

**BY LAWS
LOWER MAKEFIELD SENIORS
AUGUST 2017**

ARTICLE I NAME, LOCATION AND PURPOSE

Section A: The name of this organization is: Lower Makefield Seniors (hereinafter referred to as LMS) located in Lower Makefield Township, Bucks County, Pennsylvania.

Section B: The purpose of this organization shall be to promote the educational, physical, cultural, and social well being of persons fifty-five years of age or older in a community based setting.

ARTICLE II MEMBERSHIP

Section A: All persons age 55 or older and a resident of Lower Makefield Township shall be eligible for membership in this organization.

Section B: Membership shall be available to non-residents of Lower Makefield Township.

Section C: Associate membership shall be available to the spouse of a member of Lower Makefield Seniors even though said spouse does not meet LMS age requirements. Associate members are not eligible to serve as an officer of LMS.

Section D: The annual dues for members and associates shall be required to be paid by June 1st.

ARTICLE III MEETINGS

Section A: Annual Meeting

1. The Annual Meeting of the members of LMS shall be held the second Tuesday in October.
2. Annual reports shall be presented by the president and treasurer.
3. Written copies of these reports shall be submitted to the secretary for attachment to the minutes of the annual meeting.

Section B: General Membership Meetings

1. General Membership Meetings shall be held on the 2nd Tuesday of each month, with the exception of July and August.

2. Election of all officers and board members shall be conducted at the General Membership Meeting in May.
3. Installation of newly elected officers and board members shall be held at the General Membership Meeting in September.

Section C: Quorum

For the purpose of transacting business, twenty (20) members shall be necessary to be present at any meeting of the general membership to establish a quorum.

ARTICLE IV **OFFICERS**

Section A: The offices elected by general membership of LMS at the General Membership Meeting on the second Tuesday in May are as follows:

1. President
2. Vice-President
3. Secretary
4. Treasurer

Section B: Requirements

1. All offices shall be members in good standing of LMS.
2. All offices shall be bonded.
3. At least three (3) of the four (4) officers must be residents of Lower Makefield Township at time of election. Non members of Lower Makefield Township need to be member good standing for 3 years at time of election.

Section C: Term of Office

Term of office for president, vice-president, secretary and treasurer shall be two (2) years and shall begin with their installation at the General Membership Meeting in September. No officer shall serve more than two (2) consecutive terms or four (4) years.

Section D: Duties of Officers

PRESIDENT

1. Act as Chief Executive Officer of LMS.
2. Appoint all committees as provided by these by-laws.

3. Is an ex-officio member of all committees, excepting the nominating committee.
4. Present a yearly summation of LMS at the Annual Meeting in October.

VICE-PRESIDENT

1. Perform the duties pertaining to the office of president in the event the president is unable to serve or the office of the president becomes vacant.
2. Perform such other duties as may be assigned to this office by the president.

SECRETARY

1. Is responsible for maintenance of corporate records of LMS.
2. Act as clerk for the membership, keeping minutes of all meetings.
3. Conduct all official correspondence on behalf of LMS at the direction of the president.

TREASURER

1. Develop and approve all accounting record and procedures in accordance with generally accepted accounting principles.
2. Direct the receipt and disbursement of all monies in accordance with generally accepted accounting principles.
3. Prepare and present interim reports at General Membership Meetings.
4. Prepare and present financial statement at the Annual Meeting in October .

Section E: Vacancy

Vacancies in the positions of officers of LMS, other than the office President, shall be filled by a vote of the majority of the Board of Directors and such person filling said vacancy shall serve for the balance of the unexpired term of that office.

ARTICLE V **DIRECTORS**

Section A: The directors elected by the general membership of LMS shall be five (5) in number.

Section B: Requirements

1. All directors shall be members in good standing of LMS.
2. At least four (4) of the five (5) directors must be Lower Makefield Township Residents (at time of election).

Section C: Term of Office

Term of office for directors shall be two (2) years. Directors will fill positions available and no director shall serve more than (2) consecutive terms or four (4) years. Their term of office shall begin with their installation at the General Membership Meeting in September after being sworn in at the General Membership meeting in June.

Section D: Duties

1. Shall provide leadership and contribute advice as needed.
2. Shall oversee all committees.

Section E: Vacancy

Vacancies in the position of director shall be filled by a vote of the majority of the Board of Directors and such person filling such vacancy shall serve for the balance of the unexpired term of that position.

ARTICLE VI **BOARD OF DIRECTORS**

Section A: The Board of Directors shall be composed of nine members as follows.

1. The elected officers of LMS: president, vice-president, secretary and treasurer.
2. Five (5) elected directors.
3. In addition, the immediate past president may serve for one year on the board offering counsel, advice and experience. The past president's presence on the board is a voting position.

Section B: Duties of Board of Directors

The board of directors shall provide policy and responsible direction of the affairs and business of LMS and shall specifically:

1. Authorize all expenditures which run over submitted budget.
2. Have the power to modify, override or rescind the action of any officer of LMS.

3. Cause the books and accounts of LMS to be audited one month preceding the annual meeting.
4. Supervise the membership of LMS in accordance with Article II of these by-laws.

Section C: Meetings of Board of Directors

1. Meetings shall be held monthly at a time and place determined by the president.
2. Each director shall be notified of each board meeting.
3. Special meetings of the board of directors shall be held when called by the president or when requested by a quorum of the board of directors.
4. A quorum of the board of directors shall consist of five (5) members of the board.
5. If a Board member misses 3 meetings in a fiscal year, excluding illness or an excused absence, the Board may vote to remove that member and the fill the position through Board nomination and Board majority vote.
6. A member of the LMS is permitted to attend a Board of Directors meeting after submitting a written request to a Board member stating the topic they plan to discuss. The member will be first on the agenda and will leave after that portion of the meeting is completed.

ARTICLE VII **NOMINATIONS**

1. The president shall appoint a nominating committee consisting of five (5) members. Said committee to be announced at the General Membership Meeting in March.
2. The nominating committee shall select at least two (2) nominees for each office that is to be filled. Said slate to be presented at the General Membership meeting in April.
3. Nominations may be made from the floor at the General Membership meeting in April, after the presentation of the nominating committee's report.
4. No nomination shall be made after the close of the meeting unless an office fails to have any nominee standing for election.

ARTICLE VIII ELECTIONS AND VOTING

Section A:

1. Written notice of all nominations for officers and directors shall be sent in writing to membership of LMS at least ten (10) days prior to the General Membership Meeting in May.
2. Each member of LMS in good standing shall have one vote.
3. Each member shall be present in person to vote.

Section B: In the event there is more than one nominee for any office, voting shall be as follows:

1. Voting shall be conducted by written ballot.
2. President shall appoint a nominating committee to receive and tally the votes in accordance with the organization's rule of order.
3. No nominating committee member shall be a candidate for office.
4. In the event of a tie, a flip of a coin shall be the deciding factor.

ARTICLE IX COMMITTEES

Section A: At the conclusion of the installation of officers at the General Membership Meeting in September, the President shall appoint standing committees and define their functions: The standing committees shall be:

Membership Committee

1. Consists of one or more members appointed by the president.
2. Maintains an up-to-date membership file.
3. Sends renewal notices to members with appropriate follow up.
4. Submits an operating budget yearly.
5. Submits a written report to the secretary, with membership list attached thereto for presentation at the annual meeting.

Publicity Committee

1. Consists of one or more members appointed by the president.
2. Responsible for keeping the public well informed of all LMS endeavors, using all appropriate media available for publicity.
3. Submits an operating budget yearly.
4. Submits a written report to the secretary for presentation at the annual meeting.

Budget Committee

1. Consists of the president, treasurer and one non-office holding member appointed by the president.
2. Submits a proposed yearly budget to the Board of Directors.
3. Submits a written report to the secretary for presentation at the annual meeting.

Ways and Means Committee

1. Consists of one or more members appointed by the president.
2. Is responsible for originating the method of obtaining the necessary funds for the operation of LMS.
3. Submits a written report to the secretary for presentation at the annual meeting.

Section B: Non-Standing Committees

The president shall appoint any other committees not specifically stated in these by-laws deemed necessary to carry on the affairs of LMS

ARTICLE X **FISCAL YEAR**

The fiscal year of LMS shall run September 1st to August 31st.

ARTICLE XI **RULES OF ORDER**

The rules contained in the current edition of “Robert’s Rules of Order” shall govern LMS in all cases to which they are applicable and in which they are not inconsistent with these by-laws and any special rules of order set by LMS.

ARTICLE XII **AMENDMENT OF BY-LAWS**

These by-laws may be amended by a two-thirds vote of the members present at a regularly scheduled General Membership Meeting or a General Membership Meeting called specifically for amendment consideration.

1. The proposed amendment(s) shall be posted thirty (30) days prior to the meeting on the Notice Board in the LMS meeting room and normal communication channels.
2. LMS members must be present at said meeting to vote.

ARTICLE XIII **DISSOLUTION**

In the event of dissolution of LMS, the officers shall, after paying or making provision for the payment of all of the liabilities of LMS, dispose of all of the assets of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization under section 501c3 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States internal revenue law), as the officers shall determine. Any such assets not so disposed of shall be disposed of by the appropriate court of the State of Pennsylvania, exclusively for such purposes or to such organization, as said court shall determine which are organized and operated exclusively for such purposes.