



**Pinebrook**  
VILLAGE  
*"An Active Senior Community"*

## **PINEBROOK VILLAGE SOCIAL CLUB**

### **BYLAWS**

# BYLAWS

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## PINEBROOK SOCIAL CLUB

### FORWARD

For Pinebrook residents' benefit, it was decided to separate general governance principles (Bylaws) from operational procedures (how-to's) or Standing Rules for various Events and Functions.

To ensure clarity, we define Board endorsed or sponsored endeavors as an EVENT (including potlucks, dances, parties, holiday gatherings, performances, educational presentations). Whereas, ACTIVITY is defined as clubs (card and game groups, exercise, crafts, etc.) coordinated or hosted by volunteers interested in those pursuits. The Board may assist and provide limited support for residents to establish a group or club. However, once a group is established, their activities are self-monitored by group members and respective leader/coordinator. Standing Rules will provide Committee Chairpersons/volunteers details of administrative operating procedures associated with managing Events and Functions (Parades, Ice Cream Socials, Potlucks, etc.).

Standing Rules are defined as rules relating to the details of the administration of the Social Club Events and activities and as decisions approved by the Social Club Board. A Standing Rule may be added, changed/amended, or suspended temporarily, and may be eliminated by new policies that have been introduced through subsequent action of the Board.

Copies of the BYLAWS governing the operation of the Pinebrook Social Club shall be available to residents. Copies of the BYLAWS (2023) and Standing Rules (2023) will also be posted on the bulletin board in the Community Center Clubhouse.

The Secretary shall issue an official set to each of the eighteen (18) members of the Board of Directors at the beginning of his/her term of office. An additional set shall be furnished to Pinebrook's Manager representative whenever the BYLAWS are amended. As Standing Rules are amended or changed, the document will be posted in the Community Center Clubhouse. Management will receive a copy; and Residents will be notified via the Chatter or email.

Members of the Board of Directors shall surrender their Binder set upon expiration of their term of office or upon resignation from their office TO THE SECRETARY.

# BYLAWS

## I. NAME, PURPOSE AND MEMBERSHIP

- A. The Pinebrook Village Social Club is located at 7900 Folsom-Auburn Road, Folsom, CA 95630. It is a 501(c) 4 Nonprofit Mutual Benefit Corporation organized under the Nonprofit Mutual Benefit Corporation Law of the State of California effective May 30, 1985.
- B. All Residents of Pinebrook Village are automatically members of the Social Club and are encouraged to participate.
- C. The purpose shall be to promote the well-being of its members through social and educational events, activities and entertainment. Such functions are to benefit all members of the Club and not any particular group or section of Pinebrook Village.
- D. No fees or membership dues shall be assessed as a condition of membership.

## II. THE BOARD OF DIRECTORS

- A. The Board of Directors (hereinafter referred to as the Board) shall consist of five (5) elected officers and twelve (12) elected directors as described in Sections III (Officers) and IV (Election of Officers and Directors).
- B. The Club's activities and operations administered by the Board, whose Chairperson shall be the President and in his/her absence, the First Vice-President.
- C. The Board shall have the authority to advise the President on social Events, Functions and business transactions, and assist him/her in filling vacancies which may occur between elections.
- D. The Board shall meet regularly in open session at least once a month at the Pinebrook Clubhouse. Special meetings may be called from time to time by the President or at the request of two or more members of the Board. The President may at his/her discretion waive a regular meeting during the summer months of July and August if there is no urgent business to discuss and provided notice is given by phone, electronic communication or in writing.
- E. After three months of unexcused absences by a Director/Officer, resignation or any other vacancy that should occur, replacement will be made by the President of the Social Club or his/her designee. The vacancy may be filled through the appointment of a current Board member or recruitment of a new volunteer subject to Board approval.
- F. The Board meeting may not be called to order for the transaction of official business unless a quorum is present. A simple majority of the Board, namely any combination of Officers and Directors totaling at least nine (9) shall constitute a quorum.

- G. With the exception of the positions of Secretary and Treasurer, all Officers and all Directors can serve for only three (3) consecutive terms, after which they are not eligible to serve until they have been off the Board for at least one (1) year.
- H. Any Pinebrook resident desiring to address the Board at a regular meeting shall submit a written, signed letter, or electronic communication to the President or First Vice-President at least five (5) days prior to the scheduled meeting. Such request shall also state briefly the subject matter to be presented.

### III. THE OFFICERS

- A. PRESIDENT whose duties shall be to:
  - 1. Preside over Board Meetings.
  - 2. Have general supervision of the Club's activities.
  - 3. Appoint committees and serve as Ex-Officio Chairperson of all such committees except the Nominating Committee.
  - 4. Appoint a Nominating Committee of a maximum of six (6) people, the Chairperson of which shall be a present or past officer of the Board.
  - 5. Recruit or appoint Buyer ~~Purveyor~~ (in consultation with Executive Board) and subject to Board approval.
- B. FIRST-VICE PRESIDENT whose duties shall be to:
  - 1. Assist the President in the performance of his/her duties.
  - 2. Preside at meetings of the Board in the absence of the President.
  - 3. Perform such other functions as may be assigned to him/her by the President.
  - 4. Organize an Event to be held in January to thank the outgoing President and the Board.
  - 5. Recruit or assign persons to conduct the Potlucks; and monitor progress to ensure successful Potluck Events.
- C. SECOND VICE-PRESIDENT whose duties shall be to:
  - 1. Assist the President in the performance of his/her duties.
  - 2. Preside at Board meetings in the absence of both the President and the First Vice-President.
  - 3. Perform such other functions as may be assigned to him/her by the President.
  - 4. Organize and schedule the Sunday Suppers and the Brunches for the year; and monitor progress to ensure Events' success.
- D. TREASURER whose duties shall be to:
  - 1. Receive, disburse and keep accurate monthly accounting of all money.
  - 2. Prepare and present for Board approval an annual budget at the February Board Meeting.
  - 3. Submit a financial report (Income & Expense) at each monthly meeting to the Board.
  - 4. Post copies of the approved monthly treasury reports on the Social Club bulletin board within seven (7) days after each meeting. All financial records are to be given to the Secretary to be kept in a secure location for seven (7) years.
  - 5. Submit all state and federal filings and a statement of domestic non-profit corporation (Form SI-100) to the California Secretary of State. The statement must be submitted by May 31 in odd number years as required under the Articles of Incorporation.
  - 6. File for the annual renewal of The City of Folsom Business License which expires on June 30. Post the original Business Certificate on the Social Club bulletin board.

7. Obtain a liquor license from the Department of Alcoholic Beverage Control (ABC) for Events where alcoholic beverages (wine, beer or liquor) will be sold. The Treasurer shall have at least one (1) month (30 days) notice prior to a function requiring a liquor license. A request to obtain a liquor license shall be submitted to the Treasurer. If the Treasurer is unavailable, the liquor license shall be obtained by an appointed representative acting on behalf of the Social Club.
8. Post the original Liquor License issued by ABC on the Social Club bulletin board.

E. SECRETARY whose duties shall be to:

1. Prepare and keep minutes of all general and special meetings of the Board and to post an approved copy thereof on the Social Club bulletin board within seven (7) days after each meeting.
2. Act as custodian of all pertinent records of the Club, Bylaws, revisions, Board minutes and supporting documents (Roster of Board Officers and Directors, Volunteers) will be kept permanently in a secure location.
3. Prepare, update, and distribute Board Binders (Bylaws and Standing Rules) to Officers and Directors. Ensure Officers and Directors return Binders at conclusion of their service term(s) and transfer to new Officers/Directors as required.

F. PRESIDENT-ELECT whose duties shall be to:

1. Understudy the office of President by attending Board meetings during his/her six-month term of office.
2. Prepare an Event schedule for his/her tenure of office as President
3. Appoint Chairpersons/Coordinators for all Events and Functions during his/her tenure of office as President.
4. If a current Officer or Director of the Board is elected to serve as "President-Elect", such action shall not affect his/her status as a voting member of the Board. If they are a current Board member they shall have the option to continue in both capacities with only one vote.

#### IV. ELECTION OF OFFICERS AND DIRECTORS

- A. The President will submit the names of a maximum of six (6) persons to comprise a Nominating Committee for the Club by the **February** Board meeting each year. The Chairperson of this Committee shall be a present or past member of the Board.
- B. Nominating Committee members will serve a term of one calendar year (Jan-Dec).
- C. The Nominating Committee will prepare ballots for submission to the general membership along with a nominee statement for candidates, such ballots to be inserted with the May and November issues of the Chatter, as follows:
  - The May Ballot shall list the names of a minimum of six (6) nominees for the Board of Directors, together with a few blank spaces for write-in candidates and the name of the nominee for the office of President-Elect, plus write-in space.
  - The November ballot shall list the names of five (5) officer nominees and a minimum of six (6) director/nominees, together with a few blank spaces for each of the two categories for write-in candidates.

- D. Ballots will be deposited in the locked box in the Clubhouse by Park residents no later than the 19<sup>th</sup> of the month in which the ballots were cast. The Chairperson of the Nominating Committee, in the presence of the Secretary (or designee) will remove the ballots from the box no later than the 20<sup>th</sup> of the month in which the ballots are cast, at which time the ballots will be counted.
- E. The term of office for **Officers** elected in November shall be one year effective on the first Board Meeting in January, except for the office of President-Elect who will take office effective on the first Board Meeting in July and serve a six (6) month term.
- F. The term of office of **Directors** elected in November, the term shall be one year effective on the first Board Meeting in January.
- G. The term of office of **Directors** elected in May shall be one year effective the first Board Meeting in July.
- H. The office of President-Elect shall not be counted as a term in office for the calculation of term limits.

V. FINANCIAL RESPONSIBILITY

- A. The Pinebrook Social Club Board of Directors has the sole fiduciary responsibility for the Social Club Funds and is responsible to the general membership.
  - 1. Financial receipts and expenditures of all Social Club activities shall be handled within by the Board Treasury. Chairpersons of such social Events shall give funds and receipts received for purchases to the Treasurer and submit final report to the Board until termination of their respective Event.
  - 2. Any Pinebrook Event Committee Chairperson or Activity Contact Person-requesting funds for any function shall furnish the Social Club Board, a budget in a timely manner for approval.
  - 3. Each Event Committee or Activity will appoint a Contact Person to request funds and track all income and expenses. A monthly accounting during the preparation for the Event shall be submitted to the Board. A receipt for all expenses must be submitted with an explanation to the Treasurer and documented in Treasurer's Report to the Board.
  - 4. NO FUNDS may be spent over the approved function budget without prior authorization from the Board.
  - 5. All net proceeds generated by the respective Social Club Event or Function are to be given to the Board Treasurer to be deposited in the general fund of the Social Club
- B. All expenditures will normally be approved by a simple majority vote of the Board in session.
- C. Buyer whose duties shall be to:
  - 1. Purchase and monitor all paper, plastic and basic kitchen items to provide supplies for all approved Social Club Events and Functions, including paper, ink cartridges for Social Club copy machine. At times, the Board may approve a larger purchase and the Buyer may be requested to make these purchases.
  - 2. Complete and submit a Request for Reimbursement form with receipts attached for purchases made to Social Club Treasurer. The Treasurer will provide a report of Buyer's expenses at the next Social Club Board meeting.

## **VI. SOCIAL EVENTS AND FUNCTIONS**

- A. Use of Pinebrook Village facilities for private functions by residents, guests of residents and by other non-residents shall be directed by and at the discretion of the Owners/Managers of Pinebrook Village.
- B. In accordance with the Rules and Regulations and the policies of Pinebrook Village management, the Board of Directors shall program Events for members of the Social Club.
- C. Items in the decorating room and onsite storage facilities (tablecloths, props, canopies, etc.) are the property of the Pinebrook Social Club. These items are to remain in the Community Center Clubhouse and Park facilities.
- D. Pinebrook groups routinely book time on a daily, weekly, or monthly basis, 52 weeks a year. These groups shall give up time to major Pinebrook Functions: Breakfasts, Potlucks, Shows, Private Parties by a large group of Pinebrook residents, et al. In the event of a conflict on the Master Calendar, Social Club-sponsored Events and Functions will prevail.

## **VII. AMENDMENTS TO BYLAWS**

Bylaws may be modified by a two-thirds (2/3s) combined approval of the Social Club members voting by ballot. A description of the current Bylaws and the proposed change (s) will be a document insert in the Chatter, along with a ballot for use by each member resident. Ballots will be deposited in the locked box in the Clubhouse by Park residents no later than the 19th of the month ballots are cast. Officers of Social Club will remove and count the ballots from the box no later than the 20th of month ballots are cast. Results will be announced and published in the following month's Chatter as well as community-wide e-mail blast.

## **VIII. RULES OF ORDER**

Robert's Rules of Order shall govern in the event of any procedural dispute or controversy.

### BYLAWS REVISIONS

Original Bylaws		1972
First Revision		1974
Second Revision		1979
Third Revision		1984
Fourth Revision	(May)	1993
Fifth Revision	(Nov)	1993
Sixth Revision	(April)	1995
Seventh Revision	(May)	1995
Eighth Revision	(Mar)	2004
Ninth Revision	(Dec)	2005
Tenth Revision	(Oct)	2018
Eleventh Revision	June	2023