

**BYLAWS**  
**SCOV WOODWORKING CLUB**

**Article 1**  
**Name**

NAME: The name of this club is Sun City Oro Valley Woodworking Club ("Club") a non-profit organization.

**Article 2**  
**Object**

OBJECT: The object of the Club is to promote interest in the woodworking crafts and to encourage fellowship among its members.

**Article 3**  
**Authority and Limitations**

Section 3.1 The Club will operate as an instrumentality of Sun City Oro Valley Community Association, Inc. ("SCOVCA") in compliance with its bylaws and regulations but will not conduct business or obligate funds in the name of SCOVCA.

Section 3.2 These Bylaws are adopted pursuant to Sun City Oro Valley ("SCOV") Clubs' Rules, Regulations and Procedures. In the case of conflict between these Bylaws and SCOV Clubs' Rules, Regulations and Procedures, the latter will prevail.

**Article 4**  
**Membership**

Section 4.1 Membership is open to any homeowner or renter having a valid SCOVCA Facilities Access Card. No eligible person shall be denied membership. To become a member of the Club, an SCOVCA resident must complete safety training, pay annual dues, be authorized to use the woodshop equipment, and sign SCOV Board Policy OPR – 008 Sales of Merchandise and Services, Attachment A, or any succeeding document. Residents of SCOVCA who are not members of the Woodworking Club but wish to use the woodshop, must become a member of the Club in accordance with SCOV Clubs' Rules, Regulations and Procedures, Section 4.5 b), or any successor thereto.

Section 4.2 Except as otherwise provided in these bylaws, all Club members are entitled to participate in all Club activities and are entitled to full participation in Club proceedings, including the right to attend meetings, make motions, speak in debate, and vote.

Section 4.3 Club business shall be decided by a majority vote of those members present and voting at a Club membership meeting, unless otherwise provided in these bylaws.

Section 4.4 A change to annual dues must be approved by the membership and will be effective on January 1 following the date of approval.

a) Members joining the Club in the months of January through October must pay the full annual dues at the completion of safety training. Members joining in November or December are required to pay only annual dues for the year following completion of safety training.

b) Annual dues are payable on January 1 and are delinquent if not paid by 4:00 P.M. on the last day of February. Members who become delinquent for non-payment of annual dues will have their membership suspended until their annual dues for that year have been paid. If their annual dues have not been paid by December 31 of that year, their Club membership will be terminated. After termination of membership, a member may be reinstated following completion of the membership requirements in Section 4.1.

c) Members who leave the Club will not receive a refund of any portion of their annual dues.

Section 4.5 Membership may be granted to residents without the need for them to undergo the required safety training if they do not work in the woodshop provided that those members must pay annual dues and submit with their dues a signed statement that they will not work in the woodshop. The Treasurer will annotate the membership roster next to those members' names with, "Non-Shop User."

Section 4.6 Members who are non-shop users may enter the woodshop for other purposes, including observing demonstrations, training, discussions with other members, attending meetings, or carrying out duties of a Club office or an appointed position that do not involve operating Club machinery and equipment.

## **Article 5**

### **Membership Meetings**

Section 5.1 Meetings shall be held six (6) times per calendar year, including the Annual Meeting held each December.

Section 5.2 The election of Club officers and the At-Large Board Member shall occur at the Annual Meeting.

Section 5.3 Notice for all meetings, stating the date, time, and place of the meeting shall be posted in the woodshop, on the club website, and in emails sent to the membership at least five (5) days prior to the day of the meeting. All meetings, unless otherwise designated in the notice for a meeting, shall be held at SCOVCA facilities.

Section 5.4 Special meetings may be called at any time by the President or by any two (2) members of the Board, provided notice of the meeting has been posted in the woodshop and in emails sent to the membership at least five (5) days prior to the day of the meeting.

**Article 6**  
**Board; Officers and At-Large Board Member**

Section 6.1 The officers of the Club are the President, Vice President, Secretary, and Treasurer. The officers and the At-Large Board Member comprise the Board of Directors (“Board”) of the Club.

Section 6.2 The At-Large Board Member shall not serve simultaneously as an officer.

Section 6.3 The officers and the At-Large Board Member shall serve for a term of one (1) year, beginning on January 1 following the election.

Section 6.4 No Board member shall hold more than one (1) Board position at a time; provided however, if any Board member is a part-time resident, the Board shall, by resolution, specify the period of absence and designate a member of the board, except the President, to assume those duties which require a physical presence within SCOVCA. The resolution will also specify those duties which will continue to be performed by the member while absent from SCOVCA.

**Article 7**  
**Nominations and Elections**

Section 7.1 Prior to the Annual Meeting, the President shall appoint a Club member as the Election Manager to manage the nominations and election process. The Election Manager may select other Club members to assist as necessary. The Election Manager will post a nominations list (“Nominations List”) that includes the five Board positions and spaces in which names of candidates may be written. The Nomination List must be posted in the woodshop at least two weeks prior to the day of the Annual Meeting.

Section 7.2 Nominations can be made by adding the nominee’s name to the Nomination List until 4:00 P.M. on the day prior to the day of the election and from the floor during the Annual Meeting. All nominations, whether made on the Nomination List or at the Annual Meeting, must be made with the consent of the nominee. Any Member who is not present in Sun City during the two weeks that the Nomination List is posted may self-nominate prior to the start of the Annual Meeting by sending an e-mail to the Election Manager and to the Club Secretary stating the nominee’s name and position desired.

Section 7.3 At 4:00 P.M. on the day prior to the Annual Meeting, the Election Manager will remove the Nomination List and prepare a written ballot for the election. In addition to the names on the Nomination List, the ballot will have additional spaces for each position to provide for nominations from the floor during the Annual Meeting.

Section 7.4 A majority of those members present and voting shall elect the Club officers and the At-Large Board Member. In the case of multiple candidates for a given office, the vote shall be by written ballot for all positions. If all positions are unopposed, any member present may make a motion to elect the nominees for all positions by acclamation.

## **Article 8** **Governing Body**

Section 8.1 The governing body of the Club is the Board.

Section 8.2 The Board shall conduct, manage and control the affairs and business of the Club between membership meetings.

Section 8.3 It is the duty of the Board to manage and control matters relating to the conduct of Club members in the woodshop and at Club events for the enjoyment and safety of all Club members and their guests.

a) Behaviors which can be subject to the provisions of this section include, without limitation, damage to Club equipment, machines, or shop facilities; abusive language, physical abuse, threat, harassment, or like activities; actions that result in unsafe conditions or practices in the shop, uncivil or discourteous manners, willful misconduct, or actions that unfairly or unreasonably impair the rights or privileges of other Club members or visitors to the shop.

b) Following notice to the member whose conduct is at issue and the opportunity to be heard in response thereto, the Board may impose sanctions including, without limitation, requiring a member to undergo additional safety training, limiting a member's use of equipment or machines where warranted by concerns regarding the safety of the member, other members, or damage to equipment or machines; requiring a member to pay for repair or replacement of damaged equipment, machines, or shop facilities; or issuing an admonition or caution to a member. Depending on the severity or repetition of the adverse behavior, the Board may suspend a member for a period up to one (1) year; or terminate a member's membership.

Section 8.4 The Board shall meet approximately seven (7) days prior to, but no less than three (3) days prior to each of the six membership meetings, and as needed. A member of the Board will only be deemed present at a meeting, whether in person or by means of telephone, video conference, or other electronic communication, if all members of the Board attending have the ability to communicate concurrently with all other Board members attending and to participate in all matters before the Board, including proposing, debating, and voting on any action considered by the Board.

Section 8.5 Three (3) members of the Board present at a Board meeting constitutes a quorum.

Section 8.6 If the office of the President is vacated, the Vice President shall assume that office for the remainder of the term. If any other Board position is vacated, the Board shall select another Board or Club member to fill the vacancy for the remainder of that term.

Section 8.7 All Board members, upon leaving office, shall deliver all records, documents, books, and other property belonging to the Club to their successor.

## **Article 9** **Duties of Officers**

Section 9.1 President: The President is the chief administrator of the Club and shall: preside over all Board and Membership meetings; with Board approval, the President shall appoint managers or chairs of committees necessary to carry out club operations; be an ex-officio member of any committee created by the Board, except a nominating committee; and approve committee members selected by the managers or chairs. At the direction of the Board or membership, the President shall appoint special committees as necessary; sign contracts on behalf of the Club, in addition to a representative of SCOVCA; and schedule Club facilities usage with SCOVCA.

Section 9.2 Vice President: The Vice President shall assist the President, and, in the absence of the President, perform the duties of that office.

Section 9.3 Secretary: The Secretary shall record the minutes of all membership and Board meetings, oversee all records of the Club, other than the Treasurer's; be responsible for correspondence as required by the members of the Board, and make available any reports required by SCOVCA. In the absence of the Treasurer at a membership meeting, the Secretary shall read the Treasurer's report.

Section 9.4 Treasurer: The Treasurer is the chief financial officer and shall be responsible for collecting the annual dues of the members and other monies received; pay all bills owed by the Club; present a financial report at each meeting of the Club and maintain financial records as required by the IRS. The Treasurer will maintain a current membership roster to include names, contact information, dues, and rental space paid status. The Treasurer will add new member information and, if applicable, annotate status as a "Non-Shop User." The Treasurer will provide the Secretary an updated roster, as necessary.

## **Article 10** **Club Organization and Committees**

Section 10.1 The Club requires volunteers ("managers") to carry out certain functions needed for the successful operation of the day-to-day operations of the woodshop, including without limitation: membership, monitors, finance, purchasing, website, and nominations. The President shall appoint members to fill these functions. The President, with the approval of the Board, may establish committees as needed and shall name the chair of any such committees.

Section 10.2 Unless otherwise provided for in these bylaws, members of each committee shall be appointed by the chairperson. Members selected as managers may seek other volunteer members to assist in their duties.

## **Article 11** **Fiscal and Finance**

Section 11.1 The fiscal year is January 1 through December 31.

Section 11.2 An annual audit of the Treasurer's records shall be made by a committee of two (2) Club members appointed by the President. If no Club members are available, the President may select one SCOVCA resident who is not a Club member to perform the audit. The audit shall be completed by February 15 and be reported to the membership at the next regular meeting.

Section 11.3 The Treasurer and at least one other officer designated by the Board shall be authorized to sign checks. The Board may authorize a debit card to be issued to the Purchasing Manager for purchasing equipment, materials, and supplies required for the Club.

Section 11.4 No single expenditure of more than \$300.00 from the Club treasury shall be made without membership approval.

Section 11.5 No member of the Club shall receive compensation for services rendered.

## **Article 12** **Safety**

Section 12.1 The Club will publish safety training requirements for new members and monitors. New members must complete the published safety training requirements and be approved to work in the woodshop before being allowed to operate the shop equipment.

Section 12.2 Club members who volunteer to become monitors must be proficient with shop equipment as designated by the lead monitor, trained in monitor duties, the Club safety rules and procedures, and be approved to serve as a monitor by the lead monitor.

Section 12.3 For the woodshop to be open, a monitor must be present in the shop during posted operating hours. If a monitor is not available, the shop must be closed. Monitors have the authority to deny the use of woodshop equipment to anyone who is unwilling or unable to comply with established safety regulations and operating procedures.

Section 12.4 The Club has published safety regulations and procedures. The Club website is the primary source of safety regulations, procedures, and equipment operating manuals. Members are encouraged to use the website to improve their safety and equipment knowledge. Safety information is posted throughout the shop and copies of equipment manuals are available in the woodshop.

**Article 13**  
**Sales Policy**

The Club shall comply with Article 6, Sun City Oro Valley Clubs' Rules, Regulations and Procedures.

**Article 14**  
**Parliamentary Authority**

Roberts Rules of Order shall be the authority on all questions of parliamentary law unless in conflict with these Bylaws, SCOVCA governing documents, or with applicable laws.

**Article 15**  
**Amendments**

Section 15.1 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 in the woodshop, and sent to all members via email at least two (2) weeks prior to the day of the meeting.

Section 15.2 All proposed amendments to these bylaws are subject to final approval by SCOVCA.

**Article 16**  
**Dissolution**

Section 16.1 In the event of dissolution of this Club, all assets will be donated to SCOVCA. Dissolution is mandatory when membership drops below the level required by SCOVCA.

Section 16.2 Dissolution will not be initiated until all outstanding debts are satisfied. The President may direct the use of any and all assets to satisfy outstanding debts, provided the majority of the Club membership has voted for the President to do so.

Section 16.3 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 dissolution of the Club.

Section 16.4 If dissolution is contemplated, the membership must be notified at least two weeks in advance of the meeting date and time.

