

THE VALLEY OF THE SUN ACTIVE 20-30 CLUB

BYLAWS

ARTICLE I. NAME

The name of this non-profit corporation shall be "*THE VALLEY OF THE SUN ACTIVE 20-30 CLUB*"

ARTICLE II. MEMBERSHIP

Section 1. General Membership. Any person between the ages of twenty (20) and forty (40), of good moral character and good reputation in her community, and who is engaged in a legitimate professional activity shall be eligible for active membership in the Club, provided, however, that the applicant is not a member of any other Active 20-30 Club. Any member in good standing may continue as an active member in this Club until the end of the six-month term during which she attains the age of forty (40).

Each active member of the Club shall pay a membership fee, regular dues and assessments as may be levied by the Board of Directors and, in addition, shall maintain an average attendance of not less than sixty (60) percent at all regular membership meetings. Any active member in arrears for any indebtedness due the Club for three (3) consecutive months, or any active member with an attendance percentage of less than sixty (60) percent for the calendar year, may have her membership in the Club suspended or revoked by action of the Board of Directors. To constitute attendance at a membership meeting, a member must be in attendance for an entire meeting or be in attendance for any portion of the meeting provided she reports her attendance to the Secretary with a plausible excuse for her inability to attend the entire meeting. A member shall be entitled to make up meetings in the following manner:

- a) By attendance at a regular meeting of an Active 20-30 Club other than her own;
- b) By attendance at a previously scheduled committee meeting of her own Club;
- c) By attendance at a previously scheduled special meeting of her own Club;
- d) By attendance at a Board meeting of her own Club;
- e) By attendance at a regular meeting of a Young Men's/Women's Service Club affiliated through the World Council of Young Men's/Women's Service Clubs, if no Active 20-30 Clubs are located in the immediate vicinity; or
- f) By informing the Secretary that illness has prevented her from attending the meeting provided she does so within seven (7) days after the termination of such illness.

Any member whose membership in the Club shall have been suspended or revoked by action of the Board of Directors may be restored to active membership in this Club and Active 20-30 U.S. and Canada by action of the Board of Directors upon showing of good and sufficient cause for said restoration.

Section 2. Senior Active Membership An Active Member in good standing who, after a minimum of 3 years of service to the Club or who has served a full term in an elected or appointed office in the Club, may apply to the Executive Board of Directors of the Club for Senior Active Membership status. The member's start date with the Club will be determined according to the records of the National 20-30 Office. Any member seeking Senior Active status may not be holding an elected or appointed position. Valid applications for Senior Active status will be turned into the Past President who will verify the member's eligibility and will present the application to the Board for approval. The Senior Active Member will have no direct responsibility for attendance at events or meetings, or other related duties of the Active Membership. However, the Senior Active Member will be responsible for bringing sponsorships equal to the amount required of an active member. Senior Active members shall fall under the rules of the Club and are allowed and encouraged to participate in the events of the Club. Senior Active Members are encouraged to continue to contribute their fair share of time, effort, and guidance. The Senior Active Member will pay national dues and double the VOS dues of an Active Member. They will be entered upon the rolls of the Club supplied to Active 20/30 International, and will remain on the local roster. Senior Active members must fulfill their financial obligations to remain a member in good standing. Senior Actives are welcome to attend any of the club meetings and events, by an RSVP to the appropriate officer. Senior Active members will forfeit all voting rights of club matters and elections, but are encouraged to voice any opinions or offer guidance and wisdom at anytime. Any Senior Active member in good standing may continue as a senior active member in this Club until the end of the six-month term during which she attains the age of forty (40). Senior Active status will not be counted for tenure for eligibility for Life Active Membership or any other time-based honors.

Section 3. Code of Conduct. Ethical behavior is expected of all members at all times. Any member accused of unethical or unbecoming conduct shall be given opportunities to address the concerns through appropriate means.

- A. Letter of complaint
 1. Must be filed with the Vice President of Membership within 24 hours of incident discovery;
 2. Must include all details: time, place, and circumstances relevant to the charge(s); and
 3. Complainant must have witnessed the infraction. No hearsay or rumors.
- B. Mediation Procedures: A meeting with the Vice President of Membership, the Membership Committee, complainant and respondent shall be called to hear the complaint. This meeting shall:
 1. Be scheduled at the convenience of the participants;
 2. Be conducted by a neutral mediator;
 3. Be kept confidential and not to be reported outside; and
 4. Be held as soon as possible. (If a potential member is involved, the meeting may be postponed until membership recruitment is completed.)
- C. Referral to Board of Directors: If mediation is not successful, the issue will be referred to the Board. The Vice President of Membership does not serve on the Board in this matter because she will need to be involved in the mediation. Confidentiality before, during and after mediation is needed. Recommended procedures:
 1. The hearing is closed to observers;
 2. Complainant and respondent must represent themselves;
 3. Five minute opening statement by the complainant and respondent in that order;
 4. Questions and clarifications will be asked of any witnesses or either party;
 5. During deliberations, all will leave the room except the Board and mediator; and
 6. Deliberations are confidential and the comments are not to be reported outside of the mediation.

If the Board votes to revoke membership, a special meeting of the general membership will be called. The Club will be notified of any special meeting at least one (1) week prior to such meeting.

Those in attendance at the special meeting shall be considered a quorum of the Club. The Vice President of Membership will serve as mediator during the discussion, which is limited to one hour maximum in length. The votes will be by secret ballot and collected by the Secretary and Vice President of Membership. If the member is found to be guilty, membership is revoked and all prepaid dues are forfeited.

Section 4. Past Active Membership. Past Active membership in the Valley of the Sun Active 20-30 Club is available to any active member in good standing, regardless of age, having been a member for not less than 3 consecutive years. The member's start date with the Club will be determined according to the records of the 20-30 National Office. Any member seeking Past Active status may not be holding a board position. Valid applications for Past Active status will be turned into the Past President who will verify the member's eligibility and will present the application to the Board for approval.

Each Past Active shall fall under the rules of the Club and are allowed and encouraged to participate in the events of the Club. There is no required attendance or dues, as this status is meant to encourage members to maintain their association with the Club, on a limited basis. Past Actives are welcome to attend any of the club meetings, by an RSVP to the Past President, but will not have any voting rights or the right to hold an office. However, the experience, advice and counsel of Past Actives, on club matters, are welcomed. The cost for any meals, functions, activities or events will be assessed to the Past Active at the time of participation.

It is the responsibility of the Past President to keep a current database of the Past Active members and notify them of all upcoming meetings and events.

Section 5. Honorary Membership. Any person who has performed some distinguished service and who is not an active member of a chartered Active 20-30 Club may be elected as an honorary member of this Club and as such shall enjoy the privileges of the Club, except those of voting and holding office.

Application for honorary membership shall be submitted in writing to the Board of Directors of the Club and upon approval of the same, the name thus submitted shall be read before the Club at a regular membership meeting and shall be voted upon at said meeting. A three-quarters (3/4) vote of all members present at such meeting shall be necessary for election of an honorary member, a quorum being present. Only one (1) honorary member shall be elected per election year.

Section 6. Prospective Membership. Following attendance at three (3) or more regular meetings of the Club and one (1) hands-on event, and with an evidenced desire to become an active member, the name of a prospective member shall be submitted to the membership committee or the Board of Directors. The Vice President of Membership shall immediately advise the prospective member as to her eligibility according to controls adopted under Article X of these Bylaws. If eligible, the Vice President of Membership shall cause the prospective member to complete a standard application for membership as prescribed by Active 20-30 U.S. and Canada, which accompanied by the required amount of fees shall be presented to the Board of Directors.

The Vice President of Membership shall advise the members of the application at the next Board meeting. If no objections are received from the Board of Directors, the prospective member shall be voted upon for membership. If no more than one (1) negative vote is cast, the proposed member shall be considered duly elected and shall be welcomed to membership in a suitable ceremony held at the next regular meeting of the Club.

ARTICLE III. MEMBERSHIP MEETINGS

Section 1. Regular Meetings. Regular meetings of this Club shall be held on the second and fourth Tuesday of each month at 6:30 p.m. at such meeting places as designated by the Board of Directors. Should such a day fall upon a holiday, or should there be good and sufficient reason for holding said meeting at a different time or place, the Board of Directors may designate another time or place for said meeting as may, in their judgment, be desirable, provided that all members of the Club have been notified of such change at least one (1) week prior to such meeting.

Section 2. Quorum. One half (1/2) of the entire membership shall constitute a quorum for the transaction at any meeting.

ARTICLE IV. OFFICERS

Section 1. Officers. The elected officers of the Club shall be President, Vice President of Charities, Vice President of Membership, Vice President of Social, Past President, Treasurer, Secretary, and Sergeant at Arms. Elected and appointed officers shall hold office for a term of one year.

Section 2. Appointed Officers. The appointed officer of the Club shall be the Florence Crittenton Liaison. They shall be appointed by the President with the advice/consent of the Board of Directors. The Board of Directors shall have the power to create additional appointed offices as they deem necessary.

Section 3. Qualifications. To be eligible to hold office in this Club, a member must be in good standing and be current in dues at least one quarter (3 months) prior to election. In addition, an officer must remain in good standing and current in dues while holding office.

ARTICLE V. BOARD OF DIRECTORS

Section 1. Duties. It shall be the duty of the Board of Directors to manage and discharge the business and affairs of the Club and perform such other duties as may be required by the Bylaws.

Section 2. Composition. The President, four Vice Presidents, Treasurer, Secretary, Sergeant at Arms and elected pursuant to Article IV, together with the immediate Past President and appointed officers, shall constitute the Board of Directors.

Section 3. Meetings. Regular meetings of the Board of Directors shall be held on such days of each calendar month, and at such times, as the President shall designate. No notice of regular meeting need be given. Special meetings of the Board may be called by the President at the request of two (2) members of the Board of Directors. The Secretary shall give each member of the Board of Directors two (2) days notice of each special meeting.

Section 4. Voting. Each member of the Board of Directors shall be entitled to cast one vote on any matter or resolution presented, provided the member is in good standing; however, the President shall vote only in case of a tie.

Section 5. Quorum. A majority of the voting power of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 6. Vacancies. Any vacancy on the Board of Directors shall be filled by a majority vote of the remaining Directors. The person so elected to fill such vacancy shall hold office for the remaining term of her predecessor, until her successor shall be elected. A Board position will be considered vacant if the member is unable to meet the requirements of general membership (attendance or fiscal), or has scheduled a leave of absence.

Section 7. Order of Business. The order of business of each meeting of the Board of Directors and membership shall be as follows: welcome, roll call, reading of minutes, treasurer's report, officers' reports, presidents' report, old business, new business, announcements and adjournment.

All meetings shall follow Robert's Rules of Order, which will be enforced by the immediate Past President.

Section 8. Fiscal Responsibility. The Budget shall be established by the Board, presented to the Budget Review Committee, and approved by general membership by the beginning of the new fiscal year. Failure to pass a budget results in a block of treasury from any expenditure until budget is passed. Exceptions will be made for expenditures directly related to Club operations or a Club-sponsored charity event.

- a) ***Officer Fiscal Responsibility.*** The final official duty for outgoing Board Members is to submit a recommended budget for their office for the next fiscal year. The first official duty of incoming Board members is to submit budgets for their office to the Budget Review Committee for upcoming fiscal year.
- b) ***Event Fiscal Responsibility.*** Budgets for events or other expenditures are to be approved by the Board at Board meetings. Changes to original budgets are to be made directly to, and approved by, the Treasurer for amounts equal to or less than \$100. If the amount is \$100-250, additional approval must be secured from the President. Amounts in excess of \$250 require complete Board approval. If expenses are incurred prior to necessary approval, the responsibility of payment rests with the member who incurred the expense.

ARTICLE VI. DUTIES OF OFFICERS

Section 1. President. The President shall preside over all meetings of the Club and its Board of Directors. The President shall oversee all Board Members and receive committee reports to monitor the proficiency of each club function (fund raising, membership, philanthropy, social, public relations, etc.) The President, or an appointed individual, will be responsible for filling a vacant Board position for the duration of the term, or until the position is filled by another individual. The President shall have the authority to present to the Board the option of electing an alternate individual to a Board position in case of:

- a) Vacant Office;
- b) Officer's failure to meet and uphold responsibilities of their position;
- c) Continued absence (3 consecutive absences or 2 absences without notification); or
- d) Leave of absence.

Section 2. Vice President of Charities. The Vice President of Charities shall preside over all meetings of this Club and its Board of Directors in the temporary absence of the President. The Vice President of Charities oversees all fund raising activities and events initiated or sponsored by the Club for the primary purpose of raising monies. The Vice President of Charities will select, advise and support event chairpersons. She shall chair the Charities and Philanthropy Committees.

Section 3. Vice President of Membership. The Vice President of Membership shall be responsible for all aspects of Club membership and growth. This includes complaints, membership drives, correspondence with potential members, education of potential members and promotion of new member referrals. The Vice President of Membership, her committee and the Board of Directors may enact requirements upon the active members as desired and may publish a membership handbook to give to active and prospective members. She shall chair the Membership and the Member Retention Committees.

Section 4. Vice President of Social. The Vice President of Social shall be responsible for general meeting arrangements to include location, food/beverage and scheduling special presentations (speakers, guests, shows, videos, meeting activities, etc.). The Active 20-30 is a not for profit organization and therefore does not pay fees for meeting arrangements other than food, without prior Board approval. This clause will be added to all contracts between active 20-30 and the venue. The Vice President of Social shall work cooperatively with the Secretary to ensure that Club members are informed of meeting dates, times and locations. The Vice President of Social shall be responsible for arranging recreational Club activities outside the regular meetings for the purpose of promoting fellowship between Club members and Club morale. The Vice President of Social shall seek opportunities to interact with other Clubs in the state/region and shall assist with arrangements for "hosting" Active 20-30 Club members visiting the Phoenix area. She shall chair the Club Relations/Social and Programming Committees.

Section 5. Vice President of Public Relations. The Vice President of Public Relations shall be in charge of, and responsible for, all publicity pertaining to the Club. She shall periodically submit articles and photos of Club activities to the Active 20-30 U.S. and Canada newsletter magazines, as well as articles and news releases on Club activities to the local media. In addition, she will keep the scrapbook for the

Club, recording all important events in the Club's history. Other duties will include those prescribed by the Board of Directors or as required in the Bylaws. She shall chair the Public Relations and History Committees.

Section 6. Treasurer. It shall be the duty of the Treasurer to collect all dues, assessments and fees as may be levied by the Board of Directors. She is responsible for informing members of their financial status with the Club. The Treasurer shall keep accurate and correct accounts of all receipts and disbursements and render to the Board of Directors or the President, whenever requested, a statement of the financial transactions of the Club and its financial condition. She shall cause the club to maintain at least two (2) bank accounts: One shall contain all funds collected from dues and projects, the proceeds from which have not been designated or advertised as going to a charity, which shall be used for all Club operational and social transactions. One or more accounts shall contain all funds collected for charitable purposes which shall be held in trust and shall be expended solely for charitable contributions and purposes and the necessary expenses incurred in conducting charitable projects. She shall deposit the funds of the Club in such bank or banks as the Board of Directors may direct and disburse the same only on checks signed by her or the President, or other designated officer of the Club. The Treasurer shall furnish a bond as required by the Board of Directors and the expense of same shall be borne by the Club.

Section 7. Secretary. The Secretary shall keep a record of all proceedings of the Club and Board of Directors. The Secretary shall record minutes at all Board and special meetings and provide printed copies of the previous meeting's minutes at each Board meeting. The Secretary shall be responsible for all correspondence with the Club. The Secretary shall track and keep meeting attendance for the Club members and send notice when attendance has fallen below the minimum requirement.

Section 8. Sergeant at Arms. The Sergeant at Arms shall be responsible for keeping meetings in order by enforcing Robert's Rules, collecting Penny-a-Day contributions, and transporting club banner to meetings and events. She has the authority to fine members during general meetings.

ARTICLE VII. ELECTION OF OFFICERS

Section 1. Time of Elections. The elected officers of the Club shall be elected annually at a regular meeting of the Club held during the month of May each year. The President, with the advice and consent of the Board of Directors, shall determine which regular meeting held during said month shall be devoted to the election of officers and announce the date of said meeting to the general membership at least three (3) weeks prior to said meeting.

Section 2. Nominating Committee. The nominating committee shall be composed of the incumbent President and at least three (3) active members. The immediate Past President shall act as chairperson of the committee. The committee shall meet at least three (3) weeks prior to the annual election meeting and nominate candidates for the office of President, Vice President of Charities, Vice President of Membership, Vice President of Social, Vice President of Public Relations Treasurer, Secretary and Sergeant at Arms. Nominations so made shall be announced at the regular meeting held two (2) weeks prior to the annual election meeting.

At the regular meeting held two (2) weeks prior to the annual election meeting, time shall be allotted for nominations from the floor of other candidates to each office. Additional candidates may be nominated upon the motion of a member, duly seconded by two (2) other members.

Section 3. Ballots. The names of all candidates duly nominated in accordance with the provisions of the forgoing Section shall be placed on the ballot in alphabetical order under each office.

Section 4. Voting. Each active member in good standing shall be entitled to one vote for each office to be filled. If a member in good standing cannot attend the election meeting, that member may give a proxy vote to the immediate Past President. All proxy and live votes will be tallied for each office to be filled.

Section 5. Election of Officers. The candidates for President, Vice President of Charities, Vice President of Membership, Vice President of Social, Vice President of Public Relations, Treasurer, Secretary and Sergeant at Arms receiving a majority of the votes cast shall be declared elected to their respective offices. In the event that no candidate for an office received a majority of the votes cast, the candidate receiving the least number of votes cast shall be removed from the ballot and a re-vote shall be held. This process shall be repeated until a candidate receives a majority of the votes cast.

Section 6. Installation. The Officers so elected shall be installed in office in a suitable ceremony, and shall assume the duties of their respective positions at the first meeting of the month following the annual election meeting.

Section 7. Special Elections. In the event of the permanent absence of the President, Vice President of Charities, Vice President of Membership, Vice President of Social, Vice President of Public Relations, Treasurer, Secretary or Sergeant at Arms and following the assumption of higher office as provided in Article VI herein, a special election may be called by the Board of Directors to fill a remaining vacancy. Special elections shall be conducted according to the provision of Article VII, except that the nominating committee shall meet as soon as possible following the Board of Directors' direction and shall announce the nominations at the next regular meeting. The balloting shall be one (1) week following the announcement of nominations.

ARTICLE VIII. COMMITTEES

Section 1. Standing Committees. The standing committees of this Club shall be created by the Board of Directors as needed and are as follows: Charities, Membership, Programming, Public Relations, Club Relations/Social, History, Philanthropy, Member Retention and Budget Review.

Section 2. Special Committees. Special committees may be appointed as necessary to further the ideals, purposes, enjoyment and recreation of the Club members and for the transaction of Club Business.

Section 3. Appointment. All committees, Standing or Special, shall be appointed by the President, with the advice and consent of the Board of Directors.

Section 4. Powers. Each Committee shall transact such business as is delegated by these Bylaws, and such additional business as is referred to it by the President or the Board of Directors. Except where special authority is given by the Board of Directors, no committee shall expend Club monies, or enter into a contract in the name of the Club, until a report has been made to the Board of Directors, and approval given by them.

ARTICLE IX. DUTIES OF STANDING COMMITTEES

Section 1. Charities. The Charities Committee shall be created as necessary for each event. Members of this committee shall work under the direction of the Vice President of Charities to coordinate and execute a plan of action for successful completion of fundraising events.

Section 2. Membership. The Membership Committee shall be created as desired by the Vice President of Membership. Members of this committee shall work under the direction of the Vice President of Membership to assist with membership drives, correspondence with potential members, education and interviews of prospective members, and the general promotion of Active 20-30 membership growth.

Section 3. Programming Committee. The Programming Committee shall work under the direction of the Vice President of Social to assist with arrangements for guest speakers and to provide input on meeting locations. Committee members may be asked to assist with informing the general membership of necessary information.

Section 4. Public Relations. The Public Relations Committee shall work under the direction of the Vice President of Public Relations to assist with promotion of the Valley of the Sun Active 20-30 events, membership growth and general advertising. Members of this committee may be asked to assist with writing press releases and following up with telephone contacts.

Section 5. Club Relations/Social Committee. The Club Relations/Social Committee shall work under the direction of the Vice President of Social to assist with the coordination of recreational activities and promotion of inter-club relations.

Section 6. History. The History Committee shall work under the Vice President of Public Relations. One member of this committee will be present at all fund raising and social events and hands-on/volunteer events to take photographs. The committee is responsible for appointing a Valley of the Sun member to take photographs at Regional Meetings and National Convention.

Section 7. Philanthropy. The Philanthropy Committee will work under the direction of the Vice President of Charities to coordinate volunteers for hands-on projects and to promote club education of other potential beneficiaries in the community.

Section 8. Member Retention. The Member Retention Committee will work under the direction of the Vice President of Membership. The committee shall be responsible for assisting the Vice President of Membership with planning and correspondence.

Section 9. Budget Review Committee. The Budget Review Committee shall be comprised of the President, the immediate Past President and Treasurer. The committee shall be responsible for obtaining input from members of the Board and past officers to write, review and amend the budget.

ARTICLE X. DUES

Section 1. Dues. The dues for active members shall be \$300 per year, payable monthly or quarterly, and within thirty (30) days of receipt of billing. The dues shall not include the per capita fee levied by Active 20-30- U.S. and Canada, which includes the subscription price of the official publication of Active 20-30 U.S. and Canada and such District and/or Regional Taxes as may be established from time to time.

Section 2. Charges to New Members. Each application for membership shall be accompanied by a membership fee in the amount of \$25. In addition, at the time of application there shall be collected a prorated portion of dues covering the months remaining before the next quarterly billing of dues. In the event the Prospective member was a former member of this or another Active 20-30 Club, or a member of a club affiliated with the World Council of Young Men's/ Women's Service Clubs, no membership fee shall be collected except for a reinstatement fee as prescribed by Active 20-30 U.S. and Canada.

Section 3. Assessments. Assessments upon active members may be levied when recommended by the Board of Directors and approved by a majority of the members present at any meeting, provided however, that the membership shall have been notified of such contemplated action by an announcement at the preceding meeting.

Section 4. Delinquent Dues. Consistently delinquent dues, after a reasonable amount of time or after "good faith" measures have been taken to collect, shall result in inactive status and resignation of Board Members from their Office, or inactive status for general members, until the problem is resolved, with final action being resignation from the organization as recommended by the Treasurer and unanimously, exclusive of the Officer in question (when applicable), approved by the Board.

ARTICLE XI. LEAVE OF ABSENCE

A written request for a Leave of Absence of a specified duration shall be made to the President or Vice President of Membership. Club dues will be waived beginning with the first full quarter after the Leave of Absence has been granted by the Board. National dues are still required during the Leave of Absence. A Leave of Absence shall not exceed one year in length. After one year, if the member has not contacted the Club, she will be dropped from the roster.

ARTICLE XII. PARLIAMENTARIAN

The immediate Past President of the Club shall serve as the Parliamentarian and shall have such duties

as usually pertain to that office. She shall be guided by the Robert's Rule of Order, Revised, except as otherwise provided by the Constitution and Bylaws.

**ARTICLE XIII.
FISCAL YEAR**

The fiscal year of the Club shall be August 1 through July 31.

ARTICLE XIV.

These Bylaws shall be adopted, or may be amended or additions made thereto, at any regular meeting, a quorum (one half of the entire membership) being present, by a two thirds (2/3) vote of all members present. Written notice of the adoption of these Bylaws, or of such proposed amendments or additions, shall be given to each member at least seven (7) days prior to such meeting. No amendment or addition of these Bylaws shall be made which is not in harmony with the Clubs Constitution or the Constitution and Bylaws of the Active 20-30 U.S. and Canada.