

BYLAWS

VISTOSO TENNIS CLUB

ARTICLE I

NAME

NAME: The name of this organization shall be Vistoso Tennis Club, A NON-PROFIT ORGANIZATION.

ARTICLE II

OBJECT

OBJECT: The object of the Club shall be to promote interest in tennis and to encourage fellowship among its members.

ARTICLE III

AUTHORITY AND LIMITATIONS

The Club will OPERATE AS AN INSTRUMENTALITY OF SUN CITY VISTOSO COMMUNITY ASSN., INC. HEREINAFTER REFERRED TO AS SCVCAI IN COMPLIANCE WITH ITS BYLAWS AND REGULATIONS, BUT WILL NOT CONDUCT BUSINESS OR OBLIGATE FUNDS IN THE NAME OF SCVCAI.

ARTICLE IV

MEMBERSHIP AND DUES

Section 1. MEMBERSHIP SHALL BE OPEN TO ANY PERSON HAVING A CURRENT SCVCAI MEMBERSHIP CARD, WHO IS A RESIDENT OF SUN CITY VISTOSO, and who is interested in tennis. NO ELIGIBLE PERSON SHALL BE DENIED MEMBERSHIP BECAUSE OF RACE, COLOR, RELIGION OR NATIONAL ORIGIN.

Section 2. ANNUAL DUES SHALL BE PROPOSED BY THE CLUB OFFICERS OR CLUB MEMBERS. ALL INITIAL DUES OR CHANGES TO THE AMOUNT, AND PAYBLE OR DELINQUENT DATES MUST BE APPROVED BY A MAJORITY VOTE OF THOSE PRESENT AND VOTING AT A REGULAR OR SPECIAL CLUB MEETING.

Section 3. Any person may join or be reinstated for the balance of the year by paying the annual dues.

Section 4. ANY MEMBER 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. Votes of those who vote either in absentia or by proxy will be included.

ARTICLE V

OFFICERS

Section 1. The Officers of the Club shall consist of the following: President, Vice-President, Secretary, Treasurer, Director of Women's Activities, Director of Men's Activities, and Director of Mixed Doubles Activities.

Section 2. TERM OF OFFICE: ALL ELECTED OFFICERS AND COMMITTEE CHAIRMEN IF ANY ELECTED SHALL HOLD OFFICE FOR A TERM OF ONE (1) 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.

ARTICLE VI

NOMINATIONS AND ELECTIONS

Section 1. Prior to the spring meeting, on or before April 30, the President, with Board input, shall appoint a Nominating Committee chairperson. That chairperson shall select at least two Club members in good standing to serve on the committee. The committee shall consider the interests of both open and league players when selecting the slate of prospective Board members.

Section 2. THE SLATE for Board Members proposed by the Nominating Committee shall be included in the November Tipster. They also shall be posted at both Mountain Vista and Desert Oasis Courts, AT LEAST TWO WEEKS PRIOR TO THE Annual MEETING.

Section 3. The Board shall consist of seven (7) members and shall be elected at the Annual Meeting to serve for either one (1) or two (2) years, depending on the needs of the Board. The Board will appoint a Club member to serve the balance of the elected term if a Board member resigns or cannot serve for any reason. If the President is unable to serve, the vice-president automatically assumes that role.

Section 4. Elections shall include a balance between women and men, with the balance of power shifting annually from one sex to the other. For example, if there are four (4) female Board members and three (3) male members one year, the next year the Board should consist of four (4) male members and three (3) female members.

ARTICLE VII

GOVERNING BODY

Section 1. The governing body of the Club is the Board of Directors, hereinafter referred to as "The Board", which consists of the officers listed in Article V.

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. MEETINGS:

a. The Board shall meet monthly, if necessary.

b. There shall be a joint meeting of the retiring and new Board in December. The retiring Board members may be excused after the new President is elected.

Section 4. QUORUM: Four members of the Board shall constitute a quorum.

Section 5. Vacancies occurring in any office, other than the presidency, shall be appointed 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 a 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 (3 or 5) TO AUDIT THE OUTGOING TREASURER'S BOOKS. In addition, the President shall schedule facilities usage with the Activities Director, coordinate the negotiation for Club social contracts, and serve as the SCVCAI liaison for the Board.

Section 2. **VICE-PRESIDENT:** The Vice-President shall assist the President and shall, in his/her absence, perform the duties of that office.

Section 3. **SECRETARY:** Shall record the minutes of Regular and Special meetings of the Board and membership and, in the absence of the Treasurer, shall read that report. Shall be in charge of all records of the Club, other than the Treasurer's. Shall be responsible for correspondence as required by the members of the Board. SHALL MAKE AVAILABLE ANY REPORTS REQUIRED BY SCVCAI.

Section 4. **TREASURER:** Is the chief financial officer and shall be responsible for collecting the annual dues of the members and other monies, if required. Shall pay all bills owed by the Club; shall present a financial report at each meeting of the Board and membership. SHALL PRESENT THE CLUB FINANCIAL REPORT TO SCVCAI AT THE END OF THEIR FISCAL YEAR (JUNE 30TH), BY JULY 15TH.

Section 5. **DIRECTOR OF WOMEN'S ACTIVITIES:** The Director of Women's Activities shall coordinate all women's day events, appointing committees as required.

Section 6. **DIRECTOR OF MEN'S ACTIVITIES:** The Director of Men's Activities shall coordinate all men's day events, appointing committees as required.

Section 7. **DIRECTOR OF MIXED DOUBLES ACTIVITIES:** The Director of Mixed Doubles Activities shall coordinate all mixed doubles activities, appointing committees as required.

ARTICLE IX

COMMITTEES

Section 1. Committee chairpersons shall be appointed by the President (or designee) with Board input.

Section 2. Unless otherwise provided for in these Bylaws, members of each committee shall be appointed by the chairperson.

Section 3. Each committee chairperson shall submit an event report to the Vice-president for inclusion in the Vistoso Tennis Club Policy and Procedure Book. This report should describe the steps necessary to accomplish the event (what worked and suggestions for the future), contacts, costs, and any other pertinent information.

ARTICLE X

FISCAL AND FINANCE

Section 1. THE 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 (3) three 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. BUDGET:

a. The treasurer shall prepare for the Board's approval, a budget for the upcoming calendar year. The approved budget shall be presented to the membership at the November annual meeting.

b. NO SINGLE UNBUDGETED EXPENDITURE IN EXCESS OF TWO HUNDRED FIFTY (\$250.00) DOLLARS SHALL BE MADE WITHOUT THE APPROVAL OF THE MEMBERSHIP.

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

Section 5. NO MEMBER OF THE CLUB SHALL RECEIVE COMPENSATION FOR SERVICES RENDERED.

Vistoso Tennis Club

ARTICLE XI

GENERAL MEMBERSHIP MEETINGS

Section 1. Meetings shall be held as necessary, but at least two (2) each year. The two shall include the November annual meeting and the April mid-year meeting.

Section 2. Special meetings may be called at any time by the President, or by three (3) members of the Board. Written notice must be posted at both the Mountain Vista and Desert Oasis Courts and in the Tennis Room at least five (5) days prior to the meeting.

Section 3. ALL MEETINGS, UNLESS OTHERWISE DESIGNATED, SHALL BE HELD AT SCVCAI FACILITIES.

ARTICLE XII

PARLIAMENTARY AUTHORITY

ROBERTS RULES OF ORDER SHALL BE THE AUTHORITY ON ALL QUESTIONS OF PARLIAMENTARY LAW UNLESS IN CONFLICT WITH THESE BYLAWS, SCVCAI, OR WITH THE LAWS OF THE STATE OF ARIZONA.

ARTICLE XIII

AMENDMENTS

Section 1. THESE BYLAWS MAY BE AMENDED BY A TWO-THIRDS (2/3) VOTE OF THE MEMBERS PRESENT AND VOTING, AT A REGULAR OR ANNUAL MEETING OF THE CLUB PROVIDED WRITTEN NOTICE OF EACH PROPOSED AMENDMENT, OR PROPOSED NEW BYLAWS, HAVE BEEN POSTED at both the Mountain Vista and Desert Oasis Courts and in the Tennis Room TWO (2) WEEKS PRIOR TO THE MEETING.

Section 2. ALL PROPOSED AMENDMENTS TO THESE BYLAWS ARE SUBJECT TO FINAL APPROVAL BY 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 REQUIRED LEVEL, i.e., 25 PAID MEMBERS FOR CRAFT CLUBS AND 15 PAID MEMBERS FOR NON-CRAFT CLUBS.

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.

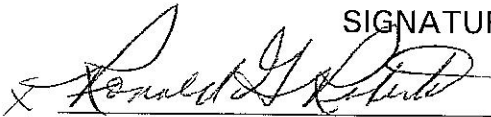
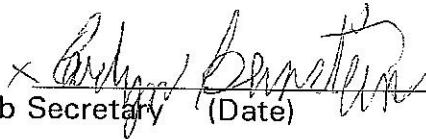
ALL MEMBERS MUST BE ADVISED THAT THEY ARE LIABLE FOR ANY DEBTS INCURRED BY THE CLUB AND MUST SATISFY THEM IN FULL PRIOR TO THE CLUB'S DISSOLUTION.

IF DISSOLUTION IS CONTEMPLATED, THE MEMBERSHIP MUST BE NOTIFIED AT LEAST TWO WEEKS IN ADVANCE OF THE MEETING DATE AND TIME.

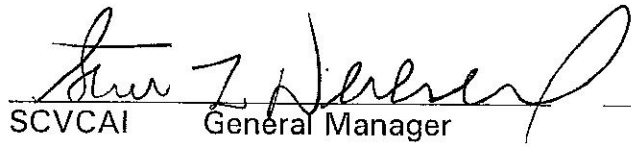
Adopted by Membership: (Date) 11-11-04

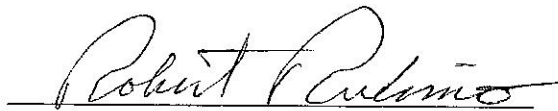
Amended by Membership: (Date) 11-11-04

SIGNATURES

X  Club President (Date) X  Club Secretary (Date) 11-11-04

REVIEWER/APPROVED

 SCVCAI General Manager (Date) 11/11/04

 SCVCAI BOARD OF DIRECTORS (Date) 11/12/04