

PREPARE AND SHARE BYLAWS
April 10, 2013

CLUB NAME: Prepare and Share Dinner Club

ARTICLE I

The name of this organization shall be Prepare and Share Dinner Club, a non-profit organization.

ARTICLE II OBJECTIVE

The object of the club shall be for members to share in the preparation of creative and interesting menus and to enjoy them at monthly dinner gatherings in groups of six (6) to (8) in member's homes. The Club will also sponsor two affairs annually where all members gather in the Sun City Vistoso Community Association Incorporated (SCVCAI) facilities for special events.

ARTICLE III AUTHORITY AND LIMITATIONS

The club will operate as an instrumentality of Sun City Vistoso and hereafter referred to as SCV, in compliance with its bylaws and regulations but will not conduct business or obligate funds in the name of SCVCAI.

ARTICLE IV MEMBERS

SECTION 1

Membership shall be open to any person. No person shall be denied membership because of race, color, religion, or national origin. Club membership shall not consist of more than 20% of those living outside of SCV.

SECTION 2

Club officers or club members shall propose annual dues. All initial dues or changes to the amount and payable or delinquent date must be approved by a majority vote of those members present and voting at a regular or special club meeting.

SECTION 3

Any members shall be entitled to vote at any regular or special meeting of the club and to participate in all club events upon compliance with all adopted regulations. Club business shall be decided by a majority vote of those present and voting.

ARTICLE V OFFICERS

SECTION 1. The officers of the club (The Board) shall consist of the following: President, Vice President, Recording Secretary, Treasurer, and Scheduling Secretary.

SECTION 2. Terms Of Office

All elected officers will be elected for one year and may be elected to the same office for not more than two (2) consecutive terms. No member shall hold more than one (1) office at a time. An Office may be held by two people actin as co-officers.

ARTICLE VI NOMINATIONS AND ELECTIONS

SECTION 1. A Nominating committee chairperson selected by The Board shall choose a committee, if desired, and propose a slate of officers prior to the spring (April) meeting.

SECTION 2. The slate of officers proposed by the chairperson and committee must be sent to club members two weeks prior to the election meeting.

SECTION 3. Nominations may be made from the floor with the consent of the nominee.

SECTION 4. A Majority of those members, present and voting, shall elect officers. In the case of multiple candidates for a given office the vote shall be by written ballot.

ARTICLE VII GOVERNING BODY

SECTION 1. The governing body of the club is The Board of Directors, hereafter referred to as The Board, which consists of the following elected officers: President, Vice-President, Recording Secretary, Treasurer, and Scheduling Secretary.

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. The Board shall meet monthly or as necessary. There shall be a joint meeting of the outgoing and incoming boards held after the election meeting and before the next regular meeting in the fall.

SECTION 4. Quorum: Three members of The Board shall constitute a quorum.

SECTION 5. Vacancies that occur in any office, other than that of the President, shall be filled as appointments made by The Board. Should the President resign, the Vice President will automatically assume that office.

SECTION 6. All Board members, upon retiring from office, shall prepare a written report and deliver all records, procedure books and other property belonging to the club to their successor.

ARTICLE VIII DUTIES OF OFFICERS

SECTION 1 President The President shall be the chief administrator of the club and shall preside over all regular and board meetings; shall be ex-officio member of all committees, except the nominating committee; shall appoint with Board approval the chairperson of committees and, at the direction of board or membership, shall appoint special committees; and shall appoint a committee of one not associated with the board to audit the out going Treasurer's books. In addition, the President shall schedule facilities usage with the SCVAI Activities Director, negotiate for the club, contracts such as outside contractors, liability waivers, and insurance certificates.

SECTION 2. Vice President The VP shall assist the President and shall in the President's absence perform the duties of the office. The Vice President shall develop and maintain a membership data base and application forms to join this club and shall be responsible for providing the Recording Secretary and Scheduling Secretary with a current membership list.

SECTION 3. Recording Secretary The Recording Secretary shall record the minutes of regular and special meetings of the Board. Shall keep records of membership and in the absence of the Treasurer shall read the Treasurers report. Shall be in charge of all records of the club other than the Treasurer's report. The Recording Secretary shall be responsible for correspondence as required by the members of the board, and shall make available any reports required by SCVCAI. The Recording Secretary shall be responsible for submitting the clubs information to the Tipster, monthly.

SECTION 4. Treasurer The Treasurer is the chief financial officer and shall be responsible for collecting the annual dues of the members and other monies as required. The Treasurer shall pay all bills owed by the club, and shall present a financial report at each meeting of the club plus maintain financial records as required by IRS.

SECTION 5. Scheduling Secretary The Scheduling Secretary shall assign sets of members to participate in monthly dining events starting in December and ending in March. The Scheduling Secretary shall select a host among each set based on data from membership applications input and shall forward each attendance list to the Vice President. The Scheduling Secretary shall communicate with members on themes and regulations regarding host responsibility, guidelines and rules on the gatherings.

ARTICLE IX COMMITTEES

Committees may be appointed as the President and The Board deems necessary.

ARTICLE X FISCAL AND FINANCE

SECTION 1. Fiscal year shall be July 1st through June 30th.

SECTION 2. An annual audit of the Treasurer's books shall be made by a committee of one person not affiliated with The Board and appointed by the president. The Audit shall be made by the end of the fiscal year and shall be reported to the membership at the next regular meeting.

SECTION 3. The Treasurer and at least one other officer shall be authorized to sign checks.

SECTION 4. No member of the club shall receive compensation for services rendered.

ARTICLE XI MEETINGS

SECTION 1. Meetings may be held on call.

SECTION 2. Annual meetings shall be held in the fall of each year and the following April.

SECTION 3. Special meetings 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 by telephone or email at least five days prior to such meeting.

SECTION 4. All meetings, unless otherwise designated shall be held at SCVCAI facilities.

ARTICLE XII PARLIAMENTARY AUTHORITY

Roberts Rules of Order shall be authority on all questions of parliamentary law unless in conflict with the bylaws of SCVCAI, or with the laws of the state of Arizona.

ARTICLE XIII AMENDMENTS

SECTION 1. These bylaws may be amended by two-thirds vote of the members present and voting, at a regular or annual meeting of the club provided written notice of each proposed amendment or new bylaws have been sent to members two weeks prior to the meeting.

SECTION 2. All proposed amendments to these bylaws are subject to final approval of SCVCAI.

ARTICLE XIV DISSOLUTION

In the event of dissolution of this club, all assets will be donated to SCVCAI. Dissolution is mandatory when membership drops below the SCVCAI required level. 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.

All members must be advised that they are liable for any debt 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 two weeks in advance of the meeting date and time.

Adopted by membership (date)_____

Amended by membership (date)_____

Signatures of Club Representatives

Club President (date)_____

Club Recording Secretary (date)_____

Acknowledged and accepted by:

Signatures are required only if the object (Article II) of the club has changed.

SCVCAI General Manager (date)_____

SCVCAI Board of Directors (date)_____