

GENESEE COUNTY COMMISSION ON AGING

BY-LAWS

ARTICLE ONE – NAME

The name of this organization shall be the Genesee County Commission on Aging (GCCOA) hereinafter referred to as the Commission. The Commission is a non-profit, non-sectarian, non-political corporation with concerns for the independence and well being of the aging in Genesee County, Michigan.

ARTICLE TWO – PURPOSE/GOALS/OBJECTIVES

Section 1 – Mission

The purpose of the Commission shall be to advocate for quality services and resources for the aging which promote and safeguard their independence and well being.

Section 2 – Commission Goals/Objectives

- A. To collaborate and coordinate with other organizations and agencies within the community to support efforts that benefit the older adult.
- B. To provide and support networking opportunities for the General Membership.
- C. To raise awareness of issues on behalf of older adults, keeping this population and their needs in the forefront of governing bodies, the faith community and the private sector.
- D. To be a source of information wherever possible for the older adult population and to assist in the connection with services and resources throughout the county.
- E. To be a voice among and throughout the community for the support and health of the older adult population.
- F. To work together in the spirit of cooperation and teamwork in all of our efforts and to promote enjoyment in carrying out our mission.

ARTICLE THREE – MEMBERSHIP

Section 1 – Qualifications

Membership in this Commission shall be open to all individuals, institutions or organizations serving Genesee County who are sincerely interested in the goals and objectives herein outlined.

Section 2 – Membership

Persons, institutions and/or organizations seeking membership need to complete an application for membership and submit the application, along with the appropriate dues, to the Treasurer.

Section 3 – Types of Membership

There shall be three (3) types of membership distinguished in the Commission:

- A. Organization membership wherein a given officer or staff member is designated as the official delegate with up to three (3) representatives from the organization will be identified at the time of the membership application.
- B. Individual memberships of persons under age 60. Individual members is a person under 60 who represents themselves and works in or with the aging network.
- C. Individual senior memberships of persons age 60 or over. Individual senior member who is 60 or over.

Section 4 – General Powers

The affairs of the Commission shall be managed by its General Membership.

Section 5 – Voting Rights

Each member in good standing (defined as having dues paid to date) shall be entitled to one (1) vote on each matter submitted to a vote of the members. The member, or the organization's designee, shall be present at the meeting in order to vote. **(Revised and adopted on 10/27/11)**

Section 6 – Termination of Membership

As individual or organization members may be terminated for continuous non-support of adverse actions of the Commission purpose, goals and objectives.

Request for termination must be in writing and given to the President, or in his/her absence, the Vice-President. The request must be presented to the Membership Committee within five (5) working days. The President or Vice-president will also forward a written notice of the allegation to the individual or organization. The Executive Committee will consider the request for termination, investigate and present a recommendation to the general membership within thirty (30) days.

If a special meeting of the general membership is required, the President or Vice-President will call a special meeting. Upon recommendation of the Executive Committee, the general membership shall vote on termination. An affirmative vote of 2/3 of the members in attendance is required, provided a quorum (20% of the general membership) is present. See Article 4, Section 5 – Quorum. A member who is terminated may request an appeal in writing to the

President or Vice-President within five (5) working days. The Executive Committee will consider the appeal within thirty (3) days. The decision of the Executive Committee concerning the appeal will be considered final.

ARTICLE FOUR – MEETING OF MEMBERS

Section 1 – Notice of Meeting

Written, verbal or printed notice stating the place, date and hour of any meeting of the members shall be delivered either personally, by mail or email to each member in good standing at the address shown in organization records not less than forty-eight (48) hours before the time of such meeting, by or at the direction of the President, Secretary, Officers or persons calling the meeting. The purpose of the meeting shall be stated in the notice.

Section 2 – Annual Meetings

An annual meeting shall be held in the month of December for the purpose of affirming its membership and electing the officers.

Section 3 – Regular Meetings

A regular meeting of the general membership shall be held monthly with the exception of July and August, unless a majority of the general membership present at the June meeting votes to continue with meetings in July and/or August.

Section 4 – Special Meetings

Special meetings of the members may be called by the President, or a vote of the general membership and/or the Executive Committee. Notice of the meeting shall be in writing and delivered personally, by mail or by email. At least one office of the Executive Committee shall be present at any special meeting.

Section 5 - Quorum

Twenty (20%) percent of the general membership present at any meeting shall constitute a quorum for voting purposes. **(Revised and adopted on 10/27/2011).**

Section 6 – Decisions by Majority

The act of a majority of the members present at a meeting at which a quorum is present shall be the act of the general membership, unless the act of a greater number is required by law or by these Bylaws. The President and Secretary will verify that a quorum of the membership is present.

ARTICLE FIVE – OFFICERS

Section 1 – Officers

The officers of the Commission shall be a President, one or more Vice-Presidents (number of Vice-Presidents is to be determined by the general membership), a Secretary and a Treasurer. The office of President must be filled by an individual who has served on the Executive Committee for a minimum of twelve (12) months. Other officers may be elected in accordance with the provisions of this Article. The general membership may elect such other officers, one (1) Assistant Secretary and one (1) Assistance Treasurer, as it shall deem desirable. Such officers shall have the authority and perform the duties prescribed by the general membership. Any two (2) or more offices may be held by the same person, except the office of President and Secretary.

Section 2 – Election/Term of Office

The Officers of the Commission shall be elected annually by the general membership at the regular annual meeting held in December of each year. If the election of officers is not held at such meeting, the election may be held thereafter as soon as convenient.

Election of officers may be conducted by mail or in such manner as the general membership shall determine. Voting shall be conducted fourteen (14) days prior to the annual meeting in December.

Officers shall be elected by and from the general membership. There shall be no agency, organization or corporation represented by more than one officer. Each officer shall hold office until a successor has been duly elected. Such term of office shall be from January 1 to December 31 for two years following election. The term of office for each officer shall be for two years. A partial term shall not be considered a full two-year term. Each officer may hold the office for a total of two terms. An officer who has served two terms consecutively shall not be eligible for re-election to the same position for one year. This Article and Section 2 shall be effective January, 2012. **(Revised and adopted on 10/27/2011)**

Section 3 – Vacancy

If the position of an officer should become vacant during the term of office, an election by the general membership shall be held to fill the vacancy. The election shall be held within six (60) days from the date the vacancy occurred.

Section 4 – Duties/Responsibilities

- A. The President shall preside at meetings of the general membership and Executive Committee. The President, with the approval of the Executive Committee, shall appoint sub-committees as deemed necessary by the general membership. The President shall serve as ex-officio of all sub-committees.

- B. The Vice-President(s) shall perform such duties as are assigned by the President, including the performance of the duties of the President in his/her absence.
- C. The Recording secretary shall take and make available minutes of all meetings of the Commission and perform other duties as required of the position by the general membership.
- D. The Treasurer shall be the custodian of the Funds of the Commission; shall receive all sums and donations and shall present financial statements at regular meetings of the general membership. An annual, written financial summary shall be prepared and presented as required by State law at the meeting held in January. The Treasurer shall serve as an ex-officio member of any fundraising project. The Treasurer shall turn over to his/her successor all books and financial records and shall take a listed receipt.

Section 5 - Removal

Any officer may be removed by a vote of the general membership whenever the duties of the officer are not performed to serve the best interest of the Commission (refer to Article 3, Section 6).

ARTICLE SIX – COMMITTEES

Section 1 – General Membership

The general membership may designate one or more sub-committees. Each committee shall consist of two or more members of the general membership and include one member of the Executive Committee.

Section 2 – Executive Committee

The Executive Committee shall be composed of the officers and the past President as an ex-officio member and shall have all the powers of the general membership between meetings. When acting in the place of the general membership, any vote must be two (2/3) thirds of the whole Executive Committee. Recommendations and planning of the Executive Committee shall be submitted to the general membership for consideration or ratification.

The term Executive Committee shall be removed and replaced with the term Board. (**Revised and adopted on 10/27/2011**)

Section 3 – Sub-Committees

Sub-committees will be formed based on the needs of the Commission. Members of each committee shall consist of members of the Commission. The committee chairperson shall be selected by the committee members.

ARTICLE SEVEN – CONTRACTS, CHECKS, DEPOSITS AND REFUNDS

Section 1 – Authorization

The general membership may authorize the President or his/her designee officer to enter into any contract or execute and delivery any instrument in the name of and on behalf of the organization and such authority may be general or may be confined to a specific instance.

Section 2 – Checks, Drafts, or Orders

All checks, drafts or money orders for the payment of money (in excess of \$100.00) issued in the name of the Commission shall be signed by the treasurer and counter-signed by the President. In the absence of the Treasurer, any two officers are authorized to sign. A check, draft or money order with a \$200.00 limit may be issued without the authorization of the general membership and must be reported to the general membership at the next regular meeting.

Section 3 - Deposits

All funds of the organization shall be deposited timely (within 30 days) to the financial account established in the name of the Commission in such banks or other depositories as general membership may select.

Section 4 – Contributions/Donations

The general membership may accept on behalf of the Commission any monetary contribution or donations for any purpose of the Commission. Any donation or monetary contribution shall be turned over to the Treasurer and reported to the general membership at the next regular meeting.

Section 5 – Bonding of the Treasurer and Audit

The Treasurer may or may not be a bonded officer of the Commission as the general membership may be resolution determine. The books of the Treasurer shall be audited at such time as the general membership may deem appropriate.

ARTICLE EIGHT – BOOKS AND RECORDS

The Commission shall keep all financial records and minutes of all meetings of the general membership and the Executive Committee. The Secretary shall keep a record giving the names and addresses of the members entitled to vote. All books and records of the Commission may be inspected by any member, or his/her agent or attorney, for any purpose at any reasonable time.

ARTICLE NINE – CALENDAR YEAR

The Commission shall operate on the calendar year.

ARTICLE TEN - DUES

Section 1 – Dues

The general membership shall determine the amount of the annual membership dues payable to the Commission.

Section 2 – Payment of Dues

Dues shall be payable in advance by the first day of January for each calendar year. Persons joining January 1 through June 30 will be assessed full membership dues. Persons joining July 1 through December 31 will be assessed one-half (1/2) the dues rate.

Section 3 – Default of Membership

When any member is in default in the payment of dues for a period of two (2) months, in accordance to Article Ten, Section 2, the member will be considered in default by the general membership.

ARTICLE ELEVEN – AMENDMENT OF BYLAWS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a quorum of the general membership present at any regular meeting or at any special meeting, if at least thirty (3) days written notice is given of the proposed changes.

ARTICLE TWELVE – DISSOLUTION

Upon the dissolution of the Commission, the general membership shall, through the use of its assets pay or make provision for the payment of all the liabilities of the Commission. All remaining assets of the Commission will be distributed exclusively to an organization or organizations operated for charitable, education or scientific purposes which promote the well being and independence of gaining persons. Such organizations shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code 1954 (or the corresponding provision of any future United States Internal Revenue law) as the general membership shall determine.

REVISED