

MONROE AGING CONSORTIUM

BYLAWS

ARTICLE 1: NAME

The name of the organization is Monroe Aging Consortium (MAC).

ARTICLE 2: MISSION

The Monroe Aging Consortium is a voluntary association of organizations and individuals dedicated to enhancing the quality of life for older Monroe County residents through education, information sharing, networking, planning, advocacy and collaborative action. MAC is organized for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501c(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE 3: MEMBERSHIP

Membership in MAC shall be open to any 1) organization or 2) individual committed to its purpose and willing to support MAC activities, and 3) agencies must provide services within Monroe County to Monroe County residents.

Section 1: Dues: The fiscal year of MAC shall be from July 1 through June 30, with dues payable on or before July 1. Membership dues are paid annually (in June) the amount is set by the Board each year. Payment is confirmation of membership. There shall be no refunds for any reason.

Section 2: Meetings: MAC shall schedule six regular membership meetings per year, and may form working committees that meet as necessary to perform their functions. Information will be available to all members with emails on file with us and will receive electronic notification. All meetings are open to the public.

Voting rights are limited to one (1) vote per organization, but meetings are open to three (3) attendees per organization. The majority of the duly assembled members constitute a quorum at general membership meetings.

ARTICLE 4: OFFICERS/BOARD

The Executive Board of MAC shall consist of the officers and directors. Officers shall consist of the following elected from the general membership: President, Vice President, Secretary, Treasurer and no more than six Directors.

Section 1: Election of Officers:

A slate of officers and directors will be presented by a nominating committee at the March general membership meeting and entertain nominations from the floor. Voting will be held at the May meeting. Officers and Directors will begin in July. Elections will take place in odd years for President, Secretary and no more than three (3) Directors and even years for the Vice President, Treasurer and no more than three (3) Directors.

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Section 2: Term of Office: Officers shall be elected for a term of two years with a maximum of two terms.

Section 3. The immediate Past President shall be included as a member of the Executive Board with voting privileges.

Section 4: Vacancies: Any vacancy occurring on the Executive Board shall be filled by the Executive Board for the remainder of the term of that vacancy, provided such appointment shall be approved by the general membership at the next general meeting of MAC following the appointment.

Section 5: Executive Board Meetings:

- A. **Time/Place:** The Executive Board shall meet at least quarterly, or at such other times by call of the president of the board, at a day and time to be determined by the Executive Board in any fiscal year.
- B. **Quorum:** Seven members of the Executive Board shall constitute a quorum.
- B. **Contact:** Use of electronic media can be used to help in the efficiency of the operation of the organization.
- D. **Attendance:** Executive Board members must attend regularly scheduled meetings and can be excused with prior notification. The Executive Board withholds the right to remove a Board Member who misses two (2) unexcused regularly scheduled meetings.

ARTICLE 5: OFFICERS' DUTIES

- A. **President:** The President shall preside over all general membership and Executive Board meetings and shall keep both informed as to the activities of MAC. The President as an ex-officio member of all committees shall be responsible for enforcement of MAC by-laws and shall coordinate the actions of the Executive Board and committees to attain the mission of MAC.
- B. **Vice President:** Performs the duties of President in the absence of the President, and such other duties as assigned by the President. VP maintains an electronic (backup) archive of all MAC activities.
- C. **Secretary:** The Secretary shall record and keep an electronic and hard copy record of the general membership and the Executive Board meetings and perform such other duties as assigned by the President. In the absence of the President and Vice President, the Secretary shall serve as presiding officer at any meetings.
- D. **Treasurer:** The Treasurer shall receive and hold the funds of MAC. One-hundred (100) percent of the funds of MAC shall be held in FDIC insured institutions licensed to do business in the State of Michigan and as approved by the Executive Board. The Treasurer shall record and keep an electronic and hard copy record of proper vouchers and reports using acceptable accounting principles and such accounts shall be open to inspection at anytime by the Executive Board.

Disbursement of funds shall be limited to Fifty (\$50) without prior board approval. All checks or withdrawals written by MAC shall require the signature of the Treasurer and one other officer. In the absence of the Treasurer the Secretary can sign. The Treasurer shall report at the Executive Board and general membership meetings. The Treasurer shall provide an annual financial statement at the end of the fiscal year and shall submit financial vouchers and books for audit at anytime

requested by the Executive Board. An insurance company licensed to do business in the State of Michigan shall bond the Treasurer and Secretary. This shall be a MAC expense.

- E. **Directors:** The Directors shall be at large members of the Executive Board exercising voting privileges and will attend regularly scheduled meetings.
- F. **Resident Agent:** The Resident Agent is responsible for fulfilling the requirements of the organization with the State of Michigan and the IRS in order to maintain its legal non-profit status.
- G. **Past President:** The Past President shall reside on the Board for the purpose of providing historical value. This position will coincide with the term of the President.

ARTICLE 6a: COMMITTEES

The following committees shall constitute the standing committees of MAC:

- A. **Financial:** The Financial Committee shall have an Executive Board member elected by the Executive Board as chairman and consist of the Chairman, President, Treasurer, and two elected General Membership members. The Committee will check the financial status of MAC and prepare an annual budget for adoption by the Executive Board. The committee will make periodic checks with the Treasurer to see that the budget is in balance. The Chairman shall submit a written report on any/all findings relevant to MAC at each Executive Board meeting.
- B. **Membership:** The Membership Committee chairperson shall be assigned by the Executive Committee and shall serve to obtain new, and retain existing, members. In addition, the committee will conduct induction of new members, welcoming them at meetings; introduce them to current members and follow-up on future attendance. The chairperson shall assist in maintaining an accurate membership roster with the Secretary and report on any membership status or news to the Executive Board.
- C. **Nominating Committee:** The nominating committee shall consist of three (3) members assigned by the Executive Committee. The Nominating Committee shall serve to obtain a slate of officers and directors to present at the March general membership meeting and entertain nominations from the floor.

The Executive Board shall have complete authority to form committees as needed to perform MAC functions.

ARTICLE 6b: BUDGET

- A. The budget for the following fiscal year shall be submitted by the Financial Committee to the Executive Board for approval before April 30th.
- B. Copies of the approved budget will be available to the general membership.
- C. All proposed expenditures that exceed the respective total approved budget shall be presented to the Executive Board.

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- D. The Executive Board shall have the authority to expend funds in extreme emergencies; however, said expenditures shall be reported at the next general meeting.

ARTICLE 7: EARNINGS AND DISSOLUTION

- A. No part of the net earnings of MAC shall inure to the benefit of, or be distributed to, its members, officers, directors or other private persons, except that MAC shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payment and distributions in furtherance of the purposes set forth in Articles 2 and 6. Upon the dissolution of MAC, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose or to an authorized 501(c)3 which could include a member organization. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the club is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 8: AMENDMENTS

- A. Any proposed amendments to these By-Laws must be submitted in writing to the Executive Board.
- B. Any proposed amendment to the By-Laws will be available to the membership by electronic media at least seven (7) days prior to the next general meeting at which the amendment will be acted upon.
- C. Changes to the bylaws may be made only by a majority vote of the duly assembled members present at the scheduled general membership meeting.

ARTICLE 9: MISCELLANEOUS

- A. **INDEMNIFICATION:** The Corporation shall indemnify its directors and officers, employees and agents and other persons whom it shall have power to indemnify, as permitted by law, and as determined by the Board of Directors.
- B. **MAC PROPERTY:** Any and all writings, trademarks, logos, publications, reports, or any other property acquired by Board or committee members shall be construed to be MAC property and shall be returned to MAC upon the end of office or term of any Board or committee member.
- C. **NON-DISCRIMINATION:** MAC does not discriminate against any applicant or member because of their age, race, color, religion, creed, national origin, gender, sexual preference, marital status or any other basis prohibited by law.