**STONE CREEK COMMUNITY KITCHEN CLUB**

**BY-LAWS**

# **ARTICLE I - GENERAL**

1. Name of this club shall be **STONE CREEK COMMUNITY KITCHEN CLUB** **(SCCK)**
2. Mission statement: The purpose of the Stone Creek Community Kitchen club is to work with the Homeowner’s Association management team to ensure the Stone Creek kitchen amenity remains a useful and accessible amenity for every resident, club or group. As stewards of the kitchen, the club shall provide the necessary oversight to:
* Ensure a healthy, safe and clean environment for food preparation
* Provide a properly equipped and organized kitchen facility
* Conduct classes or workshops to acquaint interested residents with the proper guidelines for using the kitchen, as well as other learning and food preparation opportunities, including Event Food Coordinator Certification (EFC) for other Stone Creek Clubs.
* Hold club activities and community events that contribute fun and enjoyment to enhance the lifestyle at Stone Creek.
* Participate in select community outreach endeavors
1. These by-laws shall comply with the Homeowner’s Association’s Governing documents and Charter Club rules and procedures. In the event of a conflict between SCCK by-laws and SC Association documents or rules, the Association’s documents or rules will prevail.
2. This organization shall be operated as a not-for-profit- association in accordance with the Florida statues and the Homeowner’s Association’s Documents.
3. The SC kitchen is an amenity with certain needs and tasks that are the responsibility of the Community Association and its’ staff. The leadership of the SCCK club shall meet periodically with the management team to discuss operations and conditions of the kitchen. All scheduling for use of the kitchen shall solely be the responsibility of the Lifestyle Office. In addition to kitchen use scheduling, tasks that are viewed as the responsibility of the Association include:

 Budgeting and funding for:

* General health and safety equipment, tools, and cleaning supplies
* Garbage/recyclable collection equipment and supplies
* Periodic cleaning of the kitchen and major appliances
* Maintenance or replacement of safety equipment, kitchen cabinets, sinks, facility features or structure and major appliances.
* Utilities
1. Staff members serving as Event Food Coordinators for Reflection Bay events sponsored by the Lifestyle Office or developer events requiring kitchen use, shall be trained and knowledgeable as to the proper guidelines for using the kitchen facility and uphold said guidelines.

# **ARTICLE II – MEMBERSHIP AND DUES**

# Membership shall be open to all members of the Stone Creek Homeowner’s Association in good standing. (Identified by Association records)There are 2 categories of membership:

* Voting Member - any resident that has demonstrated interest in belonging to the club by payment of annual dues or earning a dues waiver.\* Voting members shall have voting privileges for club business and election of officers.  Priority for activities with limited space and a reduced fee for some activities may be extended to Voting Members when determined feasible by the club's officers.

\* See Policies and Procedures for dues waiver details.

* Resident Member- any resident not designated as Voting Member of SCCK.  They are welcome to attend all club meetings, activities, and events, space permitting.  This includes participation in club sponsored Bingo events in accordance with Florida gambling statute 849.0931 regarding participation in HOA Bingo events.  They do not have voting privileges for club business or election of officers. Resident Members will be assessed the established fee for specified club activities and may have limited access to some activities.
* **Membership established in one calendar year is valid until December 31 of that calendar year.  (rev. 3/2022)**
* Membership must be established at least 7 days prior, in order to vote in officer elections, by-law or club Policies and Procedure changes.
1. There shall be no precondition for membership, nor will members be required to join any national, state, or regionally affiliated organization.
2. Guests - All non- residents are considered guests.  This includes residents' guests (family and friends) and developer guests (prospective home buyers).  In accordance with Florida statue 849.0931 regarding HOA bingo events, guests (non- residents) may not participate in club sponsored Bingo events.  Space permitting, residents' guests may attend scheduled club meetings when accompanied by a sponsoring resident.  Developer guests may attend scheduled club meetings, by presenting their developer issued Guest ID.  Space permitting residents' guests and developer guests may attend other club sponsored activities by making advanced arrangements.  A participation fee may be charged for specified activities.
3. Amount of dues shall be determined annually by the Board of Officers and then approved by majority of Voting Members in attendance at a scheduled business meeting.
4. Proper behavior and decorum are expected from all participants at club meetings, events and activities. Failure to adhere to the club’s Code of Conduct\* may result in removal from an event, suspension from club activities or termination of club membership.

\*See Policies and Procedures for Code of Conduct

# **ARTICLE III – OFFICERS AND MEETINGS OF THE BOARD**

1. The SCCK club’s Board of Officers (BOO) shall consist of President, Vice President, Secretary, Treasurer and Portal Administrator. A minimum of 3 officers is necessary to remain in operation as a club. A quorum of 51% of the Board of Officers is required to hold an official Board meeting.

 Primary responsibilities\* for each officer position are as follows:

* President-preside over business meetings
* Vice President – stand in for president in his/her absence
* Secretary – take minutes at business meetings and posts in Club binder
* Treasurer – maintain financial records and submits form CC8 – Monthly Financial Report
* Portal Administrator – maintain the club’s Portal Page

\*Additional responsibilities are defined in the Policies and Procedures.

1. Nominations for the Board of Officers will be developed by a Nominating Committee, appointed by the President, consisting of at least two Voting Members not planning to run for office. The slate of nominated officers must be presented to the membership one month in advance of the announced election date.
2. All officers shall be elected by a vote of the Voting Members at the club’s annual business meeting designated for election of officers, by the majority of Voting Members present or are represented by a properly completed and submitted “Absentee Ballot” (Form CC-12) after a minimum of (30) days public notice has been given. Officers shall serve without compensation and may not serve as a paid contractor or instructor; however, officers may volunteer instructional services.
3. Newly elected officers shall assume office on December 1st following the election. They serve for one year and shall not exceed 3 consecutive terms in any one Board position. Officers of the Board are equal and no individual officer has veto power or mandating power over the other officers.
4. Newly elected or appointed officers shall, within 14 days of taking office, read and understand the club’s By-laws and Policies and Procedures. Club officers must also sign and submit to the Lifestyle Office form CC-5 to meet the Lifestyle Director’s requested deadline.
5. Vacancies
6. The President shall appoint a temporary officer to fill any vacancies that occur on the board. The appointee must be confirmed by the majority of the BOO.
7. If the President is unable or unwilling to complete his/her term of office, the Vice president shall step up into the position of President and appoint someone to fill the office of VP. That appointee must be confirmed by a majority vote of the Board of Officers.
8. If the VP does not want to step up or is ineligible (i.e. just completed 3 successive years as President) he/she may hold the office of President temporarily until another election for President can be held. (not to exceed 90 days)
9. If the VP declines to hold the office temporarily, the VP appoints a temporary President until a new election for President can be held. That appointee must be approved by a majority vote of the BOO.
10. The majority of the total Voting Members or a majority of the Board of Officers may request a Board member step down, subject to approval by the majority of voting membership at a duly called meeting.
11. The SCCK club Board of Officers will meet quarterly, at a minimum.
12. Robert Rules of Order shall be used as a guide for parliamentary procedure in conducting all meetings. However, the club By-laws and Policies and Procedures will supersede Robert’s Rules. Any issue not covered in the Club By-laws and Policies and Procedures shall be referred to Robert’s Rules of Order, Newly revised.

# **ARTICLE IV – MEETINGS OF THE FULL CLUB MEMBERSHIP**

1. Types and frequencies of meetings
2. Regular SCCK club business meetings may be scheduled monthly or as needed, with a minimum of once per quarter. Notifications for said meetings shall be sent via the club portal email one week in advance.
3. Various other meetings or activities may be scheduled throughout the week or month as determined and announced by the club’s Board of Officers.
4. Resident members are welcome to attend business meetings. While they may participate in activities, discussions and interest surveys, they may not vote for officers or club business brought forward at a business meeting. Only Voting Members may vote.
5. The annual election of officers will be held yearly in the fourth quarter. Nominations for officers shall be announced to members at a business meeting or via the portal one month in advance of the vote.
6. Voting and Quorum Procedures
7. A quorum is defined as 51% of the Board of Officers and those Voting Members present at any duly called business meeting.
* A quorum being present, a simple majority (51%) of members will be required to pass any motion
1. Only Voting Members and Officers are allowed to vote. Any Resident Member can request to become a Voting Member prior to any vote, however, membership must be established at least 7 days prior to officer elections, by-law or club Policies and Procedure changes. Voting will be performed by a show of hands.
2. Changes to the Charter Bylaws must be approved by two-thirds of the entire Voting Membership.
3. Proxy voting will not be allowed by Voting Members. However, email vote on a specific issue may be used as set forth in the club Policies and Procedures or when a club meeting is not scheduled.
4. Written ballots will be required for all by-law changes and for Board of officer elections when there is more than one candidate for any board position.
5. Absentee voting may be used when a two-thirds (2/3) vote of the entire membership is required, such as by-law changes. Absentee voting must be done in accordance with the Stone Creek Homeowner’s Association Rules and Regulations.

# **ARTICLE V –FINANCIAL**

1. A bank account, requiring dual signature authorization shall be maintained by the Treasurer.
2. Financial records shall be maintained for 7 years. Cash and inventory control procedures, as listed in the Stone Creek Charter Club Rules and Regulations, Financial Controls and Procedures, section 4.1 and the Stone Creek Community Kitchen Policies and Procedures shall be followed.
3. An annual audit of the financial records shall be conducted for the previous calendar year.
4. The auditor shall be appointed by the President. The appointed person may be a Voting Member or a Resident Member but not a Board member serving during the year being audited.
5. Following the audit, the results shall be presented to the membership at a duly called meeting, recorded in the meeting’s minutes, and a copy presented to the Lifestyle Office.
6. The BOO shall serve as the Finance Committee for budgeting and approving use of club funds.
7. A Purchasing Committee, consisting of Voting and/or Resident Members, shall be formed and utilized to provide research, input and recommendations for purchasing equipment.
8. Expenditures are classified in the following way:
9. Petty cash-miscellaneous expenses under $100
10. Durable Goods – equipment that will remain in the kitchen for continual use
11. Consumable Goods- ingredients or foods that will be consumed
12. Disposable Goods – items that will be used and disposed of
13. Capital improvements-major equipment purchases or improvements that exceed an established amount as declared in the SCCK Policies and Procedures.
14. Required authorizations for purchasing Durable Goods are as follows:
15. Petty Cash (under $100) - Verbal approval by President, Treasurer or majority of BOO, receipts for purchases must be provided.
16. Equipment costing between $100 and $300 – research and/or input from Purchasing Committee and approval vote from BOO.
17. Durable Goods with cost in excess of $300 – research and recommendation from Purchasing Committee, BOO approval vote and agreement from the majority of Voting Members present at duly called business meeting.
18. Capital Improvements or enhancements to the kitchen area also require Community Association management approval. See SCCK Policies and Procedures for additional details.
19. Consumable and Disposable Goods shall be budgeted for annually.
20. Budgeted amounts shall be set by the BOO and approved by the Voting Membership at the first meeting of a calendar year.
21. Authorization for spending said allocations shall be given to club members charged with conducting a given activity or event.
22. Spending guidelines and/ or limits are outlined in the SCCK Policies and Procedures.

# **ARTICLE VI – COMMITTEES**

1. Permanent (standing ) committees will include:
2. Purchasing (headed by Treasurer or designee established by the Board of Officers, The Board of Officers shall serve as the initial Finance Committee.
3. Advisory Council (headed by the president or designee) and to include other officers, committee chairs, bingo team leaders and at large members.

B. The Board of Officers may establish additional standing, ad hoc, or special purpose committees and may appoint the committee chairperson. These committees may include, but are not limited to, Outreach Committee, Kitchen Training Committee, Fund Raising Committee, Publicity, etc.

C. All committees will have a written mission statement and/or charters prepared prior to committee appointment, to identify and guide the function of said committee. New committees w/o a mission statement shall write one at the 1st meeting.

# **ARTICLE VI - AMENDMENTS**

1. To amend the by-laws of this club requires a two-thirds (2/3) vote of the Voting Members present at a meeting duly called for such purpose, a quorum being present and required notice being given.
2. Proposed by-law changes must be made available to all members a minimum of 30 days prior to voting by notification of the changes using the Portal, email and or notification during at least one scheduled meeting. Written ballots are required for Club Bylaws changes and the reason for the vote must be clearly stated on the ballot or appropriately attached. Voting will take place at a scheduled meeting and at least two Voting Members will be used to count the votes.
3. When designated by the Club Board, absentee voting must use Form CC-12 and the guidelines for collecting and counting the absentee ballots must be followed.
4. Proposed changes to Club policy and Procedures require agreement by the majority of the Board of Officers (51%) and simple majority (51%) of Voting Members present at any duly called meeting.

# **ARTICLE VII - DISSOLUTION**

Prior to club dissolution and after all debts are satisfied all property and assets shall be turned over to the Association.