

BY-LAWS of the VENTURE OUT TAIL WAGGERS

ARTICLE 1 NAME and PURPOSE

Section 1 Name

The club's name shall be the Venture Out Tail Waggers (VOTW).

Section 2 Purpose

The VOTW is a club formed under the Venture Out Social Club (VOSC). It acts as a social, supportive, informative, proactive, non-profit advocacy organization of and for pet owners, their pets, and pet lovers within Venture Out. VOTW may elect to hold activities and events for fundraising, promoting cooperation between clubs, and providing maintenance assistance for certain Pet Walk improvements as documented in a Memo of Understanding.

ARTICLE 2 MEMBERSHIP

Section 1 Member Eligibility

All lot owners and renters with VOTW club membership dues will be members of VOTW.

Section 2 Duration

VOTW Memberships shall automatically expire on the last day of the fiscal year as defined by the Venture Out Condo Board (VOCB).

Section 3 Benefits of Membership

VOTW members will have priority for attending club-sponsored activities. In addition, they may pay a reduced cost for certain events.

ARTICLE 3 MEETINGS

Section 1 Monthly Members Meetings

Monthly Members Meetings shall occur from November through February. If the Board of Directors wishes, they may change the day and time of the meetings at least three weeks before the November meeting. Minutes shall be taken.

Section 2 Annual Meetings

The Annual Meeting shall be held in February during the regularly scheduled Monthly Meeting. Each member will be entitled to one (1) vote on each matter submitted to a vote of the members. The Annual Meeting Agenda shall include time to discuss any By-Law changes and hold a vote, time for all Director Position candidates to speak, and an election for Director Positions. The results of the By-Law changes and election shall be announced before the Annual Meeting closes by the President and recorded by the Secretary. In the event of any ties, a re-vote shall occur before the Annual Meeting closes. The new Board of Directors shall not become effective until the close of the Annual Meeting. Minutes shall be taken.

- Section 3 Special Meetings
A Special Meeting of the Board of Directors may be held at such time and place as shall be called by the President or majority of the Board. The Directors may make any decisions needed to complete business previously approved by the membership. Minutes shall be taken.
- Section 4 Electronic Attendance
Guests and members may attend authorized meetings via electronic means in accordance with directions by VOTW, the VOSC, and other legal entities for the sake of health, safety, security, environmental, or other conditions or situations. Only verified electronic attendees may be included in any quorum requirements tallies. Phone (voice), video, and computer connections are valid electronic attendance methods.
- Section 5 Quorum
A quorum for the transaction of business at any Annual or Monthly Member's Meeting shall consist of five percent (5%) of members.
- Section 9 Conduct
Roberts Rules of Order (latest edition) shall be used to provide guidelines for governing the conduct of all Association meetings when not in conflict with the VOTW By-Laws.
- Section 10 Minutes
The Secretary shall take minutes at meetings. If the Secretary is unable to take the minutes, the President may designate someone. Certain meeting minutes may be kept confidential for one hundred twenty days (120) if approved by a majority of the Directors or as approved by the VOSB for longer periods. The VOSB may override any confidentiality action.
- Section 11 Comment of the Members
During any open meeting of VOTW, members or visitors shall have the opportunity to address any agenda item or, at the pleasure of the President, any other item. The length of the comments will be at the discretion of the President.

ARTICLE 4

DIRECTORS

- Section 1 Number
There shall be a minimum of three (3) and a normal of five (5) Director Positions. Continuous reasonable efforts must be demonstrated to fill any vacant positions as soon as possible.
- Section 2 Positions
There are five (5) numerical Director Positions, one (1) through five (5), that continue to exist even if the position is or remains unfilled.
- Section 3 Duration
The maximum length of time a director may hold a Director Position is for two (2) years after which they must run for reelection. There is no maximum number of successive, broken or accumulative terms.
- Section 4 Staggered Elections

Director Positions one (1) and two (2) are voted for at the Annual Meeting held in EVEN years. Director Positions three (3) through five (5) are voted for at the Annual Meeting held in ODD years. Ballots will alphabetically list candidates running for a Director Position. Members shall vote for as many candidates as there are positions open, normally two (2) or three (3). After the ballots are counted, the top two (2) or three (3) candidates receiving the most votes shall be declared the winners

Section 5 Qualifications

Any VOTW member in good standing with Venture Out is eligible to hold a Director Position. Good standing indicates a person has no outstanding financial obligations to Venture Out or any legal challenges or lawsuits against the Venture Out Condo Board or Venture Out Social Club.

Section 6 Duty

Directors shall faithfully and diligently uphold the VOTW By-Laws, Rules and Regulations, Roles and Responsibilities, Processes and Procedures, and similar, including those issued by the VOSC.

Section 7 Dismissal

A currently serving director shall become automatically and immediately dismissed upon:

- Par 1 A dismissal action because of a VOSC Intervention as prescribed and documented in their By-Laws.
- Par 2 The vote of sixty-six and two-thirds percent (66 2/3%) of the VOTW Board of Directors affirming a dismissal at the properly called meeting thereof, after having first given that Director notice and an opportunity for a hearing before the VOTW Board of Directors. The Social Club liaison shall be invited to attend.

Section 8 Vacancy

If a vacancy occurs on the Board of Directors, the remaining Directors shall appoint an otherwise qualified person to serve for the remainder of that term.

Section 9 Resignation

- Par 1 A director may resign at any time by sending a written or electronic notice of resignation to the President or Secretary of the Board of Directors. The resignation shall become effective at the time of the receipt without exception.

ARTICLE 5

OFFICERS

Section 1 Election of Officers

The Board of Directors shall exclusively elect the officers of VOTW at a closed Organizational Meeting immediately following each Annual Members meeting.

Section 2 Number of Officers

There shall be a minimum of two (2) officers, the President, and Secretary-Treasurer, and every effort must be made to increase the number of Directors to the recommended level.

Section 3 Officer Titles and Duties

- Par 1 President – shall preside at all meeting and is an ex-officio member of all committees.
- Par 2 Vice-President – shall assume the duties of the President when that officer is absent and assumes additional duties and responsibilities as assigned by the President.
- Par 3 Treasurer

- SubPar 1. Promptly collects and regularly submits all cash and funds from donations, raffles and the sales of fundraising products and services and properly accounts for them before submitting them to the VOSC accountant or as directed by the VOSC.
- SubPar 2 Ensures all receipts are collected and submitted.
- SubPar 3 Prepares a monthly report including itemized sales and expenditures and reports these figures at each Members Meeting
- SubPar 4 Ensures that expenditures for budgeted items are reconciled and reimbursements are properly submitted
- SubPar 5 Assists the President in preparing the annual budget and submitting it for approval.
- Par 4 Secretary
 - SubPar1 Takes notes at all meetings and transcribes them into electronic files within five (5) calendar days. Notes shall include the number of attendees, methods of attendance, and list of guests.
 - SubPar2 Electronic minutes shall be sent to the VOTW Directors, the VOSC Liaison, and all current members. A few paper copies shall be made available at the next meeting.
- Par 5 Director-At-Large
The President may assign tasks, duties and responsibilities from time to time.

ARTICLE 6

AMENDMENTS

- Section 1 Effectivity
By-Laws voted upon in the affirmative by a simple majority at the Annual Meeting shall become effective immediately following the close of the Annual Meeting, but before the Organizational Meeting. All previously adopted By-laws or amendments thereto, including rewrites and restatements, shall be of no further force and effect.
- Section 2 Amendment Vote
The agenda for each Annual Member's Meeting shall set aside time to hold a vote and any discussion by the Members. The President may elect to reasonably and fairly limit discussion. The vote for amendments shall take place prior to a vote for Director Positions.
- Section 3 Review
The VOTW shall fully and faithfully review the Association By-Laws in their entirety in preparation for the Annual Members Meeting in years ending in zero (0) and five (5). In addition, similar reviews of the By-Laws, in full or part, may occur in other years.
- Section 4 Notification
After these By-Laws are changed in any way, electronic copies shall be sent to all members of VOTW who have provided their email address, the VOSC Liaison, the VOTW Webmaster.

ARTICLE 7

DEFINITIONS AND ACRONYMS

- Section 1 Acronyms
VOCB – Venture Out Condominium Board – an IRS 501(c)4 corporation in Mesa, Arizona
VOTW – Venture Out Tail Waggers
VOSB – Venture Out Social Board

ARTICLE 8

BY-LAW HISTORY

Section 1 By-Law changes

This is a record of By-Law changes, listed with the most recent first. It shall list the date, vote tally, and what changes occurred.

<u>Date</u>	<u>Action or Change</u>
14 January 2025	Member approved
11 March 2025	Changed Annual Meeting from March to February