

Alexandria Senior Center Bylaws

Approved November 15, 2018

Revisions approved November 14, 2019

Article I – Name

The name shall be the Alexandria Senior Center, Inc. It shall be a nonprofit organization incorporated under the laws of the State of Minnesota.

Article II – Mission

The Center exists to support a healthy, active lifestyle for people over 50 by providing social, educational, nutritional and informational services.

Article III – Membership

Section 1- Eligibility for membership: Application for voting membership shall be open to any person who has attained the age of 50 years. Membership is granted after completion and receipt of a membership application and annual dues. Continued membership is contingent upon being up-to-date on membership dues.

Section 2- Termination: Membership is automatically terminated if annual dues are not paid.

Section 3– Membership privileges: Voting members are eligible for discounts on Center activities and assists in setting policies of the Center through the election of Board members and approval of bylaw changes.

Article IV – Meetings of Members

Section 1- Annual/Membership meetings: A meeting of the members shall be held at least annually, at a time and place designated by the president. At this meeting the members shall elect board members, approve bylaw changes, review goals and objectives and receive reports on the activities of the corporation.

Section 2- Special meetings: Special membership meetings may be called by the President, the Executive Committee, or a simple majority of the board. A petition signed by ten percent of voting members may also call a special membership meeting.

Section 3- Notice of Meetings: Notice of the time and place of such meeting shall be published in the Senior Center Newsletter distributed prior to the meeting.

Section 4- Quorum: The members present at any properly announced meeting shall constitute a quorum.

Section 5-Voting: All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

Article V - Governance

Section 1- Governing Board: The elected governing board shall decide the business of the Center and shall be limited to nine (9) board members, who shall consist of a president, vice president, secretary, treasurer, and five (5) board members. The hired Executive Director shall be included as an ex-officio board member to serve in a support and advisory capacity. The board receives no compensation other than reasonable expenses.

Section 2 - Board resignation and termination: A member of the board may resign by submitting his/her resignation in writing to the board President. Board members who miss three board meetings without good cause may be terminated by the remaining eight board members. Board members shall appoint a member to fill out any unexpired term.

Section 3 - Terms: All board members shall serve three year terms and are eligible for one additional three year term without the necessity of election.

Section 4- Meetings and notice: The board shall meet monthly to conduct Center business. The president may call additional board meetings as needed.

Section 5 - Election procedures: A Board Nominating Committee, appointed by the President, shall be responsible for nominating a slate of prospective board members. In addition, any member can nominate a candidate to the slate of nominees. Election of new board members shall take place at the annual/membership meeting .

Section 6 - Quorum: A quorum must be attended by a simple majority of board members for business transactions to take place and motions to pass.

Article VI – Duties of the Board Officers

Section 1 – The president shall conduct business meetings, shall be a member of the communication/marketing committee, and be authorized to sign all legal papers as approved by the Board.

Section 2 – The Vice-President shall act in the absence of the President and shall have all the duties and responsibilities of the President while acting in such capacity. The Vice president chairs the facilities committee.

Section 3 – The Secretary shall write and report minutes of all official meetings and function as the Center correspondent on the board’s behalf as authorized by the president. The secretary shall be a member of the communication/marketing committee.

Section 4 – The Treasurer shall prepare the monthly and annual financial reports, is responsible for all financial transactions and shall be authorized to sign checks and legal papers. The treasurer chairs the finance committee for the Center and is a member of the facility committee.

Section 5 – Executive Committee: The President, Vice-president, Secretary and Treasurer and an at-large board member shall function as an executive committee with the power to make emergency decisions as necessary with board ratification at the next regularly scheduled board meeting. The executive committee will be chaired by the at-large board member to serve up to two terms of office. Legal papers shall be signed by two members of the executive committee, one of which must be the President or Treasurer.

Section 6 – The Executive committee and one additional board member shall have signatory power to sign checks, two signatures are required.

Article VIII – Committees

Section 1 - Chair persons will be accountable to the board and work with the program director in recruiting volunteer committee members. Standing committees shall include:

- a. A financial committee – whose purpose is to ensure the sustained financial health of the Center. Responsibilities shall include the review and selection of banking facilities, management of financial assets, and review and recommend to the board any proposed expenditure over \$500. The Executive Director will report fundraising and grant writing activity to the finance committee. The Treasurer shall act as chair.

- b. A program committee – whose purpose is to plan and implement programs that will raise funds for the Center and meet the social, educational, nutritional and informational needs of members. The program director shall act as chair.
- c. A facilities committee – whose purpose is to ensure proper maintenance and upkeep of the Center, ensure it's safe and efficient operation, and recommend any improvements or additions to the facility to the board for approval. The Treasurer and Executive Director shall serve as members on this committee and the Vice-president shall act as chair.
- d. A communication/marketing committee – whose purpose is to ensure community support for the Center by developing and implementing a communication/marketing strategy that results in effective and efficient communication with members, donors, public officials and key stakeholders in the community. A board member shall act as chair.

Article IX – Amendments

Section 1 – Any changes or amendments to these by-laws shall be approved by the board and submitted to the membership for an approval at the next annual/membership meeting.

Section 2 – These bylaws were revised and approved at the annual meeting on November 14th, 2019.