time.

## **Article VI**

### **Nominations and Elections**

- Section 1. Prior to the meeting for the purposes of election of officers, the board shall appoint a chair for a Nominations and Elections Committee. Members of this committee shall be appointed by the chair of the Committee.
- Section 2. The slate of officers proposed by the Nominations and Elections Committee shall be posted at least two weeks prior to the election meeting.
- Section 3. Nominations may be made from the floor with the consent of the nominee.
- Section 4. A majority of the members present and voting shall elect. In the case of multiple candidates for a given office, the vote shall be by written ballot.

## **Article VII**

### **Governing Body**

- Section 1. The governing body of the Club is the board of directors (herein, the "Board"), which shall consist of the following elected officers: President, Vice-President, Secretary, Treasurer, and Advisor.
- Section 2. It shall be the duty of the Board to conduct, manage as well as control the affairs and business of the Club between meetings of the membership.
- Section 3. Meetings of the Board: The board shall meet as necessary. Meetings may be conducted by email.
- Section 4. Quorum: Three (3) members of the board shall constitute a quorum. Decisions of the board shall be made by majority vote of those present at the meeting, if there is a quorum.
- Section 5. The board shall appoint vacancies occurring in any office, other than the presidency. Should the President resign, the Vice-president will automatically assume that office.

- Section 6. All board members, upon retiring from office, shall deliver all records, procedure books and other property belonging to the Club to their successors.

### **Article VIII**

#### **Duties of Officers**

- Section 1. President: the President shall be the chief administrator of the Club and shall preside over all meetings; shall be ex-officio a member of all committees; shall appoint, with board approval, the chair of committees, and at the direction of the board or membership, shall appoint special committees; and shall appoint a committee to review the outgoing treasurer's books. In addition, the President shall schedule facilities usage with the activities director of SCOV, negotiate for Club contracts (such as equipment and instruction), and sign for contracts in accordance with SCOV procedures.
- Section 2. Vice-president: The Vice-president shall assist the President and shall, in the absence of the President, perform the duties of that office.
- Section 3. Secretary: The Secretary shall record the minutes of regular and special meetings of the board and membership and, in the absence of the treasurer, shall read the financial report; shall be in charge of all records of the Club, other than the records of the Treasurer; shall be responsible for correspondence as required by the members of the board, and shall make available any reports required by SCOV.
- Section 4. Treasurer: The Treasurer shall be the chief financial officer and shall be responsible for collecting the annual dues of the members and other monies; shall pay all bills owed by the Club; shall present a financial report at each meeting of the Club and shall maintain financial records as may be required.

### **Article IX**

#### **Committees**

- Section 1. Standing committees may be established as deemed necessary. The chair of each committee shall be appointed by the president, with board approval.
- Section 2. Unless otherwise provided in these bylaws, members of each committee shall be appointed by the chair of the committee.
- Section 3. Each committee shall maintain an up-to-date procedure book, which shall set forth the procedures for the Club operations that are the subject of that committee's responsibility; describe the duties of that committee; and describe the duties of the chair of that committee.

### **Article X**

#### **Fiscal and Finance**

- Section 1. The fiscal year shall be January 1 through December 31.

- Section 2. The annual review of the Treasurer's books, as provided above in Art VIII, Sec. 1, shall be completed by the end of the fiscal year and shall be reported to the membership at the next regular meeting.
- Section 3. Budget:
- a. The board shall prepare a budget to be approved by the membership at the first regular meeting of the new fiscal year.
  - b. The budget may be revised as needed during the year with the approval of the board and the membership.
  - c. No single unbudgeted expenditure in excess of two hundred fifty (\$250.00) dollars shall be made without the approval of the membership.
- Section 4. The Treasurer and at least one other officer appointed by the Board shall be individually authorized to sign checks.
- Section 5. No member of the Club shall receive compensation for services rendered, but may be reimbursed for expenditures made on behalf of the Club.

### **Article XI**

#### Meetings of the Members

- Section 1. Meetings of the members shall be held monthly, from September through May, or on call as needed.
- Section 2. The annual meeting and election of officers shall be held at the first meeting in December.
- Section 3. Special meetings may be called at any time by the President, or by any two (2) members of the board, provided notice of such meeting has been given by telephone or email, at least five (5) days prior to the day of such meeting.
- Section 4. All meetings of the members, unless otherwise designated, shall be held at SCOV facilities.

### **Article XII**

#### Parliamentary authority

Roberts Rules of Order shall be the authority on all questions of parliamentary law unless in conflict with these bylaws, SCOV, or the laws of the state of Arizona.

### **Article XIII**

#### Amendments

- Section 1. These bylaws may be amended by a two-thirds (2/3) vote of the members present and voting, at a regular or annual meeting of the Club, provided that written notice of each proposed amendment, or proposed new bylaws, has been posted two (2) weeks prior to the meeting.

Section 2. All proposed amendments to these bylaws are subject to final approval by SCOV.

**Article XIV**

**Dissolution**

In the event of dissolution of the Club, all Club assets will be donated to SCOV. Dissolution is mandatory when membership drops below the required level as determined by SCOV.

Dissolution will not be initiated until all outstanding Club debts are satisfied. The President may direct the use of any and all Club assets to satisfy outstanding Club debts, provided that the majority of the Club membership has voted for the President to do so.

All members must be advised that they are liable for any debts incurred by the Club and must satisfy them in full prior to the Club's dissolution.

If dissolution is contemplated, the membership must be notified at least two weeks in advance of the meeting date and time at which the membership takes the final vote for dissolution.

Adopted by membership: (date)\_\_\_\_\_

Amended by membership: (date)\_\_\_\_\_

**Signatures of Club representatives:**

\_\_\_\_\_  
Club President (date)

\_\_\_\_\_  
Club Secretary (date)

**Acknowledged and accepted by:**

Signatures are required only if the object (Article II) of the Club has changed.

\_\_\_\_\_  
SCOV General manager

\_\_\_\_\_  
(date)

\_\_\_\_\_  
SCOV Board of Directors

\_\_\_\_\_  
(date)

Club name: \_\_\_\_\_