

## **BY - LAWS**

### **I. Name:**

The Sussex and Area Seniors' Centre Inc. hereinafter called ~~%Seniors' Centre+~~ Seniors' Centre.

### **II. The Executive:**

Shall be elected at the Annual meeting and shall be composed of:

- a. President
- b. First Vice-President
- c. Second Vice-President
- d. Secretary
- e. Treasurer
- f. Immediate Past-President who completed their term of office.

### **III. Board of Directors**

a. The Centre shall be managed by a Board of Directors of not fewer than seven (7) or more than fifteen (15) members. No more than twenty five percent (25%) of the Board Members shall be under the age of fifty (50).

The Board of Directors shall consist of:

- i. All members of the Executive;
  - ii. Chairs of all standing committees (not to exceed five (5));
  - iii. Four (4) members-at-large (to be elected at the Annual Meeting);
  - iv. A representative from the Recreation Department, Town of Sussex (non-voting, ex-officio);
  - v. The Seniors' Centre Coordinator (non-voting, ex-officio)
- b. The Board shall have the power to enter into lawful contracts and exercise such other acts as are authorized by its Constitution and By-Laws. The Board will interview and hire the coordinator after advertising in the local newspaper.
- c. The Board shall normally meet monthly, no less than nine (9) times per year.
- d. A Board Member shall vacate their elected office by notice in writing and an election will be called forthwith and be held at the next General Meeting providing the resignation is longer than two months before the next Annual Meeting.

e. A Board Member shall be deemed to have offered their resignation by notice in writing to the Seniors' Centre if they fail to attend three consecutive, duly called General/Annual Meetings, unless satisfactory reason(s) are given to the Board prior to the fourth meeting.

f. Election of all positions shall be by plural majority and secret ballot.

g. A retiring Board Member shall hold office until the dissolution or adjournment of the meeting at which their successor is elected.

#### IV. **Committees**

The Board may appoint standing and/or ad hoc committees as deemed necessary.

#### V. **Membership:**

a. Members: Adults fifty plus who have paid the yearly membership dues.

b. Guests: Adults fifty plus who drop in and/or participate in program activities sponsored by the Seniors' Centre for a two day period without purchasing a membership.

c. Associate members: Persons under the age of fifty plus who have paid the yearly membership. Associate members shall not have voting privileges.

#### VI. **Meetings:**

a. The Board makes recommendations to the Membership at General and Annual Meeting in accordance with Robert's Rules of Order. The Chair does not vote twice but will cast the deciding vote in the event of a tie. The Membership is the governing body of the Seniors' Centre.

b. Executive and Board meetings shall be called by the President or when the President is unavailable, by the First Vice-President.

c. The President or the First Vice-President may call General meetings. However, any three (3) members of the Seniors' Centre Board of Directors may request a General meeting provided the Executive has been notified in writing with the reasons for the meeting. The meeting should be called within ten (10) days.

d. An Annual meeting shall be held at the call of the Board to allow for presentation of financial reports from the previous fiscal year, reports from the Board and Committees and the election of new Executive and Board members.

e. The audited records of the organization shall be presented to members at the Annual meeting. The President, Treasurer and Secretary shall be signatory to Seniors' Centre cheque(s). No blank cheque(s) will be signed and two signatures are required on all cheque(s).

f. Notice of all Annual or General Meetings shall be posted at least four weeks in advance, except in cases of emergencies.

g. Agenda for General and Annual meetings should consist of our National Anthem. Call to Order. Roll call of Executive and Board Members. Number of members in attendance. Reading of past General Meeting minutes. Reading of Executive and Board minutes between this meeting and last meeting. Financial Report and recommendations from same. Recommendations arising from past minutes which

need approval from the General-Annual meeting. Committee reports. Recommendations arising from same. Correspondence. New Business. Adjournment followed by The Queen.

#### **VII. Constitution and By-Laws**

Changes or amendments shall be presented to a General/Annual meeting for approval by a vote of two thirds (2/3) of the membership in attendance. Membership shall be advised of any proposed changes at least four (4) weeks in advance.

#### **VIII. Dues and Assets:**

- a. Membership dues shall be established at the Annual meeting.
- b. The Seniors' Centre through the Board has the right to collect monies and acquire assets, including the collection of membership dues.
- c. The Board oversees the everyday operations of the SeniorsqCentre and as such cannot authorize capital expenditures over five hundred dollars (\$500) without approval of the membership at a General/Annual meeting.

#### **IX. Borrowing:**

The Seniors' Centre may not borrow money without a prior Notice of Motion to all members in writing and an announcement in the local newspaper.

#### **X. Holding and Dissolution of Property:**

- a. The Seniors' Centre shall hold property (both real and personal and income arising) acquired by purchase, lease, mortgage, gift, bequest, contract, grant or in trust, for the sole purpose of the Seniors' Centre.
- b. In the event of dissolution of the organization, all its remaining assets, after payment of liabilities, shall be distributed to one or more recognized charitable institutions in the Province of New Brunswick as approved by a majority vote at the Seniors' Centre Dissolution of Assets Meeting.

#### **XI. Quorum:**

- a. The quorum for an Annual or General meeting shall be fifteen (15) members.
- b. A number greater than fifty percent of the Board holding office at any time form a quorum for the transaction of business.

#### **XII. Resolutions:**

- a. Resolutions may be presented at an Annual or General meeting, provided that members have been advised of such proposed resolutions at least four (4) weeks prior to the Annual or General meeting. Such resolutions must be approved by a majority vote of those in attendance.

#### **XIII. Indemnification of Directors:**

Every Director of the Seniors' Centre, their heirs, executors, administrators and estate from time to time and at all times be indemnified and saved harmless out of the funds of the Seniors' Centre from and

against all costs, charges and expenses sustained or incurred by them in or about any action, suit or proceeding which is brought, commenced or prosecuted against them for or in respect of any act, matter or thing made close or permitted by them in or about the execution of the duties of their office and against all other costs as may be incurred relating to the duties from time to time placed upon them.

**XIV. Approved:**

These by-laws were passed by the majority at a Board Meeting on November 17<sup>th</sup>, 2006 and will come into effect immediately.

## **Constitution**

(to be amended)

**II. Name:**

The name of the organization shall be the Sussex and Area SeniorsqCentre Inc. (hereinafter called ~~SeniorsqCentre~~).

**III. Definition:**

The Seniors' Centre is a non-profit body in partnership with the Town of Sussex and Area. The head office of the SeniorsqCentre shall be in the Town of Sussex, in the County of Kings and Province of New Brunswick and at such place therein as the Directors of the Seniors' Centre may from time to time by resolution determine.

**IV. Purpose:**

The primary purpose of the Seniors' Centre is to develop, present, and support activities to meet the needs of adults aged fifty plus in Sussex and the surrounding areas. This is achieved by:

- a. Providing opportunities for adults aged fifty plus to meet, to learn, to develop new skills, to socialize, to entertain and to be entertained.
- b. Serving as an information centre for fifty plus adults and those who work with them.
- c. Acting as an information source for seniors involved in advocacy issues.
- d. Encouraging adults aged fifty plus to suggest and develop new programs.
- e. Promote healthy life styles and over all well being of adults aged fifty plus.
- f. To provide a location for friendly, affordable and accessible activities and services that will enhance the quality of life for adults aged fifty plus.