

BYLAWS  
FOR  
SaddleBrooke Ranch Table Tennis Association  
(Non-Profit Organization)  
January 27, 2018

**ARTICLE I**  
NAME

**NAME:** The name of this organization shall be: SaddleBrooke Ranch Table Tennis Association (SBRTTA), also referred to herein as the Association.

**ARTICLE II**  
OBJECT

**OBJECT:** The object of the Association shall be to enjoy the game of table tennis, to promote and educate members/residents regarding Table Tennis in SaddleBrooke Ranch, to foster good fellowship among its members and to enhance the social and recreational lives of SBR property owners and renters.

**ARTICLE III**  
MEMBERS

**Section 1.** Membership in the Association shall be open to persons residing in SaddleBrooke Ranch, either as owners or renters, who have paid the required SBRTTA dues. No eligible person shall be denied membership because of race, color, religion, national origin, gender, marital status or sexual preference.

**Section 2.** Annual dues are set by the Board and are payable on or before January 31<sup>st</sup> of each year for that year's membership. The baseline dues is specified in the Policies and Procedures. The dues is subject to change over time but is restricted to not exceed more than double that baseline.

**Section 3.** Any member shall be entitled to vote at any Regular, Special and Election meeting of the Association and participate in all Association events if compliant with all adopted regulations and bylaws. Association business shall be conducted at Association and Board meetings.

**ARTICLE IV**  
GOVERNING BODY

**Section 1.** Board of Directors: The governing body of the SBRTTA is the Board of Directors, also referred to as the Executive Board or simply Board, which consists of the President, Vice President, and Secretary/Treasurer. All Board members must be SaddleBrooke Ranch property

owners. The Board of Directors shall have overall governing authority over the Association consistent with the provisions of these bylaws and the Association's Policies and Procedures.

**Section 2. Term of Office:** All Director positions are elective positions. Those elected shall hold office for a **term of one year and may be elected to the same office for not more than two consecutive terms.** Terms will be from January 1<sup>st</sup> through December 31<sup>st</sup>.

**Section 3.** The Board shall create and authorize all Committees necessary to carry out the purposes and objectives of the Association.

**Section 4.** A Director may be removed from office by a majority vote of the Board for malfeasance of office or behavior considered contrary to the proper discharge of the obligations and responsibilities of the office.

**Section 5.** Any vacancy occurring in the elected offices during the year shall be filled for the unexpired term of office by a majority vote of all Board members except that the Vice President shall automatically fill a vacancy in the office of President.

## **ARTICLE V**

### **BOARD OF DIRECTOR DUTIES**

**Section 1. PRESIDENT:** Shall preside over all Association meetings and Board meetings and be accountable for the administration of Association business. The President shall carry out the direction and policies established by the Board, and shall act as principle liaison between the Association and the SaddleBrooke Ranch Homeowners Association; to include facility usage, and negotiating and signing Association contracts. All Committees and Chairpersons thereof, shall be appointed by the President with Board approval.

**Section 2. VICE-PRESIDENT:** Shall perform all duties of the President in the event of the President's absence or inability to perform and shall perform other such duties and responsibilities as may be assigned, with Board approval, by the President. **Additionally, the Vice President shall be chairperson for a standing committee having responsibility for Association supplies and materials, and for coordinating maintenance and replacement of equipment with the SBR HOA.**

**Section 3. SECRETARY/TREASURER:** As Treasurer, shall oversee the receipt and deposit of all moneys due to the Association in the Association bank account and pay all obligations that may be incurred by the Association in the regular course of its business; shall keep an up-to-date ledger of all financial transactions and provide a financial condition report at all meetings of the Executive Board or general membership. Information provided shall include a variance report of items exceeding budgeted amounts. A year-end financial report shall be provided to the Board by January 15th of each year. **As Secretary, shall keep the Association records, issue notices of all meetings, shall record, keep and publish minutes thereof, conduct all correspondence**

**relating to the Association's business, and furnish whatever reports to the Association or other persons or organizations as may be required.**

## **ARTICLE VI**

### **EXECUTIVE BOARD MEETINGS**

**Section 1.** The Board shall meet at least quarterly, and more often as necessary, conducted in compliance with these bylaws. The membership will be notified by email of the date and time of the Board meetings. **Except for Board sessions requiring privacy, Board meetings are open to the membership for observation. Directors, at their discretion, may allow or seek comments from membership.**

**Section 2.** There shall be a joint meeting of the outgoing and incoming Boards before the end of the fiscal year, at which time there will be a handover of materials pertinent to managing the Association (documents, keys, passwords, banking material, etc.). The outgoing Directors shall make themselves available for consultation for the incoming board to ease the transition.

**Section 3.** A majority of the Board shall constitute a quorum for Board meetings. There shall be no Board meeting without a quorum.

**Section 4.** The President or any two members of the Board may call Board meetings at any time by giving notice orally, in writing, or by email. The time and place of such meetings shall be determined by the President.

## **ARTICLE VII**

### **NOMINATIONS AND ELECTIONS**

**Section 1.** Prior to the last Regular meeting of the calendar year, to be held during October, the Board shall appoint a Chairman and two members of a Nominating Committee from the Association membership and publish an announcement on the website regarding the formation of that Committee before September 15th.

**Section 2.** At least one month prior to the last Regular meeting, on or before September 30th, the Nominating Committee will solicit from the membership potential candidates for election to the following year's Board. Nominations shall be made with the written consent of the person being nominated. Members may nominate themselves. Nominations will close on October 31st.

**Section 3.** Only one family member is eligible for an elected position on the Board during the same term. Members interested in running for a Board position shall submit to the Nominating Committee a short biographical sketch identifying any skills and experience at the time they consent to their nomination.

**Section 4.** The Nominating Committee shall verify consent has been given and that a candidate is a member in good standing with the Association, and therefore is a Qualified candidate. If

necessary, the Nominating Committee shall reach out to members to ensure there is at least one candidate for each elected position.

**Section 5.** The Committee shall submit to the Board a **slate of candidates comprising all Qualified candidates** and their respective biographical sketches no later than November 7th. The slate, along with the biographic sketches, shall be publicized at least two weeks prior to the elections and no later than November 15. The slate and sketches will be emailed to members and posted on the SBRTTA website.

**Section 6.** Elections shall be by handwritten ballot or by email and/or by other electronic means as determined by the Board. Elections will be held in early December and results announced no later than December 15. Elections will be held either at an *Election* meeting or by mail-in/hand-in ballots and/or email, as determine by the Board. An Election meeting may coincide with a Regular or Special meeting, and indicates that the meeting includes the purpose of conducting an election.

**Section 7.** For each elective position, the candidate receiving the most votes shall be elected. In the event that two or more candidates tie with the highest number of votes for a position, a runoff election will be held for that position. The runoff election will be limited to those candidates with tied votes, shall be held by the same means used for the first vote, and the candidate with the most votes shall be declared the winner. Runoff elections will be held immediately upon determination one is required, and shall be expedited as specified by the Board to ensure completion of the election by year end.

## **ARTICLE VIII** **COMMITTEES**

**Section 1.** The direction of each committee shall be set by the Board, consistent with provisions of the SBRTTA Bylaws and Policy and Procedures.

**Section 2.** All committees shall be provided written mission statements by the Board.

**Section 3.** All committees shall provide plans and guidelines to the Board, for approval, detailing how they intend to meet the goals of the mission statement provided.

**Section 4.** Committees, other than standing committees, shall include in the mission statement what constitutes completion of the mission and shall prepare a closing report prior to being disbanded.

## **ARTICLE IX** **FISCAL AND FINANCE**

**Section 1.** The SBRTTA fiscal year shall run from January 1<sup>st</sup> through December 31<sup>st</sup>.

**Section 2.** An annual audit of the Treasurer's books shall be made by a committee of two non-Board members appointed by the President, and shall be reported at the next Association meeting.

**Section 3.** The Board shall review and approve annually a budget, prepared by the Treasurer, showing anticipated revenue and expenditures, and shall adjust the budget as warranted. The budget shall contrast current year forecasts with prior year results.

**Section 4.** No single unbudgeted expenditure in excess of \$100, whether by one or more purchase orders, shall be made without approval of the membership.

**Section 5.** A statement of financial condition shall be presented to the members at each Association meeting.

**Section 6.** No Board member shall receive any form of compensation for services rendered.

**Section 7.** The Treasurer, and at least one other officer, shall be authorized to sign checks.

## **ARTICLE X** **ASSOCIATION MEETINGS**

**Section 1.** *Regular* Association meetings of SBRTTA members shall be held at least twice a year providing a quorum for each meeting is achieved, and more often if necessary. The quorum for such meetings shall be at least one-fourth (25%) of SBRTTA members, except for meetings where a vote on bylaw changes is contemplated (see Article XII). Absent a quorum, a meeting shall not be held.

**Section 2.** *Special* Association meetings, to deal with time-sensitive matters, 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 to all members by email at least five days prior to the day of such meeting.

**Section 3.** The final Regular Association meeting shall be held by October 31<sup>st</sup>, to facilitate the election process; see Article VII.

**Section 4.** *Election* meetings will be conducted as prescribed in Article V Section 6.

**Section 4.** All meetings, unless elsewhere designated by the Board, shall be held at SaddleBrooke Ranch HOA facilities.

## **ARTICLE XI** **PARLIAMENTARY AUTHORITY**

Robert's Rules of Order shall be the authority on all questions of parliamentary law unless such law is in conflict with these bylaws, SaddleBrooke Ranch HOA, or with laws of the State of Arizona.

**ARTICLE XII**  
**AMENDMENTS**

**Section 1.** These bylaws may be amended by a two-thirds vote of the members in attendance at a Regular or Special Association meeting, provided that a quorum of 40% of the membership is present. When it becomes impractical for 40% (quorum) of the membership to be present at the meeting, the Board may decide to accept voting by handwritten ballot or by email and/or by other electronic means. An affirmative vote of a minimum of two-thirds of those voting and with a minimum of 51% of the membership voting is required to approve the proposed amendment.

**Section 2.** Written notice of each amendment, or proposed new bylaws, shall be posted on the website at least one month before the meeting to allow for member review and comment.

**ARTICLE XIII**  
**DISSOLUTION**

**Section 1.** This Association may not be dissolved until all of its outstanding debts have been paid.

**Section 2.** Upon dissolution, the disposition of all assets and property of the Association shall be decided by the membership.

**Section 3.** If dissolution is contemplated, the membership must be notified at least two weeks before a meeting is scheduled to discuss dissolution.

Adopted by Membership: \_\_\_\_\_ (date)

Signatures:

SBRTTA President \_\_\_\_\_ date: \_\_\_\_\_

SBRTTA Vice President \_\_\_\_\_ date: \_\_\_\_\_