

Bylaws for

SaddleBrooke Ranch Social Ballroom Dance Club

ARTICLE I

NAME

NAME: The name of this organization shall be: SaddleBrooke Ranch Social Ballroom Dance Club (SBRSDC), also referred to herein as the "Club".

ARTICLE II

MISSION STATEMENT/PURPOSE/OBJECTIVE

The mission of the Club is to provide opportunities to learn to dance and improve upon those dancing skills.

The purpose is to encourage participation by all SaddleBrooke Ranch (SBR) residents who are interested in social partner dancing.

The objective of the Club is to provide social activities that are fun for Club members, foster good fellowship among its members, and enhance the social and recreational lives of SBR property owners, property owner's guests, and renters.

Article III

Definitions

Membership: Individuals who meet the requirements of Article X Section 1 and who are current with their Club dues.

Member: Individual with Membership in the Club.

Quorum of the Board: Majority of the board of directors.

Quorum of the Membership: Greater than or equal to 30% of the Membership.

Policies and Procedures: Club policies and procedures as approved by a Quorum of the Board.

ARTICLE IV

GOVERNING BODY

Section 1. Board of Directors: The governing body of the Club is the Board of Directors, also referred to as the Executive Board or simply Board. The Board consists of the President, Vice

Bylaws for

SaddleBrooke Ranch Social Ballroom Dance Club

President, and Secretary/Treasurer. All Board members must be SaddleBrooke Ranch property owners and are expected to actively participate in Club activities. The Board of Directors shall have overall governing authority over the Club consistent with the provisions of these Bylaws and the Club's Policies and Procedures.

Section 2. Term of Office: All Director positions are elected positions. Those elected shall hold office for a term of one year. Terms will be from January 1st through December 31st.

Section 3. The Board shall create and authorize all Committees necessary to carry out the purposes and objectives of the Club.

Section 4. A Director may be removed with or without cause by a majority vote of the Board. In addition, a Director may be removed with or without cause by a majority vote of the Members at a meeting duly called for such purpose. Seventy-Five percent (75%) of the Membership must be present and vote for the removal to be valid.

Section 5. Any vacancy occurring in the elected offices during the year shall be filled for the unexpired term of office by a majority vote of all Board members except the Vice President shall automatically fill a vacancy in the office of President.

Section 6. Should the needs of the Club require, and if proposed by the Board and approved by a majority of a Quorum of the Membership, two persons may act as co-officers of any of the elected positions.

ARTICLE V

BOARD OF DIRECTOR DUTIES

Section 1. PRESIDENT: Shall preside over all Club meetings and Board meetings and be accountable for the administration of Club business. The President shall carry out the direction and policies established by the Board and shall act as principal liaison between the Club and the SaddleBrooke Ranch Homeowners Association (SBRHOA); to include both facility usage and negotiating/signing Club contracts. All Club Committees and Chairpersons thereof, shall be appointed by the President, and require Board approval.

Section 2. VICE-PRESIDENT: Shall perform all duties of the President in the event of the President's absence or inability to perform and shall perform other such duties and responsibilities as may be assigned, with Board approval, by the President.

Section 3. SECRETARY/TREASURER: As Treasurer, shall oversee the receipt and deposit of all moneys due to the Club into the Club bank account and pay all obligations that may be incurred by the Club in the regular course of its business; shall keep an up-to-date ledger of all

Bylaws for

SaddleBrooke Ranch Social Ballroom Dance Club

financial transactions and provide a financial condition report at all meetings of the Executive Board or general Membership. Information provided shall include a variance report of items exceeding budgeted amounts. A year-end financial report shall be provided to the Board by January 15th of each year. As Secretary, shall keep the Club records, issue notices of all Club meetings, shall record, keep and publish minutes thereof.

ARTICLE VI

EXECUTIVE BOARD MEETINGS

Section 1. The Board shall meet as often as necessary, conducted in compliance with these bylaws. The Membership will be notified by email of the date and time of the Board meetings. Except for Board sessions requiring privacy, Board meetings are open to the Membership for observation. Directors, at their discretion, may allow or seek comments from Members.

Section 2. There shall be a joint meeting of the outgoing and incoming Boards before the end of the fiscal year, at which time there will be a handover of materials pertinent to managing the Club (documents, keys, passwords, banking material, etc.). The outgoing Directors shall make themselves available for consultation for the incoming board to ease the transition.

Section 3. There shall be no Board meeting without a Quorum of the Board.

Section 4. The President or any two members of the Board may call Board meetings at any time by giving notice orally, in writing, or by email. The time and place of such meetings shall be determined by the President and shall occur within one month of the call for the meeting.

ARTICLE VII

NOMINATIONS AND ELECTIONS

Section 1. In order to facilitate the formation of the Club, the first elections shall be in December 2022 for seating of the elected Board on January 1, 2023. Elections are held annually in accordance with the Club Elections Policy.

Bylaws for
SaddleBrooke Ranch Social Ballroom Dance Club

ARTICLE VIII
COMMITTEES

Section 1. The direction of each committee shall be set by the Board, consistent with provisions of the Club Bylaws, Club Policy, and Club Procedures.

Section 2. At the request of the Board, all committees shall provide plans, guidelines, and updates for review and approval by the Board.

ARTICLE IX
FISCAL AND FINANCE

Section 1. The CLUB fiscal year shall run from January 1st through December 31st.

Section 2. A statement of financial condition shall be presented to the Members at each Club meeting.

Section 3. No Board member shall receive any form of compensation for services rendered.

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

ARTICLE X
MEMBERSHIP

Section 1. Membership in the Club shall be open to persons residing in SaddleBrooke Ranch, either as owners or renters, who have paid the required Club dues. No eligible person shall be denied Membership because of race, color, religion, national origin, gender, marital status, sexual orientation, or sexual preference.

Section 2. Annual Club dues are set by the Board and are payable on or before January 31st of each year for that year's Membership and are non-refundable. The Club dues are specified in the Club's Policies and Procedures which are determined by the Board. The Club dues are subject to change over time.

Section 3. Any Member shall be entitled to vote at any Regular, Special and Election meeting of the Club and participate in all Club events if compliant with all adopted regulations, bylaws, and Policies and Procedures. Club business shall be conducted at Club and Board meetings.

Bylaws for

SaddleBrooke Ranch Social Ballroom Dance Club

Section 4. Withdrawal: A Member who provides written or email notification indicating the Member is no longer interested in participating in the Club or Club activities is no longer considered a Member.

ARTICLE XI

CLUB MEETINGS

Section 1. Regular Club meetings of Membership shall be held as often as necessary. Regular Club meetings of the Membership shall require a quorum of twenty percent (20%) of the Membership, except for meetings where a vote on bylaw changes is contemplated.

Section 2. Amendments to these bylaws will be conducted as prescribed in Article XIII.

Section 3. Special Club meetings, to deal with time-sensitive matters, may be called at any time by the President or by any two members of the Board provided notice of such meeting has been given to all Members by email at least five days prior to the day of such meeting.

Section 4. The Annual Club meeting shall be held by October 31st, to facilitate the election process; see Article VII.

Section 5. Election meetings will be conducted as prescribed in Article VII.

Section 6. All meetings, unless elsewhere designated by the Board, shall be held at SaddleBrooke Ranch HOA facilities.

ARTICLE XII

PARLIAMENTARY AUTHORITY

At the Boards discretion, Robert's Rules of Order may be used as the authority on all questions of parliamentary procedure unless such procedures conflict with these bylaws, SaddleBrooke Ranch HOA, or with laws of the State of Arizona.

ARTICLE XIII

AMENDMENTS

Section 1. These bylaws may be amended by a two-thirds vote of the Members in attendance at a Regular or Special Club meeting, provided a Quorum of the Membership is present. When it becomes impractical for a Quorum of the Membership to be present at the meeting, the Board

Bylaws for SaddleBrooke Ranch Social Ballroom Dance Club

may decide to accept voting by handwritten ballot or by email and/or by other electronic means. An affirmative vote of a minimum of two-thirds of a Quorum of the Membership is required to approve the proposed amendment.

Section 2. Written notice of each amendment, or proposed new bylaws, shall be posted on the website before the meeting to allow for Member review and comment.


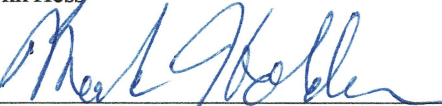
ARTICLE XIV **DISSOLUTION**

Section 1. This Club may not be dissolved until all Club outstanding debts have been paid.

Section 2. Upon dissolution, the disposition of all assets and property of the Club shall be decided by the Board.

Section 3. If dissolution is contemplated, the Membership must be notified at least two weeks before a meeting is scheduled to discuss dissolution.

Signatures:

Club Co-President:	 _____ John Hess	Date:	<u>8/17/21</u>
Club Co-President:	 _____ Mark Holden	Date:	<u>8/17/21</u>