

## **SADDLEBROOKE GENEALOGY CLUB BYLAWS**

### **ARTICLE I – NAME**

The name of this organization shall be the SaddleBrooke Genealogy Club, a non-profit organization, hereinafter referred to as the Club.

### **ARTICLE II – OBJECT**

The object of the Club shall be to promote interest in the study of genealogy, to provide for the exchange of helpful information and interesting stories related to genealogy, and to encourage fellowship among the members.

### **ARTICLE III – AUTHORITY AND LIMITATIONS**

The Club will operate as an instrumentality of the community's governing body, SaddleBrooke Homeowners Association #1, in compliance with its Bylaws and regulations. The Club will not conduct business or obligate funds in the name of SBHOA #1.

### **ARTICLE IV – MEMBERS**

#### **Section 1: MEMBERSHIP REQUIREMENTS**

- Membership in the Club shall be open to any resident of SBHOA #1 or SBHOA #2.
- Membership in the club shall be voluntary. No eligible person will be denied membership because of race, gender, color, religion or national origin.
- Club members shall be defined as those whose dues are in a paid-up status. A grace period (the time between the January meeting and the March meeting) is provided during which they may attend the regular monthly meeting of the Club, having a voice only in the presentation of the featured program, but not being entitled to have a voice in any portion of the business meeting.

#### **Section 2: MEMBERS ANNUAL DUES**

Club dues shall be payable on or before the January meeting.

- The amount of dues may be adjusted as an item of regular business at any general membership meeting as determined by the Board of Directors without modifying the bylaws of the Club.
- Unpaid dues will be declared delinquent following the February meeting, in which case membership will terminate.
- Upon the delinquent date, the individual will be removed from the membership roll.

#### **Section 3: DUES PAYMENT BY NEW MEMBERS**

New members joining the Club January - October will be valid thru the end of December.

- New members joining the Club after October will be valid through December of the following fiscal year.

#### **Section 4: MEMBER PRIVILEGES**

- All members are entitled to vote on any and all issues presented at a regular or special meeting.
- All members are entitled to participate in all Club events upon compliance with all adopted regulations.

#### **Section 5: MEETING VISITORS**

- Any resident of SBHOA #1 or #2 is entitled to two (2) visits to a monthly meeting of the Club (or more at the discretion of the Membership Chairperson) prior to becoming a member.
- In the event of a field trip, the visitor may participate, if space is available, following a designated time period.
- Visitors will be required to pay the same fees for field trips and special events that a regular SBGC member pays.

## **ARTICLE V – OFFICERS**

**Section 1:** The officers of the Club shall consist of the following:

- President, Vice President, Secretary, Treasurer, and Director-at-Large.
- These elected officers shall constitute the Board of Directors, hereinafter referred to as the Board.

### **Section 2: TERM OF OFFICE**

- The term of office shall be one year, commencing January 1<sup>st</sup>.
- Officers may be elected to the same office for not more than three (3) consecutive terms, with the exception of the Secretary and the Treasurer.
- Officers may not hold more than one (1) office at the same time.

## **ARTICLE VI – NOMINATIONS AND ELECTIONS**

**Section 1:** Prior to the October meeting each year, the Board shall:

- appoint a Nominating Committee of three (3) members;
- choose which shall be Chairperson;
- announce these appointments at the October meeting.

The Nominating Committee will:

- nominate at least one member, with that member's consent, for each office to be filled;
- announce the slate of proposed nominees at the November meeting and in other communication methods as desired.

**Section 2:** Additional nominations may be made from the floor at the November meeting with the consent of the proposed additional nominees.

**Section 3:** Election of officers will be held at the November meeting. Installation of the new officers will be at the December meeting and they shall assume their offices on January 1<sup>st</sup>.

**Section 4:** When nominations are closed at the November meeting, if there is more than one candidate for any office, written ballots shall be provided for that office by the Nominating Committee and voting shall take place. In such case, the Nominating Committee shall count the written votes and announce the results. In the case of a written ballot, write-in votes for persons who are not nominated by the process set forth above shall be declared invalid. The winner of a tie vote for any office shall be determined by the toss of a coin or by a third party drawing the winner's name. Written ballots will be placed in a sealed envelope which will be kept for thirty (30) days.

**Section 5:** A majority of those members present and voting shall elect new officers.

## **ARTICLE VII – GOVERNING BODY**

**Section 1:** The governing body of the Club shall be the Board of Directors, as defined in Article V, Section 1 above. At the discretion of the President, any Club member may be invited to attend meetings of the Board with voice but without vote.

**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 regular membership.

### **Section 3: MEETINGS**

- The Board will meet monthly except during the months of June, July, August and the month when a special luncheon is scheduled, unless called for by the President of the Board.
- There will be a joint meeting of the outgoing and incoming Boards at a convenient time following the November elections.

**Section 4: QUORUM:** Three (3) members of the Board shall constitute a quorum.

**Section 5:** Vacancies occurring in any office, other than the presidency, shall be filled by Board appointment. Should the presidency be vacated, the Vice President shall automatically assume that office.

**Section 6:** All Board members and committee members, upon retiring from office, shall deliver all records, procedure books and other property belonging to the Club to the President or other appropriate officer or committee.

## **ARTICLE VIII – DUTIES OF OFFICERS**

### **Section 1: PRESIDENT**

The President:

- shall be the chief administrator of the Club and will preside over all regular and Board meetings;
- shall be an ex-officio member of all committees, except the Nominating Committee;
- shall appoint, with Board approval, the Chairpersons of Committees;
- shall appoint Special Committees at the direction of the Board or at the direction of the membership;
- shall appoint a committee of two (2) to complete an audit of the Treasurer's books pursuant to Bylaws Article X, Section 2;
- may function in the capacity of other Board officers during any short-term absence.

### **Section 2: VICE PRESIDENT**

The Vice President:

- shall assist the President;
- shall, in the absence of the President, perform the duties of the office;
- shall also serve as Program Chairperson;
- may function in the capacity of other Board officers during any short-term absence.

### **Section 3: SECRETARY:**

The Secretary:

- shall record the minutes of regular and special meetings of both the Board and membership;
- shall read those records at the next meeting of either body, or shall provide the minutes to the Webmaster for posting on the website for all to see;
- shall be responsible for correspondence as required by the members of the Board;
- shall make available any reports required by SBHOA #1;
- may function in the capacity of other Board officers during any short-term absence.

### **Section 4: TREASURER**

The Treasurer:

- shall be the chief financial officer;
- shall be responsible for collecting the annual dues of the members and other monies required.  
The Treasurer may appoint a delegate (and will advise the Board of Directors of the delegate) who can assist in the duties of the Treasurer;
- shall pay all bills owed by the Club;
- shall present a financial report at the meetings of the Board and the members;
- shall, if requested, present the Club's financial report to SBHOA #1 at the end of their fiscal year;
- may function in the capacity of other Board officers during any short-term absence.

### **Section 5: DIRECTOR-AT-LARGE**

The Director-at-Large:

- shall represent the general membership;
- shall be assigned special projects as deemed necessary and required by the Board;
- may function in the capacity of other Board officers during any short-term absence, excluding the office of President.

## **ARTICLE IX – COMMITTEES**

**Section 1:** The Appointed Committees are: Program Committee, Membership Committee, and others deemed necessary. The President, with Board approval, shall appoint committee chairpersons, except for the Program Committee.

**Section 2.** Unless otherwise provided for in these Bylaws, the Committee Chairpersons may appoint members of each committee.

## **ARTICLE X – FISCAL YEAR AND FINANCE**

**Section 1:** The fiscal year shall be January 1<sup>st</sup> through December 31<sup>st</sup>.

**Section 2:** A committee of two (2) persons appointed by the President shall make an annual audit of the Treasurer's books. This audit shall be made after the end of the fiscal year (December 31<sup>st</sup>) and shall be reported to the membership at the next regular meeting after the audit.

### **Section 3: BUDGET**

- The Board shall prepare an annual budget and present it for approval at the January Membership meeting.
- The budget may be revised as needed during the year with the approval of the Board and membership.
- No approval is needed for an unbudgeted expenditure up to one hundred (\$100.00) dollars.
- Board approval is needed for an unbudgeted expenditure between one hundred (\$100.00) and two hundred (\$200.00) dollars.
- Membership approval is needed for an unbudgeted expenditure over two hundred (\$200.00) dollars.

**Section 4:** The Treasurer, and at least one other officer, shall be authorized to sign checks.

**Section 5:** No member of the Club shall receive compensation for services.

## **ARTICLE XI – MEMBERSHIP MEETINGS**

**Section 1:** Regular membership meetings shall be held on the 1st Thursday of the month unless otherwise designated.

**Section 2:** Special membership meetings may be called at any time by the President, or any two (2) members of the Board, provided notice of such meeting has been given by telephone or email to members in the area at least five (5) days prior to the day of the meeting.

**Section 3:** All meetings, unless otherwise designated, will be held at SBHOA #1 or #2 facilities.

## **ARTICLE XII – PARLIAMENTARY AUTHORITY**

Robert's Rules of Order shall be the authority on all questions of Parliamentary Law unless in conflict with these Bylaws, SBHOA #1, or the laws of the State of Arizona.

## **ARTICLE XIII – AMENDMENTS**

**Section 1:** These Bylaws may be amended by a 2/3 vote of the membership present and voting at a regular or annual meeting of the Club provided:

- The proposed amendment or proposed bylaw has been presented in writing to the membership as an item of business in a prior meeting OR
- That written notice of each proposed amendment or proposed new bylaw has been posted on the website or emailed thirty (30) days prior to the meeting at which it is to be voted on.

#### **ARTICLE XIV – DISSOLUTION**

In the event of dissolution of the Club, all assets will be donated to SBHOA #1. Dissolution is mandatory when membership drops below a level set by SBHOA #1.

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's membership has voted for the President to do so. If voted upon favorably by the membership, the return of dues on a prorated basis may be declared an outstanding debt of the Club and the prorated portion of their prepaid dues returned to members for that portion of the year during which members will be deprived of the benefits of their prepaid memberships.

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 thirty (30) days in advance of the meeting date and time in which the motion to dissolve is brought to a vote.

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President Jeri Taylor

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Secretary Cynthia Karcher

Amended December 10, 2020

Approved March 4, 2021