Bylaws
Brentwood Southern Residents Association, Incorporated
8103 East Southern Avenue, Mesa, Arizona 85209

Article 1 – Name and Address
The name shall be Brentwood Southern Residents Association, Inc., a non-profit corporation in the State of Arizona, hereafter Association. The official address shall be 8103 East Southern Ave, Box 347, Mesa, Arizona 85209. Brentwood Southern refers to Brentwood Southern Mobile Home Park, hereafter Park.

Article 2 – Purpose of the Association
The Association purpose shall be to enhance and improve the living conditions, to promote fellowship, relationships, and comradeship among the residents, and to manage and disburse the profits from Bingo for the benefit of its membership. All Association activities shall be approved in advance by the Board of Directors as provided in the Bylaws.

Article 3 – Membership and Dues
Section 1: Dues shall be ten dollars a year for each Park resident who wishes to become a member. Upon payment of dues, and as long as those dues remain current, each member shall be eligible to vote at Association Board of Directors’ elections and any Association action requiring a vote of its members. The Association does not offer absentee voting.

Section 2: The fiscal year of the Association shall be from January 1 through December 31. Dues shall be assessed annually and payable no later than the day of the Annual Meeting of the Association as described in these Bylaws. Dues shall be non-refundable. Dues can only be increased by the Membership at an Annual or special Membership Meeting as described in these Bylaws.

Article 4 – Official Notices
Section 1: Official notice of Association activities shall be accomplished by the most practical use and/or combination of the following methods:

a. The Association shall publish and distribute a membership newsletter, "Friendly Times," on a monthly basis or as often as is considered adequate by the membership. This publication may be in hard copy, electronic form, or by way of whatever technology best serves all the Association members. To be an official notice in "Friendly Times" the newsletter must be received by the membership no less than 10 days prior to the event.

b. An official bulletin board shall be established in a place convenient to members and an Association officer shall be tasked during each officer term to assure that official Association notices are posted in a timely manner. In the case of Annual or special Association meetings a posting must appear not less than 10 days prior to the event.

c. Notice can be made or augmented by utilizing the most current technology available that will ensure delivery to all members in no less than 10 days prior to the event.

Article 5 – Annual Association Meetings
Section 1: The Association shall hold at least one general membership meeting each year. The official Annual Meeting of the Association shall be held not later than the second Friday in January. Other meetings may be called in a manner consistent with these Bylaws.

Section 2: At all Association Membership Meetings, a quorum consisting of no less than 15% of eligible members must be present before any votes can be cast.
Article 6 – Other Association Meetings

Section 1: Special Association Meetings may be called, provided that appropriate notice as described in these Bylaws has been made and the issue or issues to be discussed are clearly described. A special meeting may be called by the President of the Association, by the request of at least four (4) members of the Board of Directors, or by written request of not less than 15% of current members of the Association delivered to the President or any Board member. No other business shall be discussed, or reports shall be made at a special meeting; and no minutes will be kept or reported unless any action is taken that requires a vote, provided a quorum is present as described in these Bylaws. The results of any action taken will be posted after the meeting, and reported in the minutes of the next association meeting.

Section 2: Special meetings of the Board of Directors may be called by the president or by any four members of the Board of Directors with the issue or issues to be discussed clearly stated. When possible, the Association Membership shall receive prior notice of a special board meeting. No other business shall be discussed, or reports shall be made at a special meeting; and no minutes will be kept or reported unless any action is taken that requires a vote. The results of any action taken will be posted after the meeting, and reported in the minutes of the next board meeting.

Section 3: All Association membership meetings shall be held at the Brentwood Southern Clubhouse. If for any reason the clubhouse is not available or suitable for any reason members shall be informed no less than 10 days in advance by appropriate means including: publication in a timely membership newsletter as described in these Bylaws; posting notice at an official site as described in these Bylaws; flyers distributed to each member’s home; announcements at all timely member gatherings.

Article 7 – Board of Directors and Officers

Section 1: The Association members shall elect a Board of Directors by secret ballot at each year's Annual Membership Meeting, as described in these Bylaws. A majority vote of all members present is required to elect a candidate in any contested race. However, if, after nominations from the floor are closed, all positions are unopposed, the President may declare the results of the elections by acclamation. The Board shall consist of the following elected from the membership: three (3) Directors-at-Large, and four (4) officers: President, Vice President, Secretary, and Treasurer. The President or Vice President and at least two (2) other Board members should be full-time residents of the Park. Each such officer and director shall be elected for a term of two (2) years, or until his/her successor is elected or appointed as set forth in Section 12 or he/she is removed as set forth in Section 7. The terms of such officers and directors shall be staggered so that approximately an equal number of such officers and directors have terms that expire each year.

In order to implement continuity in the Board of Directors, beginning in 2017, the term of directors shall be as follows:

a. The following officers and directors shall serve from their election in 2017 until the annual meeting in 2018. At the annual meeting in 2018, these officers and directors shall be elected for a term of two (2) years expiring in 2020. Thereafter, these officers and directors shall be elected every two (2) years in even-numbered years.

   Vice President    Treasurer    Director

b. The following officers and directors shall serve for a term of two (2) years from their election in 2017 until the annual meeting in 2019. Thereafter, these officers and directors shall be elected every two (2) years in odd-numbered years.

   President    Secretary    Director    Director
Section 2: At all times when Bingo is operated as an Association activity, the Association’s Bingo Proceeds Coordinator shall be a member of the Board of Directors per AZ Revised Statutes §5-413.B.3.

Section 3: The immediate past president of the Association shall sit as an ex-officio member of the board.

Section 4: Board members shall be encouraged to attend as many Association functions as possible.

Section 5: Officers and Directors shall be responsible for timely filing and payment of Association taxes; operation of and responsibility for all Association fund raising activities; obtaining, posting, and maintaining necessary licenses, permits, and insurance; and other management duties as warranted. The Board may seek properly credentialed volunteer or paid assistance as needed to assure compliance in all matters.

Section 6: The Board shall meet once a month but no later than the 15th of the month, except for June, July, and August, unless otherwise called for by the President or as provided elsewhere in these Bylaws.

Section 7: Board members missing more than two consecutive meetings without cause or failing to pay Association dues in a timely manner shall forfeit their position which the President shall fill by appointment as provided in these Bylaws.

Section 8: Officers who are not full-time residents shall be expected to participate in Board matters throughout their term via electronic or other acceptable means of communication.

Section 9: Any two members from the same household cannot serve on the Board simultaneously.

Section 10: All officers and directors shall serve without compensation. Reasonable reimbursement for expenses incurred by an officer or director may be made with the board’s approval with prior consent where possible.

Section 11: Candidates for open or unfilled officer and director positions each year shall be recruited by a Nominating Committee consisting of two sitting or past Board members and two association members selected by the President at each year’s March Board Meeting. The committee shall have its report ready to present at the November Board Meeting and shall post it as an official notice as described in these Bylaws.

Any member wishing to seek a position on the Board may contact the President or any Board member no less than one day prior to the November Board Meeting to declare their candidacy.

Nominations from the floor at the Annual Membership Meeting may also be made. If the nominating committee fails to fill all available positions with at least one nominee by the November Board Meeting all nominations will be from the floor at the Annual Membership Meeting. Should neither method yield enough candidates to fill all positions an emergency membership meeting shall be called by the sitting president to determine the will of the membership.

Section 12: Should a vacancy occur for any reason in any officer or director position, except the office of President, the Board shall appoint a qualified member to fill the vacant position until the duly elected member can resume their duties or for the remainder of the unexpired term. An appointed individual may seek election for the position to which they were appointed at the next regular election.

Section 13: In the event the office of President becomes vacant, the Vice President shall automatically become the President for the unexpired portion of that term; and the office of Vice President shall be appointed as described. In the event the Vice President is unable to become President, the Board may appoint a qualified member to fill the office of President until the next Annual membership meeting, at which time the President pro-tem must be confirmed by the members; or a special membership meeting.
may be called for the purpose of holding a special election to elect a new President.

Article 8 – Committees

Section 1: The Association shall create or reinstate standing or special committees at each Annual Meeting to accomplish or further the Association’s tasks, goals, and purposes. The Board of Directors may create additional committees during the year as necessary.

Section 2: When committees are created Committee Chairs or responsible persons shall be appointed by the Board and shall be required to make timely reports to the board at Board meetings and/or to the members at Annual Meetings.

Article 9 – Officers’ and Directors’ Duties

Section 1: The President shall preside at all Association meetings and determine the outcome of votes cast. The President shall present an agenda for each Board meeting to Board members no later than 5 days prior to a meeting. The President shall assure that order courtesy and proper decorum are practiced at all Association meetings and activities. The President shall also serve as the official spokesperson for the Board.

Section 2: The Vice President shall assist the President in all matters concerning the Association. The Vice President shall, in the absence of the President, conduct meetings and assume all other Presidential duties.

Section 3: The Secretary shall record for posterity the minutes of each Board meeting and of all Association Membership business meetings, except special meetings as provided in these Bylaws, unless any action is taken that requires a vote; and shall report those minutes verbally and in writing at the next same meeting. The Secretary shall assure that communications, documents, or other materials received by the Association that are of interest or are directed to the Board are reported to the Board and that originals or copies or each are retained for record. The Secretary shall also assure that minutes of each Board meeting are posted on the official Association Bulletin Board in a timely manner.

Section 4: The Treasurer shall collect all membership dues, issue receipts, and maintain a list of paid members; collect all monies from fund raising or other Association activities EXCEPT Bingo; maintain an Association bank account for Association funds; and disburse such funds as approved by the Board and/or Membership. The Treasurer shall present a written financial statement to the Board at each Board and Membership Meeting. The Treasurer may request and may be granted with Board approval properly credentialed volunteer or paid assistance as needed to assure compliance in all financial and business matters.

Section 5: The Directors shall oversee the areas of Brentwood Services, Social Events, Special Events, and Physical Activities, or as directed by the board; as well as participate in board meetings and other Association meetings and activities.

ARTICLE 10 – Parliamentary Authority

Roberts Rules of Order Newly Revised (RONR) shall govern the Association in all cases to which they are applicable except in instances where they are inconsistent with these Bylaws and/or any special rules or orders adopted by the Association. In those cases, these Bylaws, special rules, or orders adopted by the Association shall prevail.

ARTICLE 11 – Bingo Operation

Section 1: The Association Board is the sponsoring organization and has the responsibility for Bingo in the Park. This includes but is not limited to making sure the current Bingo License and other documents required by the Arizona Bingo Statutes are displayed in the Association Clubhouse and copies are
maintained in case of loss or destruction. Bingo funds are to be kept in an account separate from the general funds of the Association. Funds from Bingo shall be used for projects deemed beneficial to the residents of the Park, based on the recommendations approved by the Board and/or Membership.

Section 2: To assist in these responsibilities, the Board shall appoint a Bingo Manager who will report to the Board. The Bingo Manager shall appoint, with prior Board approval, additional Manager/Managers, Supervisor/Supervisors, and Assistant/Assistants as required and necessary to properly run Bingo in accordance with applicable Arizona Revised Statues and Department of Revenue, Bingo Section, Regulations. The actual conduct of games of Bingo is the responsibility of the attendant supervisor. That supervisor may consult with the Bingo Manager and/or the Assistant Bingo Manager in attendance; however, the supervisor has the final authority for that session. These positions are not members of the Board; however, holding these Bingo positions does not preclude them from being a member of the Board.

Section 3: Per AZ Revised Statutes §5-413.B.3, the Association Board shall appoint a Board member to be the Proceeds Coordinator, who shall maintain accountability for all Bingo proceeds, reporting the financials (income and expenses from all sources) of Bingo monthly in the form of a statement to the Association Board and to the membership. The Proceeds Coordinator shall render all required reports in accordance with applicable Arizona laws and regulations of the Department of Revenue, Bingo Section.

Section 4: Any member of the Association, who is in good standing, may submit a written request to the Bingo Manager for purchase of item/items for any Club or Group to which they belong; or for a general purpose for the benefit of all members. Said individual, or representative for a Club or Group shall attend the meeting/meetings when the request is being presented to and considered by the Board or General Membership.

If the request is for $150.00 or less, the request may be approved by the Bingo Manager, after consultation with the Proceeds Coordinator to determine whether funds are available. If the request is for $300.00 or less, the request may be approved by the President, after consultation with the Bingo Manager and Proceeds Coordinator to determine whether funds are available. If the President and the Bingo Manager are the same person, the request must be referred to the Board. Any request of $300.00 or less may be referred to the Board for approval by the Bingo Manager or the President. All requests over $300.00 must be approved by the Board, or by the General Membership, as determined by the Board. When funds are available, the President shall poll all Board members eligible to vote for approval, denial, or tabling to the next Annual Membership Meeting. Approval of a request by the Board requires unanimous approval. While it is not necessary to present this request to the general membership for approval, it must be reported in the minutes and announced at the next Annual Membership Meeting.

Denial of a request and/or tabling to the next Annual Membership Meeting must also be reported in the minutes and announced at the next Annual Membership Meeting. Denial of a request for funds and/or tabling to the next Annual Membership Meeting does not require a unanimous vote. Denial of a request by the Board may be re-submitted to the General Membership. Voting by the membership requires a simple majority to approve an expenditure.

ARTICLE 12 – Dissolution

Section 1: Any consideration to dissolve the corporation (Association) must be done pursuant to Arizona Statutes then in effect, and in accordance with the following sequence.

Section 2: Any motion to dissolve the Association must be approved by a simple majority of the members present at any Annual or special membership meeting, provided a quorum has been established.
Section 3: Said motion must then be confirmed by a two-thirds (⅔) majority of the members present at the next Annual or special membership meeting, provided a quorum has been established; and on the condition that if a special membership meeting has been called, it is to be held no less than thirty (30) days in the future from the date of the meeting at which the original motion was made.

Section 4: Should the Association be disbanded for any reason, the assets and monies, including all bingo assets, will be distributed to charitable organizations, to be decided by the Association membership.

ARTICLE 13 – Amendments

Section 1: An amendment may be proposed to the Board by any Association member by submitting the amendment in writing at any regular or special board meeting. The Board will provide notice to the members as required by Article 4 prior to the next Annual Membership meeting.

Section 2: The proposed amendment will be voted on by the Association membership at the Annual Membership meeting, provided a quorum is present. A vote of two-thirds (⅔) of the members present is required to pass all Bylaw amendments.

Section 3: Any amendments to the Bylaws passed by the membership at an Annual Membership meeting will become effective at the same time the newly elected Board members assume their duties unless otherwise noted in the amendment. Amendments approved at any special Association Membership meeting will become effective immediately, unless otherwise noted in the amendment.

These Bylaws became effective on March 24, 2012; and were amended March 26, 2016; January 13, 2017; March 25, 2017 and January 12, 2018. They supersede all other Bylaws and Amendments.

Amendments to 2012 Bylaws as adopted:

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