

BYLAWS  
THE CLAY CLUB  
~~24 MARCH, 2016~~  
~~14 FEBRUARY, 2026~~  
February 20, 2026

**Article I**  
**Name**

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

**Article II**  
**Purpose**

The purpose of the Club shall be to promote interests in all aspects of clay preparation, forming and decoration.

**Article III**  
**Authority and Limitations**

The Club will operate as an instrumentality of Sun City Oro Valley. (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 having a current SCOV membership card. No eligible person shall be denied membership because of ethnicity color, religion or national origin. **Membership in the Club requires a resident to attend two 3 hour orientations.**

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 members 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 rules and 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 members 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 as determined by the Board.

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.

**Section 5. All membership payments are for the current calendar year. The Clay Club fiscal year is January 1 - December 31. Any person who has not paid dues for a current fiscal year is not considered a member, therefore may not act as an agent for the club. All membership dues are required to be paid by January 1 in order to retain the member storage space. For those attending orientation in November, membership dues will be payable at that time for that year and again on January of the new calendar year.**

**Article V**  
**Governing Body**

Section 1. The governing body of the Club is the Board of Directors (**the Board**), which shall consist of the following elected officers: President, Vice-President, Secretary, and Treasurer. Additionally, the Board will include an Advisor, who serves as a voting Board member only in the case of a tie vote by the elected officers.

Section 2. It shall be the duty of the Board to conduct, manage and 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,~~ **in person or electronically .**

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 VI Officers Board Terms

Section 1. ~~The officers of the Club shall consist of the following: President, Vice-President, Secretary, Treasurer, and Advisor.~~

All elected officers shall hold office for a term of ~~one (1) year~~ **two (2) years**. ~~The President may elected to that office for no more than two (2) consecutive terms. The President is limited to one 2 year term while all other board offices are limited to two consecutive 2 year terms.~~ No member shall hold more than one (1) office at a time.

## Article VII 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. ~~The slate will be posted in the Clay Studio on the information bulletin board and on the SCOV Clay Club website. (This sentence probably belongs in rules and regs under the nominations and elections committee section but it's OK here).~~

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 *the officers*. In the case of multiple candidates for a given office, the vote shall be by written ballot. ~~The new Board members will assume their positions on the January 1st of the new calendar year.~~

## 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. ~~The President, shall provide oversight of specific club teams as determined by the Board.~~

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. ~~The Vice President shall provide oversight of specific club teams as determined by the Board..~~

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 at Club meetings; 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. ~~The Secretary shall provide oversight of specific club teams as determined by the Board.~~

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.~~

*The Treasurer shall be responsible for processing, recording, and maintaining accurate accounting records of all Club financial transactions, including income and expenses. This includes collecting, processing, and recording annual dues paid by Club members. All financial transactions shall be handled in a timely manner, and the Treasurer shall provide regular financial reports to the membership regarding the status of the Club's finances. The Treasurer shall provide oversight of specific club teams as determined by the Board.*

*Section 5. The Advisor will be the Past President of the Board. If the Past President is unable to serve as an Advisor, this position will be appointed by the Board. The Advisor shall provide oversight of specific club teams as determined by the Board.*

*Section 6. The Board shall act solely as an agent of the Club and neither the Board nor any member of the Board shall assume or incur any personal financial responsibility or liability for any debts, obligations, or liabilities incurred by the Club, provided the Board, collectively or individually, acts in good faith and within the scope of authority granted by the Club.*

## **Article IX Teams and 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. The Board shall delineate the duties of the **teams and** committees.

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 within two months of the end of the fiscal year and the findings 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 **second** 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~~ **non-budgeted** expenditure in excess of two hundred fifty (\$250.00) dollars shall be made without the approval of the membership.
- d. Any expenditures by a member must first be authorized by the Treasurer, who shall verify the availability of sufficient funds in the Club's bank account. Any individual who incurs or authorizes an expense without the Treasurer's prior approval assumes personal responsibility for that expense, and the Club shall not be required to pay or reimburse such expense if sufficient funds are unavailable or if the purchase is deemed unnecessary by the Board .*
- e. General supplies maybe requested, but members are also encouraged to purchase supplies, spray oil, office supplies, cornstarch, plastic wrap, dish soap, etc., as a donation to the general needs of the Club.*

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, **per SCOV HOA charter rules**, but may be reimbursed for expenditures made on behalf of the Club.

## **Article XI. Meetings of the Members-Membership**

Section 1. ~~Meeting of members shall be held monthly from September through May or on call as needed.~~ *Meetings of the membership may be held monthly, from September through May, or on call as needed. The meetings will be held on the first Thursday of the month unless that day falls on a holiday, in which case the meeting will be held one week later. The purpose of the January and February meeting is to discuss club financials so the membership understands the projected funds for the following year.*

Section 2. The annual meeting and election of officers shall be held at the first meeting in December. **Members seeking a Board of Directors position will be posted on the SCOV Clay Club web site after November's monthly meeting.**

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 to the membership 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.

Section 5. At any meeting of the membership, ten percent (10%) of members in good standing and present at the meeting constitute a quorum. In the absence of a quorum, the Board and membership cannot make binding decisions or vote on agenda items. However, the Board can proceed with the meeting to discuss, share or listen to information and other matters, and to hear reports by the Board, Teams and Committees.

## **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 HOA.

## **Article XIV Dissolution**

If dissolution is contemplated, a meeting of the membership shall be held and 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.

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 **must** 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 current members ~~having paid their annual dues within the last 12 months from the date of notification for dissolution~~ 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.

***The Board should be required to attempt to satisfy outstanding debts by selling assets before members are required to satisfy the debts .***

***In the event of dissolution of the Club, all Club assets not sold to satisfy outstanding Club debts, will be donated to SCOV.***

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 purpose (Article II) of the Club has changed.

\_\_\_\_\_  
SCOV General Manager

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

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

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

Club Name: \_\_\_\_\_