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# CHARTERED CLUB BYLAWS

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## Model Railroad Club



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This committee shall be appointed by the Club Board and shall consist of one or more club members exclusive of club officers. The committee shall be responsible for making the annual year end audit of all club financial records and accounts. The audit shall be made at the close of each year, but prior to transferring responsibilities to the newly elected treasurer. .... 13

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# Chartered Club Bylaws

## Article I - General

### Section A - Name of Organization

Sun City West Model Railroad Club

### Section B - Purpose of Organization

To promote interest in railroading, both model and prototype, and to provide its members with the opportunity and facilities to:

1. Develop and expand their common knowledge in the art and craft of model railroading.
2. Meet, discuss, and experiment with new developments in model railroading including but not limited to track-work, wiring and other electrical work, painting of scenery, construction and maintenance of rolling stock and operating procedures.
3. Participate in the actual construction, operation, and maintenance of model railroad layouts in as many scales and/or gauges as available space will permit.
4. Foster general fellowship, schedule layout visitations and achieve other educational activities among members.
5. Establish liaison with other model railroad clubs in the area to provide additional opportunities for visitations and the exchange of ideas.

### 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.

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## 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

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

A Recreation Card Holder Guest/Visitor may attend a scheduled Club activity up to three (3) times annually before they are required to join the Chartered Club.

A Club Member may host up to three (3) different Recreation Card Holder Guest/Visitors annually.

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

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

A Non-Recreation Card Holder Guest/Visitor must be accompanied by a Club Member host at all times when in Club facilities.

A Non-Recreation Card Holder Guest/Visitor may attend a scheduled Club activity up to three (3) times annually. A Non-Recreation Card Holder Guest/Visitor is not eligible to become a Club member.

A Club Member may host up to three (3) different Non-Recreation Card Holder Guests/Visitors annually.

### **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 11).

### **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**

This Club currently does not require monitoring.



## 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.

Section B – Commercial/Mass Production Prohibition *Not applicable*

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## Article IV – Officers

### Section A – Club Officers

The Club board must consist of four officers: President, Vice President, Secretary, and Treasurer.

### 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 11). 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.

### 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 15<sup>th</sup> of the following year.

### Section E – Officer Duties/Responsibilities, Term Lengths, Term Limits, and Duties

See Appendix A – Club Officer Role Descriptions on page 17 for Officer Duties and Responsibilities descriptions.

Terms of office for each officer will from January 1 through December 31 of each year. An ex-officio officer may not hold that position for more than one (1) year.

### 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 information (which can be found online at [www.scwclubs.com](http://www.scwclubs.com)) onto 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).

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## 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

1. the President to disburse funds in support of Club activities in amounts not to exceed \$100.00.
2. 101.00 to \$250.00 – requires the approval of the planning, construction, and maintenance committee and the President.
3. Over \$250.00 – requires the approval of the Planning, Construction and Maintenance committee, the Club Board and the President and a vote of the membership.

Other expenditures of twenty-five dollars (\$25) 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 approval. (Refer to RR&Ps).

### Section G - Treasurer's Duties and Responsibilities

See Treasurer role description in the Appendix A – Club Officer Role Descriptions on page 17.

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## 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 8).

### 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

This committee shall consist of not less than three members appointed by the Club Board. This committee will make periodic inspections of the equipment being used and the activities in the clubrooms.

A posted listing of “safety policies” is the responsibility of this committee. The “safety policies” are a part of these bylaws. Periodic safety films or talks will be scheduled as a part of the monthly meetings.

### Section E – Audit Committee/Chairperson Duties and Responsibilities

This committee shall be appointed by the Club Board and shall consist of one or more club members exclusive of club officers. The committee shall be responsible for making the annual year end audit of all club financial records and accounts. The audit shall be made at the close of each year, but prior to transferring responsibilities to the newly elected treasurer.

### Section F - Other Committees and Their Duties

1. Planning, Construction and Maintenance Committee – This committee shall consist of at least three club members appointed by the president. It shall be the function of this committee to prepare and maintain an inventory of all club equipment. It will also make recommendations for outside repair or replacement of club equipment as well as the purchase of such additional equipment as may become necessary. The primary responsibility of this committee will be to plan, organize, develop, review and approve all proposed layout changes, new additions, modifications, etc. including all matters relative to club operations, such as (but not limited to) planning, building, mechanical and electrical functions as well as train operations and quality control.
2. Nominating Committee This committee shall be nominated by the president no later than the October meeting and shall consist of not less than three club members one of which may be a member of the Club Board. The Committee shall prepare a slate of

one or more candidates for each elective office and present it to the membership at the November meeting. Additional nominations will be requested from the floor prior to the election. Prior consent of all nominees is required.

3. Publicity Committee – This committee will arrange for all publicity such as magazine and newspaper articles, posters, displays etc. President shall appoint chairperson
4. Membership Committee – This committee will be responsible for obtaining new members. President shall appoint chairperson.
5. Monitor Committee – This committee will be responsible for scheduling and instructing of all monitors as required. President shall appoint chairperson
6. Temporary Committees – Such committees may be appointed as needed, e.g. design, construction, instruction, special events, etc. President shall appoint chairpersons

## **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 11).

### **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.

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## Appendix A – Club Officer Role Descriptions

### President

- Set a time and place and preside at Board and General Membership meetings.
- Solicit and compile agenda for Board meetings.
- Create and appoint Chairs of needed action committees, and appoint members to fill Board, committee and coordinator vacancies.
- Correspond and communicate Club and fiscal business with the Rec Center, including room reservations and facility management issues.
- Complete paperwork (CR-8 and W9) for new hires.
- Communicate with members using the Club's email program.
- Attend mandatory facilities request submission day.
- Attend mandatory Rec Center club officer meetings.
- Review Secretary meeting minutes prior to publishing.
- Signatory on the bank account.

### Vice President

- Perform the duties of the President in their absence and/or succeed the President if they cannot complete the term.
- Lead Board meetings and organize agenda in absence of the President.
- Attend Board and General Membership meetings.
- Be chairman of the Planning, Construction, and Maintenance Committee.
- Be in charge of the operational capabilities of all the club's layouts with the help of the coordinators from each division.
- Assist President in tasks as assigned.
- Attend mandatory Rec Center club officer meetings. Check and respond to the Club's email account.

### Treasurer

- Receive and reconcile class income and membership dues paid
- Account monthly for club income and expenses using Quicken.
- Reconcile bank account monthly.
- Provide a financial report with income statement to the Club Board monthly.
- Provide an income statement to the Content Manager for posting on the website monthly.
- Provide membership forms received with class receipts to membership chair and reconcile membership count vs income monthly.
- Attend mandatory Rec Center club officer meetings.
- Issue checks monthly to instructors and maintain 1099 records.

- Submit form CR-7 (Annual Financial Statement) for the year just ended to the office of the Recreation Manager by February 15 of the current year.
- Clubs that turn in an inventory list must have complete item descriptions, serial/model numbers, dates purchased, and total amounts.
- Send club rosters to ClubTrack administrators at least twice per month.
- Complete the CR-4a (class attendance) and submit to RCSCW monthly.
- Complete the CR-15 (membership) and submit to RCSCW annually.
- Complete and submit 1099s to instructors and bookkeeper and IRS annually.
- Complete and submit form 990 to the IRS annually.
- Report the state of Club finances at Board and General Membership meetings.
- Maintain records for seven years.
- Signatory on the bank account.

### Secretary

- Attend Board and General Membership meetings to record meeting minutes.
- Seek approval of Board meeting minutes from Board members.
- Seek approval of General Membership meeting minutes at General Membership meetings.
- Attend mandatory Rec Center club officer meetings.
- Maintain, track, and file all Club-pertinent communications for three years.
- Responsible for publicity of Club events.
- Contribute to crafting and writing Club policies and procedures. Update policy and procedure changes.
- Receive membership forms from the club treasurer and maintain a current club member roster with names and RCSCW membership number.
- Provide a monthly reconciliation to the club president.
- Submit new member information to RCSCW for entry into the Club Tracking database.
- The Secretary can appoint an Under-Secretary for the purpose of taking on the duties of sending out thank you notes for donations, preparing media articles and notices, and other things helpful to the club that the secretary deems necessary. The Under-Secretary will be an appointed position not an elected position.

### Webmaster

- Maintain an informative web site promoting model railroading.
- Highlight the different layouts/scales that the club offers.
- Display the current operating hours.
- Maintain a calendar of events
- Present items that showcase model and prototype railroading

## Appendix B – Bylaws Amendments

Attach Amendments To This Document Behind This Page

Signatures



Club President

11/2/2022

Date



General Manager

10-27-22

Date