



## Commission on Aging

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### **By-Laws** **Roscommon County Commission on Aging, Inc.** **A Non-Profit Corporation**

#### **Article I: Name**

The name of this organization shall be the Roscommon County Commission on Aging, Incorporated, hereinafter referred to as the "Commission"

#### **Article II: Purpose**

The Commission is a non-profit, non-sectarian, non-political organization which coordinates programs, public and private, promoting and safeguarding the independence and well-being of the senior citizens of Roscommon County, Michigan. Representative activities in carrying out these programs are as follows:

- A. Providing Leadership, consultation and assistance to interested groups or individuals that foster the well-being of our aging citizenry. A senior citizen is defined as a person sixty (60) years of age or older or the younger spouse of a person sixty (60) years of age or older.
- B. Accumulating, tabulating and studying the factual data relating to aging citizens and their resources.
- C. Disseminating information concerning services and programs having to do with social, economic, health and housing needs of the aging.
- D. Cooperating and planning with existing governmental and private agencies in order to develop and make available needed resources for the aging throughout Roscommon County.
- E. Establishing policy and programs related to services provided at community centers located within Roscommon County.
- F. Entering into legally binding agreements and contracts, public and private, which further the purpose and goals of the Commission.

The Commission, while seeking the guidance and support of all individuals and organizations promoting the wellbeing of senior citizens, must hold itself, its activities and services, aloof from all encumbrances, domination or direction of any individual or group in order that everyone, regardless of his or her station or affiliation, may enjoy equal status in relation to his or her need for attention or services.

### **Article III: Membership**

The Commission shall consist of nine (9) members with one (1) County Commissioner and; two (2) At-large members recommended by the Agency Director and appointed by the Commission; two (1) person appointed by each senior center for a total of three (3); and one (1) person At-Large from each community (Houghton Lake, St. Helen and Roscommon); suggestions for these three (3) positions will be submitted to the Commission by groups within each community and appointed by the Commission. Notice of At-Large vacancies to be published in area newspapers.

- A. Members of the Commission shall be selected for terms of two (2) years and shall initially be appointed in such a manner and for such periods of time that reappointments will be staggered. Any member whose term expires will remain seated until a new member is appointed.
- B. Any voting-age person residing in Roscommon County concerned with promoting and safeguarding the welfare of senior citizens may become a member of the Commission.
- C. No member shall be an employee of the Commission or be affiliated with a public or private organization that contracts with senior citizens in Roscommon County or be involved in any endeavor which would influence the policy decisions regarding senior citizens unless that affiliation is disclosed to and approved by the Commission.
- D. Members of the Commission shall be volunteers and will not receive compensation for their services. However, reimbursement for expenses, not to exceed those allowed for Roscommon County Board of Commissioners, will be made for all members.

### **Article IV: Officers**

- A. Chairperson, Vice-Chairperson, Recording Secretary and Treasurer shall be elected by the Commission and shall serve as the Executive Committee.
- B. All officers shall be elected at the annual meeting in the month of January of each year for a term of one (1) year to take affect immediately. There shall be no term limitations.
- C. The Nominating Committee will be appointed at the November meeting and present a slate of officers for election in December of each year. New officers will take office on January 1<sup>st</sup> of each year. There shall be no term limitations.

**Chairperson, duties are as follows:**

- A. To preside over and conduct all meetings of the Commission.
- B. To see that all orders and resolutions of the Commission are carried into effect and all deeds, mortgages, bonds, contracts or other authorized instruments are signed by the Chairperson and one officer and / or authorized agent.
- C. To appoint all standing and special committees, with the exception of the Executive Committee; to be an ex-officio non-voting member of all committees except the Nominating Committee, and to appoint Commission representatives to other agencies or groups.
- D. To serve as chairperson of the Executive Committee.
- E. To call special meetings of the Commission as necessary.
- F. To consult with the Executive Committee members between meetings and to prepare the monthly agenda for the Commission and Executive Committee.
- G. To have overall responsibility in directing and coordinating the activities of the Commission in accordance with the by-laws. The Chairperson shall preside at all meetings and shall appoint Committee Chairpersons, and others, with approval of the Commission.

**Vice-Chairperson, duties are as follows:**

- A. To fulfill all duties of the Chairperson during his / her temporary absence.
- B. To serve as a member of the Executive Committee.
- C. To perform other duties as designated by the Chairperson.

**Recording Secretary, duties are as follows:**

- A. To see that true and accurate minutes of all proceedings of the Commission and Executive Committee are kept.
- B. To see that copies of all minutes are kept on file at the Commission office and made available to the public.
- C. To see that all members of the Commission receive a copy of all minutes, amendments and all other documents of the Commission.
- D. To be responsible for all correspondence to the Commission.
- E. To serve as a member of the Executive Committee.
- F. To inform those elected and / or appointed to offices and / or committees.
- G. To supply a list of unfinished business to the Chairperson for the agenda of each meeting.

**Treasurer, duties are as follows:**

- A. To have charge of and be responsible for all funds, securities, receipts and disbursements of the Commission.
- B. To deposit or cause to be deposited in the name of the Commission all monies or other valuable effects in such banks, trust companies or the depositories as shall be selected by the Commission.
- C. To render to the Commission, whenever requested, an account of the true financial condition of the Commission and arrange independent audit of the agency.
- D. To serve as a member of the Executive Committee.
- E. To serve as chairperson of the Finance Committee.

**Article V: Meetings**

- A. The Commission shall hold regular meetings once a month on the third Wednesday of each month except December and July or as voted on by the majority of the board.
- B. Five (5) members of the Commission shall constitute a quorum for the transaction of business.

**Article VI: Committees**

- A. Executive Committee meetings may be held at the authorization of the Chairperson with a minimum of eighteen (18) hours' notice to all the members of the Executive Committee. An attempt to notify all members must be made.

Business of the Executive Committee shall be referred to the full Commission for final action except in the cases of extreme emergency. Minutes of such meetings must be submitted at the next regular Commission meeting for ratification.

- B. The Commission shall establish four (4) Standing Committees:
 

Finance	Personnel
Program & Evaluation	Nominating

The Chairperson shall appoint three (3) members of the Commission to each committee and shall designate the chair of each, except for the Finance Committee which shall be chaired by the Treasurer.

- C. The Commission may establish Special Committees as it deems appropriate and the Chairperson shall appoint such members and / or other persons who shall advise or consult on matters as requested.

**Article VII: Vacancies**

- A. Commission member's position shall be declared vacant if such person is absent from three (3) consecutive meetings without good reason. Notice shall be given by the Chairperson at the next meeting that nominations will be accepted from the Nominating Committee and election held to fill the vacancy at a subsequent meeting.
- B. In the case of death or resignation of a Commission member action will be taken at the next meeting to fill such vacancy, except in the case of the Chairperson, where the Vice-Chairperson would take over and the office of Vice-Chairperson would then be filled.

#### **Article VIII: Staff**

- A. The Commission shall employ a County Director who shall hire and organize staff in accordance with established programs and policy approved by the Commission.

#### **Article IV: Amendments and Rules of Order**

- A. These by-laws may not be amended unless a statement of the proposed amendments has been included in or has accompanied the notice of the meeting at which the first reading shall take place.
- B. Following a second reading at a subsequent meeting these by-laws may be amended by a two-thirds vote of the Commission members present. The Secretary shall include the text of the proposed amendment with the notice of each meeting sent to each Commission member seven days prior to the date of such meeting.

Upon the adoption of the revisions to the by-laws, all previous by-laws not in harmony with revisions are hereby null and void.

- C. Robert's Rules of Order, latest edition, shall be the parliamentary authority for all matters of procedure and which do not conflict with the rules and procedures prescribed above.
- D. The Commission shall review these by-laws every five (5) years or as needed.

#### **ARTICLE X: Commission Termination**

- A. Only by two-thirds (2/3) vote of all voting members of the full board can the Commission be dissolved. The following conditions must also be completed: a Public Hearing held, notification in an area publication (local news media) and notification to the County Board of Commissioners.
- B. In the event the Commission is dissolved, the correct proportionate share of all monies unspent shall be returned to the agency from which they were received, accompanied by an audit of such accounts prepared by a certified public accountant.

- C. Upon the dissolution of the organization, all assets real and personal shall be distributed to such organizations as are qualified as tax exempt within the meaning of Section 501 (c) (3) of the Federal Revenue Code, or corresponding provisions of any future tax code.

**Certifications:**

This is to certify that the above by-laws were accepted and ratified at a meeting of the Commission held at the Commission offices on (date)\_\_\_\_\_ and that its' policies and objectives will remain in full force until amended.

\_\_\_\_\_  
Chuck Corwin, Chairperson

\_\_\_\_\_  
Dan Fishel, Recording Secretary

\_\_\_\_\_  
Date

\_\_\_\_\_  
Date