



BY-LAWS

ORTING SENIOR CENTER ORGANIZATION

MISSION

The Orting Senior Center Organization's mission is to develop and maintain an active senior program in the Orting, Washington area that creates a welcoming atmosphere, provides opportunities and encourages older adults to use their skills, develop their potential and continues their involvement in the community. To promote independent living for seniors to maintain their visibility within the community.

INTRODUCTION

The Orting Senior Center Organization is a private, non-profit organization. The Senior Center is intended to serve the Senior community fifty-five (55) years of age and older for activities and sixty (60) years of age and older for congregate meals. Policy regarding the use of the Senior Center is determined by the Center's Advisory Board, while the administration of such policy is the responsibility of the Center's Director.

ARTICLE 1

1.1 **NAME AND LOCATION:** The official name of the Organization shall be the Orting Senior Center Organization located in Orting, Washington. All meetings will be held at the Senior Center unless voted by the majority of the Advisory Board.

ARTICLE 2

2.1 **OBJECTIVE:** The objective of the Organization shall be the mutual assistance of its members and participants as it relates to the general health, social conditions and educational opportunities and to promote a homelike atmosphere at the Center for recreational, companionship and services.

ARTICLE 3

3.1 **PURPOSE:** To create senior programs that will be inviting, enjoyable and include nutrition, recreational activities, entertainment, educational, informational programs, health and welfare programs, designed to overcome the patterns of isolation and depression.

3.2 To serve as a focal point for senior services by providing transportation, outreach, information and assistance, as well as coordinating and scheduling cooperating agency services and programs.

3.3 To develop volunteer opportunities for all interested individuals in all aspects of the program.

ARTICLE 4

4.1 The Orting Senior Center Organization consists of three categories: member, participant and volunteer.

4.2 General criteria to become a MEMBER of the Organization are as follows:

4.2.A Fifty-five (55) years of age or older.



BY-LAWS

ORTING SENIOR CENTER ORGANIZATION

- 4.2.B Paid annual membership dues.
- 4.2.C Registered by completing application in full.
- 4.2.D Read/reviewed and signed the Code of Conduct.
- 4.3 General criteria to become a PARTICIPANT of the Organization are as follows:
 - 4.3.A Fifty-five (55) years of age or older.
 - 4.3.B Registered by completing application in full.
 - 4.3.C Read/reviewed and signed the Code of Conduct.
- 4.4 General criteria to become a VOLUNTEER of the Organization are as follows:
 - 4.4.A Sixteen years of age or older.
 - 4.4.B Interested individual with a desire to work with and support the Organization's mission, objective and purpose.
 - 4.4.C Require a criminal background check to work alone with Seniors prior to volunteering.
 - 4.4.D Registered by completing application in full.
 - 4.4.E Read/reviewed and signed the Code of Conduct.
- 4.5 A MEMBER, PARTICIPANT or VOLUNTEER could lose access to the Orting Senior Center Organization for ANY violations of the Organization's Code of Conduct.
- 4.6 To reinstate a MEMBER, PARTICIPANT or VOLUNTEER will require the individual to resubmit a new application to the Advisory Board Members for review and a quorum vote of two thirds majority.

ARTICLE 5

- 5.1 **OFFICERS:** The primary officers of the Orting Senior Center Advisory Board shall consist of a President, Vice President, Secretary and Treasurer. No officer shall be a paid employee. All officers shall share equal responsibility for promoting effective public relations and good will in the Community for the Senior Programs.
- 5.2 **PRESIDENT:** The President shall preside at all meetings of the Board and call all necessary meetings as needed. In an emergency when the President is not available, a meeting may be called by the Vice-President. Specific President duties can be found in the Position Description policy letter.
- 5.3 **VICE-PRESIDENT:** In the absence of the President, for whatever reason, the Vice President shall perform said duties and have all said powers. Specific Vice President duties can be found in the Position Description policy letter. In the absence of both President and Vice-



BY-LAWS

ORTING SENIOR CENTER ORGANIZATION

President, the Board by majority vote shall select from among their members of the Board a temporary President, who shall perform the duties of said position until the return of the officer. The duties of this office may be appointed by the President or the Board.

- 5.4 **SECRETARY:** The Secretary will primarily document the minutes of the Board meetings in such books as the Board may provide. Specific Secretary duties can be found in the Position Description policy letter.
- 5.5 **TREASURER:** The Treasurer will help oversee the accurate account of receipts and disbursements in books belonging to the organization in conjunction with the Director. Specific Treasurer duties can be found in the Position Description policy letter.
- 5.6 **VACANCIES:** A vacancy in any Officer position may be filled by the existing Advisory Board members for the unexpired portion of the term through a nomination and election as soon as possible.
- 5.7 **LENGTH OF SERVICE:** The Officers shall hold office for a term of two (2) years **or** until their successors are elected.
- 5.8 **TERMS OF OFFICE:** There are no term limits.
- 5.9 **ELECTION OF OFFICERS:** New officers will be elected at the Organization's Monthly meeting in January.
- 5.10 **NOMINATION AND ELECTION OF OFFICERS:** The Board shall nominate and elect from the members of the Advisory Board, a President, Vice-President, Secretary, Treasurer, and any other officer(s) as they deem necessary. An Advisory Board member will put forth a name nomination from the existing Board members to fill a vacant officer position. The President will confirm with the nominee that they are willing to serve, then put forth a motion to the board requesting any discussion. The President will then close discussion and solicit a verbal vote from the members. A quorum elects the nominee to the open officer position. This process will repeat for any other open officer positions until all are filled.
- 5.11 **RESIGNATION:** Any officer may resign at any time by delivering a written notice to the President, Vice President, Secretary or Treasurer of the Board. If a board member refuses to submit a written notice and only verbally states their resignation, whomever hears that verbal resignation will record the day, date, time and location the statement was made and report this information to the board officers at the next regular meeting so it can be recorded in the meeting notes.
- 5.12 **REMOVAL:** Officers may be removed from office at the discretion of the Board as provided in the parliamentary authority. This authority for removal will require the adoption of a motion to do so. The vote required for adoption is a vote of a majority of the entire Advisory Board.

ARTICLE 6

- 6.1 **ADVISORY BOARD MEMBERS:** The Advisory Board will conduct business on behalf of the Organization. They will be responsible for the Organization's good name, mission, purpose and objective.



BY-LAWS

ORTING SENIOR CENTER ORGANIZATION

6.2 **ADVISORY BOARD CAPACITY AND POWERS:** The Advisory Board supports the mission, purpose and objective through daily, weekly and monthly interactions at the Center; with the Membership and with the Director. This core of personnel is the “engine” that move the Center forward in support of its Membership. It is imperative that everyone fully understand their responsibilities as outlined in the Position Description policy letter to ensure that none of the Membership ever feels nor misunderstands the scope of the Board’s power and privilege.

6.3 **ADVISORY BOARD MAKE UP:** The members of the Advisory Board (hereinafter referred to as the “Board”) will consist of the elected Officers (see Article 5) and remaining elected Board Members. Total Board members will number at least, but not limited to, seven (7) persons.

6.4 **NOMINATION AND ELECTION OF ADVISORY BOARD MEMBERS:** The President shall appoint an application review committee at the September regular meeting. The Application Review Committee will send out a notice of solicitation for applicants to MEMBERS (Article 4.2) of the Orting Senior Center and the greater Orting community. Applicants will also undergo a background check, conducted by the Director, and must pass by not having any convictions or felonies. This Committee will then review, consolidate and present a slate of applicants to ONLY the MEMBERS at the November regular meeting for a ballot vote. Before the MEMBERS vote, each applicant will have the opportunity to address the audience. After all applicants complete their introductions, MEMBERS will complete a ballot vote. An applicant receiving a majority of the ballot vote of the MEMBERS at the November meeting shall be deemed elected. In the case of a tie, the names will be resubmitted to the MEMBERS for another vote until a majority is reached.

6.5 **LENGTH OF SERVICE:** The Advisory Board Members shall hold office for a term of two (2) years **or** until their successors are elected.

6.6 **TERMS OF OFFICE:** There are no term limits.

6.7 **VACANCIES:** A vacancy of a Board Member will remain vacant until the next election unless the overall number of Advisory Board Members drops below seven (7).

6.8 **RESIGNATION:** Same for a Board Member as outlined for an Officer in Article 5.11.

6.9 **REMOVAL:** Any Advisory Board Member may be removed from office at the discretion of the Membership as provided in the parliamentary authority. This authority for removal will require the adoption of a motion to do so. The vote required for adoption is a vote of a majority of the entire Membership.

ARTICLE 7

7.1 **ANNUAL MEETING:** The regular meeting on the 2nd Wednesday in January shall be known as the Annual meeting and shall be for the purpose of electing Officers and transacting other necessary business. In addition, the Director will provide an update on the “health” of the Organization through a yearly summary and financial reports. The Secretary will send out an advance notice No Later Than (NLT) two weeks before the scheduled date announcing the agenda, time, date, and location. Annual meeting attendance will consist of the Board, Director and the general membership.



BY-LAWS

ORTING SENIOR CENTER ORGANIZATION

7.2 **REGULAR MEETINGS:** The Regular Meetings of the Board shall be held monthly on the 2nd Wednesday at a time to be determined, in the Senior Center unless otherwise ordered by the Center. The Secretary will send out an advance notice NLT two weeks before the scheduled date announcing the agenda, time, date, and location. In the event that the regular meeting shall fall upon a holiday, the meeting will be held the following Wednesday. Regular meeting attendance will consist primarily of the Board and Director. It is open for general membership attendance.

7.3 **SPECIAL MEETINGS:** Special meetings may be called by the President or three (3) members of the Board. Board members, and the Director when needed, will be notified by the Secretary of the time and date of the Special Meeting at the earliest opportunity with the meeting being held at the Senior Center whenever possible. The purpose of the meeting shall be stated in the Secretary's notification.

7.4 **QUORUM:** A quorum will be $\frac{1}{2}$ plus one of the Advisory Board members and a majority of the Organization's Membership.

7.5 **PARLIAMENTARY PROCEDURES:** All Parliamentary business not covered in the By-Laws of the Orting Senior Center Organization shall be governed by "Roberts Rules of Order" Newly Revised 12th Edition as the written authority governing this Organization's rules of order.

7.6 **VIRTUAL MEETINGS:** All meetings are expected to be held in person. Due to the diversity of the Board and membership make up, along with the technical requirements to set up, run and host a meeting remotely, the Organization will only conduct virtual meetings on a "by exception" basis.

ARTICLE 8

8.1 **AMENDMENTS:** All Board members shall be notified of any proposed by law changes at least two weeks prior to the meeting at which the vote will be held.

8.2 By-laws can only be amended by a two-thirds (2/3) vote of all Board members present at a regularly scheduled Board meeting

ARTICLE 9

9.1 **VOTING BY PROXY:** To ensure the Board and Organization Membership makes informed decisions, voters must have all the available facts, and the same facts presented to the rest of the attending Organization. When absent, there is no way that their opinions can be held in the same regard as those in attendance.

9.2 Therefore, using this method to decide issues will be discouraged, and if necessary to use, by exception ONLY or in the case of extenuating circumstances. Situations where a proxy vote may be necessary are issues related to Center paid staff (pay raise, position change, etc.), personnel removal or personnel reinstatement.

ARTICLE 10

10.1 **VOTING BY BALLOT:** Though not anticipated, there might be a situation in which a vote by ballot is necessary. Situations where a ballot vote may be necessary are issues related to



BY-LAWS

ORTING SENIOR CENTER ORGANIZATION

Center paid staff (pay raise, position change, etc.), personnel removal or personnel reinstatement, and Advisory Board Member elections.

ARTICLE 11

11.1 **SUSPENDING BY LAWS:** To protect the rights of Executive Board members and Membership absentees, none of these by laws cannot or will not be suspended through any means (unanimous vote, Officer discretion, etc.). This provides assurances to those individuals not in attendance that any meeting will be conducted according to the by-laws in place.

ARTICLE 12

12.1 **NON-MEMBER INFLUENCE:** The Orting Senior Center Organization's power begins and ends with its members. However, due to the close relationship the Organization maintains with the Orting community, both its citizens and businesses, it is helpful to stay connected to both for support, advice, updates and changes.

12.2 Specifically as it pertains to the business community, this relationship provides an opportunity for mutual support and resource sharing.

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