

BYLAWS - COMPUTERS WEST October 13, 2009

ARTICLE I – GENERAL

Section A. Organization

The name of the organization shall be “Computers West”. Any further reference to CW in these bylaws refers to the name Computers West.

Section B. Non Profit Organization

CW must comply with the Internal Revenue Tax Exempt Code 501(c)(4) that governs the Recreation Centers of Sun City West. CW must have as its purpose recreational, social or leisure activities. Any profit must be incidental and shall not be part of the Club’s objective. Furthermore, Club members may not use the facilities for any personal financial gain.

The purpose of CW is to assist all members in educational training and development of their knowledge in usage and enjoyment of their computer systems. The organization shall plan and offer training courses and presentations in commonly used applications and helping with technical difficulties.

Section C. Compliance with Policies of the Recreation Centers

These Bylaws will fully comply with the Recreation Centers of Sun City West, Inc., Articles of Incorporation, Association Bylaws, and Rules, Regulations and Procedures for Chartered Clubs. In the Event of a conflict between these Bylaws and the above stated governing documents of the Recreation Centers the Recreation Centers’ document shall prevail.

Section D. Charter Club

This Chartered Club shall be operated as a non-profit organization in accordance with applicable Arizona and Internal Revenue Tax Exempt Codes and the Bylaws of the Recreation Center.

Section E. CW Groups

1. CW shall be divided into “Platform Groups” (PG) depending on the type of equipment used (PC and Macintosh). It is mandatory for all CW members to join at least one of the Platform Groups (PG). Member use of club equipment is limited to the type of Platform User Group to which the member belongs. Members are welcome to join more than one Platform Group. The portion of dues applying to CW are forgiven subsequent to the first Platform Group joined. The Platform Groups may form any appropriate organizational structure, appoint committees as desired not in violation of CW bylaws or the rules, regulations and procedures of the Recreation Center.

2. Group officers for the two CW Platform Groups shall include at least a Chairperson, a Vice Chairperson, a Secretary and a Treasurer elected from that group's membership.
3. Members of Platform Groups may form Special Interest Groups (SIG's) within their groups as desired to pursue specific interests. The particular Platform Groups have the discretion to organize these groups as desired in accordance with the CW bylaws, operating procedures and the rules, regulations and procedures of the Rec Centers.
4. Operating procedures shall be collectively prepared by the Platform Groups and approved by the CW Board. These procedures shall govern the schedules for usage of the CW rooms and equipment facilities and the financial reserves of its Platform Groups. The major objectives shall be to ensure group usage in the best interest and sound financial operation of the club.

ARTICLE II – MEMBERSHIP

Section A. Membership and Guests

- Membership shall be open to all members in good standing of the Recreation Centers.
- Honorary, guest memberships, etc. are not permitted.

Section B. Membership Requirements

There shall be no other precondition for membership, nor will members be required to join any national, state, or regionally affiliated organization.

Section C. Guest Privileges

Guest Privileges are specified in the Rules, Regulations and Procedures, Chapter 3, Section 2 (a) (b) (c) (d).

Non Recreation Card Holder Guests may attend CW functions only when invited and accompanied by an individual CW member. Where space is limited, Non Recreation Card Holder Guests may not displace CW members. Recreation card holders may attend functions as guests three (3) times per year before joining the Club. Non-Recreation cardholders may attend three (3) functions per year as guests. However, classes are for CW Members only unless specifically approved for community services by the CW Board.

Section D. Dues

- The amount of dues for each member will be determined annually on the recommendations of the CW Board, and approved by a majority vote of

the CW members attending the meeting after a ¹ quorum has been established.

- The DUES YEAR and FISCAL YEAR shall run from January 1 through December 31. Dues shall be payable by December 31st and shall be delinquent after January 1st. New members joining after September 1st shall be considered paid through the next dues year.
- CW annual dues shall be set by the board and approved by the membership.
- Dues for each platform group shall be proposed by their board, approved by their membership and the CW board.
- For membership in CW, members must join CW on an individual basis and must be Recreation Center members.

Section E. Suspension or Termination of Membership

After a meeting of the CW board, a member may be suspended from CW. Members who are abusive, project an undesirable or inappropriate image, are vulgar, or who unnecessarily and blatantly create turmoil, disruption and dissension among club members, other clubs or the Recreation Centers of SCW in general may have their club membership suspended or revoked. Membership revocation can only occur following a recommendation from the General Manager for the approval of the Governing Board. Use of the CW membership list for purposes outside of CW's official use also are subject to the below disciplinary action.

Disciplinary actions for disruptive activities:

1. First offense- a written warning from the Club.
2. Second offense- a short term suspension by the Club.
3. Third offense- a longer term suspension by the Club not to exceed two weeks.
4. Fourth offense- termination recommended by the Recreation Centers General Manager to the Governing Board.

Any suspended or terminated CW member has the right to appeal to the Governing Board. (See Chapter 3.1.g. of the Rules, Regulations and Procedures).

ARTICLE III – OFFICERS

Section A. Elected Officers and Appointed Representatives

The CW Board shall consist of, at a minimum, a president, a vice-president, a secretary, and a treasurer.

¹ Quorum: is the minimum attendance at a Club membership meeting necessary to conduct elections, to approve bylaws or to approve budgets. A quorum shall be ten (10) percent of the Club membership with a minimum of 20 and a maximum of 100.

Newly elected or appointed CW officers, within 14 business days of taking office, shall attest that they have read and understand the Association Chartered Club Rules, Regulations and Procedures by signing the New Club Officers and Charter Club Rules, Regulation and Procedure Affirmation and Report (form CR-5) and forwarding it to the Recreation Activities Manager.

The CW Board, shall be extended to consist of the above four (4) elected officers and the following persons:

- Immediate Past President (not to exceed a one year term)
- Platform Group (PG) Chairpersons or other PG elected-officer or immediate past chairperson as designated.
- The following representatives appointed by the President and approved by the elected officers: Room Coordinator, Random Access Editor, Monitor Chairperson, Membership Chairperson, Webmaster and a member or members appointed at large.
 1. No member of the CW Board shall have the right to cast more than one vote on any issue.
 2. The CW Board shall be the governing body of CW and have overall supervision of its affairs. It shall meet monthly except June, July and August according to fixed and announced schedules. It shall take action and conduct all business and duties according to these bylaws to attain the aims and purposes of CW. It shall make recommendations to the membership, set expenditures and promote the efficient and harmonious functioning of CW. A quorum for transaction of business shall consist of seven (7) members of the Board.

Section B. Election

The CW Board shall be elected by a majority vote of the Club's membership at the Club's Annual meeting after a quorum is established and shall serve **without** compensation. An officer normally may not serve as an independent contractor (See Rules, Regulations and Procedures, Chapter 4, Section 5k).

Section C. Term and Duties of Officers and Others

All CW officers shall serve for a term of one year running from January 1st through December 31st. Each officer shall exercise all reasonable efforts to achieve the objective, goals and orderly functioning of the club. This includes the orderly transfer of activities, programs and records to those officers and committee chairpersons that follow in their respective positions and the committees for which they are responsible.

President: The President shall:

- be the chief executive officer and shall preside at all CW and Board meetings

- be an ex-officio member of all committees not to exceed one year; (except the Nominating/election & audit committees)
- direct Board activities
- call special meetings and appoint special committees when necessary
- report, or appoint a representative to report, to the Recreation Centers when requested to do so.
- Shall, assisted by board officers and committee chair persons, assemble data and submit reports as requested and specified by Recreation Centers Management (eg. meeting attendance, inventory, etc)
- have the duties of office to promote effective and harmonious operation of CW.

Vice President: The Vice President shall perform all duties of the President during the President's absence or at the President's request.

Secretary: The Secretary shall:

- keep the minutes of all meetings
- conduct all CW correspondence
- maintain all its records for at least three (3) prior years to the current year

Treasurer: The Treasurer shall:

- Be custodian of all CW Funds.
- Prepare and present financial statements for the CW Board and CW membership meetings.
- Prepare and submit to the Recreation Centers an Annual Financial Statement of Operations. (Form CR-7)
- Preserve financial records for a period of seven (7) years prior to the current year.
- Prepare and submit appropriate Federal and State tax returns. Copies of all correspondence sent to Federal or State agencies by CW will be filed with the Recreations Activities Manager.
- Furnish accounting records and documents as requested by the audit committee for the annual audit.

The membership chairman shall submit a form CR-15 (annual membership roster) as of December 31 to the office of the Recreation Activities Manager by February 1.

The Chairpersons of each Platform shall be elected annually by a vote of their respective Groups and serve without compensation on the CW Board. In the case of a Chairperson already being a member of the CW Board in a different capacity, that chairperson will designate another elected officer or immediate past chairperson of the Group to represent that Group on the CW Board. Other officers of the platform groups will be elected annually using the same format as the chairperson.

Section D. Other

- If the office of President becomes vacant between elections, the Vice President shall assume that office. If the office of Vice President, Secretary, or Treasurer becomes vacant between elections, the President with the approval of the CW Board shall appoint another Club member to serve out the remainder of that term.
- Impeachment: To impeach an officer Roberts Rules of order must be followed.
- It is the responsibility of each officer to pass the Rec Centers Rules, Regulations and Procedure manuals for Chartered clubs on to the successor.
- Platform groups will follow the same above procedures in Section D.

ARTICLE IV – MEETINGS

Section A. General Member Meetings

There will be a CW general meeting conducted at a minimum of once each quarter of the calendar year. A meeting will be held each October to present candidates for the four principal officers of the CW board at the annual meeting.

- New officers term of office are effective on January 1.
- Platform groups will follow the same procedure for the election of its officers.
- Additional general meetings may be scheduled at the discretion of the CW board, provided that the membership is notified at least fourteen (14) days prior to the meeting date.
- Board meetings of CW and platform groups shall be regularly held at a monthly frequency from September through the following May each year.

Section B. Other Regular and Special Meetings

The CW Board will set and announce meeting dates and times for its monthly board and member meetings. Minutes will be taken by the secretary to document all meeting sessions. Minutes, as well as other pertinent administrative records, will be retained for a period of three (3) years. Minutes of meetings are to be approved by the President or chairperson prior to distribution.

If Fifty (50) or more members exhibit proper reason to the CW board, a special CW General meeting will be called. A notice of the special general membership meeting will need to be posted in Room A of the CW Facility fourteen days prior to such meeting. The same procedure applies to the platform groups.

Section C. Voting and Parliamentary Procedures

Voting and quorum requirements at CW member meetings shall consist of the members in good standing present. A quorum is the minimum attendance at the Club membership meeting necessary to conduct elections, to approve bylaws or to approve dues & financial matters. A quorum shall be a minimum of 20.

At monthly Board meetings a quorum shall consist of a minimum of seven (7) members of the CW Board.

Each platform group will follow the above section C procedures for their general and board meetings. Each platform group will determine the appointed positions to be used in determining a quorum for their board meetings.

CW shall refer to Roberts Rules of Order for assistance in parliamentary

procedures. Note that stated Bylaws provisions take precedence over Roberts Rules, i.e., anything not stated in the Bylaws shall be referred to Roberts Rules for parliamentary rule.

ARTICLE V – FINANCIAL

Section A. Records Retention

Financial records shall be retained for a period of seven (7) years (prior to current year).

Section B. Approval of Expenditures

Expenditures of \$1000 or more must be approved by a vote of the general membership. Individual petty cash disbursements shall not exceed \$15. See Chapter 4, Paragraph 4b (1)(d). This procedure applies to the platform groups as well.

Section C. Record Keeping Requirements

Financial records must be audited on a yearly basis by individuals other than those elected to the CW Board. The results of the Report of Audit will be presented to the general membership and duly recorded in the applicable minutes of such meeting. A copy will be provided to the office of the Recreation Activities Manager.

Section D. Disbursements from Bank Accounts

All disbursements will be made by payment from the CW bank account either online or from the checkbook. Expenditures in excess of \$5,000 (five thousand USD) require two authorized signatures on the payment check.

Section E. Commercial Advertising

Any commercial advertising of flyers of Club activities must be in compliance with the Recreation Centers Rules, Regulations, and Procedures. (see chapter 3, Pg 18, Sec F, 1 & 2).

Section F. Contracts

Any contracts for instructors will be handled in compliance with chapter 4 of the RR & P's of the recreation centers. Each contract must be renewed on a yearly basis and a copy sent to the Recreation Activities Manager for approval.

Section G. Property Classification and Inventory Reporting

Any purchase of new equipment, trade in of equipment, or sale of equipment must comply with the Rules, Regulations and Procedures of the Rec Centers of Sun City West as found on page 32 & 33 of the R R & P's.

All CW equipment with a purchase price exceeding \$300 will be inventoried each year during the month of December using the equipment inventory list provided by the Associations Finance Department. The Club President will approve the inventory and the original will be submitted to the office of the Recreation Activities Manager by December 31. A simplified inventory report with an item cost under \$300 will be included as an attachment to the Equipment Inventory Report. A member designated by the CW President will prepare these reports. Totals will be reported to the CW Treasurer for inclusion in the annual CR-7 Financial report.

Section H. Member Reactivation

An inactive member may be reinstated by paying the current year's dues.

Section I. Special Assessments

Membership assessments must be for specific purposes (ex: construction of a new computer facility) upon recommendation by the CW Board and may be levied only by a majority vote of members at a regularly scheduled meeting.

Section J. Equipment Maintenance

CW shall provide skills and money to defray the cost of maintaining the Club's equipment. Money used for this maintenance will come from the Club's general funds, and/or the platform group funds.

ARTICLE VI – COMMITTEES

Section A. Committees

Committee and/or chairpersons may be elected by the general membership or appointed by the CW or Platform Group Boards.

Section B. Permanent (Standing) Committees

Permanent (standing) committees, at a minimum, will include Safety & Audit.

- The safety committee shall be responsible to make sure everything is safe and

free of hazards. Any area of concern will be brought to the attention of the facilities supervisor.

- Chairpersons will be appointed by the CW Board.
- Audit: The Audit Chairperson will be appointed by the CW Board.
- Nominating: The Nominating/election Committee will consist of the immediate Past President, and two (2) other members from different Platform groups, elected by the CW board, who shall present the list of nominees for the principal officers at the October monthly meeting. This committee shall also serve as the Election Committee. The platform groups will follow the same nominating procedure.
- Other nominees may be presented from the floor by the membership at the October meeting providing these nominees have consented to nomination. The election of officers will be at the annual business meeting in November. Officers elected will assume office as of January
- If more than one person is proposed for a position the election will be by written ballot.
- If the rules that are established by the Election Committee and approved by the CW Board are broken by any of the candidates, they will be subject to disqualification from the election, if approved by the CW Board.

ARTICLE VII – AMENDMENTS

To amend the Bylaws of CW, requires a two-thirds (2/3) vote of the membership present at a meeting specifically called for that purpose, a quorum being present. Procedures for filing amendment(s) are as follows:

1. The Recreation Centers' Recreation Activities Managers shall review the proposed amendments prior to submittal to the CW Membership.
2. Proposed amendments shall be well publicized to the membership one (1) month prior to the vote. All amendments must be voted upon and approved by a quorum of the membership.

3. A complete revised set of the-CW Bylaws will be submitted to the Recreation Centers' Recreation Activities Manager for final review. The amended Bylaws require the approval of the Recreation Centers' General Manager prior to implementation. The results and date of the membership vote should be duly noted on the submittal document.

ARTICLE VIII – DISSOLUTION

Prior to Club dissolution (after all debts are satisfied), all property and assets shall be turned over to the Recreation Centers.

A resolution to dissolve CW must be agreed upon by a two-thirds vote of members present at a meeting specifically called for that purpose.

MEMBERSHIP AUTHORIZATION

After discussion, the membership of CW approved the foregoing changes in the bylaws of the CW club at its general membership meeting on October 13, 2009.

APPROVED:

Frank Treibel
President, Computers West
Date: _____

APPROVED:

Michael A. Whiting
General Manager, Recreation Centers of Sun City West, Inc.