



## **BALLSTON AREA SENIOR CITIZENS, INCORPORATED BYLAWS**

### **ARTICLE 1 MISSION**

**The mission of the Ballston Area Senior Citizens, Incorporated, a non-profit, tax-exempt, Internal Revenue Code 501(c)(3) organization, is to provide a quality-of-life enrichment opportunity and experience for Ballston Area Seniors members.**

**Members of the Ballston Area Seniors meet for a pot-luck lunch, weekly, at the Town of Milton Community Center on Northline Road in Ballston Spa, New York, and participate in a wide variety of activities such as enjoyable day trips, festive dinners, hands-on sewing crafts, bingo, dancing, chorus singing, card playing, golfing, bowling, exercising, and other activities.**

**Ballston Area Senior Citizens, Incorporated provides a forum for members to meet new people, to share experiences and to enjoy interesting conversations. The conversations may include daily life experiences, interesting backgrounds and experiences of others, sports, world news, use of computers, history, medical topics, hobbies, science, languages, shopping, coupon exchanges, best restaurants, and other topics of interest.**

**The Ballston Area Seniors organization has a speaker/presentation program to further build upon and expand the exchange of the vast amount of interesting experiences and knowledge that seniors display in the seniors program.**

**Members plan and conduct fund raising events such as bazaars and raffle sales to augment the financial support received from the Town of Ballston, the Town of Milton, and the Village of Ballston Spa.**

**Ethics – Normally, members volunteer their services in their areas of interest and those of the Corporation, expecting no money or gifts from either the Corporation or its members.**

**Philosophy - When the Corporation predecessors first organized, Mayor Charles Heniger, the Founder, and the Director, Herman Wagner, introduced a policy to members that there should be no concern with politics or religion at any time. This philosophy is still endorsed and sanctioned by the members.**

**The sum of the activities described above defines the Ballston Area Senior Citizens, Incorporated, and our mission. We continually encourage our senior friends to join us in our quality-of-life opportunities and experiences.**

## **ARTICLE 2 OFFICERS AND DIRECTORS**

**The Executive Board is made up of the following elected officers: President, Vice President, Treasurer, Secretary, Membership Secretary, and Four (4) Directors. The immediate Past President is a non-voting Ex-officio member of the Executive Board.**

## **ARTICLE 3 DUTIES AND RESPONSIBILITIES OF EXECUTIVE BOARD MEMBERS**

**3.1 The Executive Board is responsible for overseeing the operation of the Corporation.**

**3.2 The President presides at all general, special, and Executive Board meetings and secures a volunteer chairperson for all Standing and Special Committees.**

**3.3 The Vice President presides in the absence of the President and assists with other duties as requested by the President.**

**3.4 The Secretary is the central repository of information for the organization given his/her exposure to the meetings of the group. The Secretary should be knowledgeable in the organization's Bylaws, leadership and procedures. It is the responsibility of the Secretary to maintain the organization's records and documentation, which includes preparation of meeting agenda and minutes, memoranda and other correspondence, and to perform such duties as are usually incumbent upon that office.**

**3.5 The Treasurer receives and disburses all monies of the Corporation and keeps an accurate account of financial transactions. The Treasurer shall submit at the first meeting of the month, or at any time requested by the President, a detailed financial report.**

**3.6 The Membership Secretary collects all dues and assessments, keeps an up-to-date record of membership, and validates each membership card by signature or initials. Because of the large workload associated with the Membership Secretary position, the Membership Secretary, with the assistance of the Executive Board, may designate one or more members to assist in performing member record related duties, such as maintaining membership computer records, assisting during weekly meetings, or sitting in for the Membership Secretary during absences.**

**3.7 The Directors ensure compliance with the Bylaws and the Standard Operating procedures (SOP).**

**Revision 3  
October 1, 2016**

**3.8 The Executive Board prepares and includes in the Standard Operating Procedures, more specific duties and responsibilities of Executive Board members to distribute the leadership function at the Board level to:**

- 3.8.1 Assist the President in conducting the organization's on-going business.**
- 3.8.2 Provide for more direct leadership attention to the many functional areas of the organization.**
- 3.8.3 Maximize the opportunity to apply the many years of experience of the Executive Board members in leading the organization.**
- 3.8.4 Further enable and support the Standing Committee Chairpersons in their continuous leadership role.**

**3.9 If an Executive Board position becomes vacant, the actions specified in Article 8, Elections, are followed.**

#### **ARTICLE 4 MEMBERSHIP**

**4.1 Charter members of the Corporation are those who were members of the unincorporated association known as Ballston Area Senior Citizens as of September 13, 2000.**

**4.2 Resident membership - Any resident of one of the supporting municipalities, fifty-five (55) years of age or more, is eligible for membership upon payment of dues as assessed from time to time by the Executive Board.**

**4.3 Non-Resident membership - Prospective new members at least fifty-five (55) years of age, who do not reside in one of the supporting municipalities, will be permitted to join the Ballston Area Senior Citizens organization as a Non-Resident member. Non-Resident members will be afforded all benefits provided to Resident members with the exception of subsidized trips.**

**4.4 Change of Membership Status - After one (1) year of continuous active participative membership, a Non-Resident member may petition, in writing, the Membership Committee for approval by the Executive Board to have their membership classification changed to Resident.**

**4.5 Anyone who has been an active member for one year and keeps membership dues current may remain an active member, regardless of where the member resides.**

**4.6 If an active member has a spouse who is less than fifty-five (55) years of age or presently resides outside the resident area, the spouse will be admitted to membership.**

## 4.7 Dues

**4.7.1 Annual dues for each member are due and must be paid by January 1 of each year to maintain active membership. If dues are not paid by January 31, the member will be placed “INACTIVE” until the dues are paid. If dues remain unpaid on December 31, the member will be dropped from the membership list. Dues are not prorated for a partial year.**

**4.7.2 When initially joining the organization, \$10 will be charged for the first year of membership, regardless of age. The structure for dues is as follows:**

<b>AGE</b>	<b>DUES</b>
<b>Upon joining, for first year, regardless of age</b>	<b>\$10</b>
<b>55-79</b>	<b>\$10</b>
<b>80-89</b>	<b>\$5</b>
<b>90 and over</b>	<b>Life Member – no dues</b>

**4.7.3 Incapacitated or nursing home residents who have previously been active members, and those who are ill and unlikely to return to active membership may be given Life Member status and pay no dues. Each case is reviewed and determined by the Membership Committee.**

**4.8 A senior citizen who has given outstanding service to the Corporation or the Community may be granted Honorary Membership status by a vote of the membership.**

**4.9 Subsidized Events - To be eligible for a subsidized event, at the discounted price, a member must have joined at least thirty (30) days prior to the first sign-up date, and dues must be paid up-to-date.**

**4.10 Any exceptions to membership requirements above must be reviewed and approved by the Membership Committee and the Executive Board.**

## ARTICLE 5 MEETINGS

**5.1 Regular meetings are held weekly on Thursdays, except on legal holidays and when Ballston Spa schools are closed due to inclement weather. School closings are announced on local radio and TV stations.**

**5.2 The Executive Board normally meets on the fourth (4th) Thursday of each month after the regular meeting. Special meetings may be called by the President when appropriate.**

**5.3 The rules contained in Robert's Rules of Order (latest revised edition) shall be the parliamentary authority on all matters not specifically covered by these Bylaws, and/or as directed by State or Federal Laws.**

**5.4 All members are welcome to attend any regular, special or Executive Board meeting and are allowed to voice their opinion when recognized. Only elected Officers and Directors will have a vote during Executive Board meetings.**

**5.5 If necessary to address private, personal or personnel matters, the President may convene a closed special meeting to be attended only by the Executive Board or appropriate members of the Executive Board.**

## **ARTICLE 6 COMMITTEES**

**6.1 The President shall secure a Chairperson for each standing committee. The Chairperson is responsible for overall committee activity and shall recruit volunteers to participate on the committee. All members in good standing are encouraged to volunteer to serve on a committee of their choice.**

**6.2 The President or designated representative is an Ex-officio member of each committee.**

**6.3 The Standing Committees of the Corporation are shown below. A more detailed description of committee activities is included in Article 6 of the SOP.**

- 6.3.1 Activities**
- 6.3.2 Audits**
- 6.3.3 Budget**
- 6.3.4 Buildings and Grounds**
- 6.3.5 Bylaws/SOP**
- 6.3.6 Chorus**
- 6.3.7 Crafts**
- 6.3.8 Kitchen**
- 6.3.9 Membership**
- 6.3.10 Nomination**
- 6.3.11 Publicity**
- 6.3.12 Trips**

**6.4 Special committees may also be formed by the President with the approval of the Executive Board.**

## **ARTICLE 7 FINANCES**

**7.1 Fiscal Year - The fiscal year shall run from January 1<sup>st</sup> to December 31<sup>st</sup>.**

**Revision 3  
October 1, 2016**

**7.2 The Budget Committee, chaired by the Vice President, and comprised of all Officers, Directors and any member of the Corporation wishing to serve shall be responsible for preparation of a Budget for the coming year as of November 1st.**

**7.3 Corporation receipt/income sources include:**

**7.3.1 Funds received each Fiscal Year from:**

**7.3.1.1 The Town of Ballston**

**7.3.1.2 The Town of Milton**

**7.3.1.3 The Village of Ballston Spa**

**7.3.2 50-50 raffle**

**7.3.3 Membership dues**

**7.3.4 Trip income from members**

**7.3.5 Festive dinners**

**7.3.6 Kitchen door**

**7.3.7 Dances**

**7.3.8 Crafts sales**

**7.3.9 Sunshine Funds from table collections**

**7.3.10 Public fund-raising affairs such as craft fairs, garage sales, and public events with the approval of the Executive Board**

**7.3.11 Earnings from Corporation bank accounts**

**7.4 Funding**

**7.4.1 No individual member shall benefit financially from any Corporation funds, except for services rendered or goods provided at fair value pursuant to contract as discussed in Article 9.2.**

**7.4.2 Funds received from the Village of Ballston Spa, Town of Ballston, and the Town of Milton may be spent for crafts, rent, recreation and trips, or as otherwise approved by the Executive Board. No funds received from these sources may be used for overnight trips.**

**7.4.3 All requests for funds to be donated from the budget must be presented to and approved by the Executive Board prior to presentation to the membership for vote.**

**7.4.4 All bills, with the exception of any budgeted items, with a total cost over two hundred dollars (\$200.00) must be approved by the Corporation membership present at an official regular membership meeting.**

**7.5 The Treasurer, in conjunction with a Certified Public Accountant, ensures that the annual Internal Revenue Service Tax Report is prepared and submitted to the Internal Revenue service by April 15 of each year.**

**7.6 The Audit Committee is responsible for conduct of an annual Financial Audit of the Corporation's financial activities. The annual Audit Report should be completed by June 30<sup>th</sup> of each year.**

## **ARTICLE 8 ELECTIONS**

**8.1 A Nominating Committee of five (5) members shall be recruited by the President no later than the last meeting in October of each year.**

**8.2 Any member who desires to run for an elective office should inform the Nominating Committee.**

**8.3 New Members and Elective Office – New members will be permitted to hold an elective office after one (1) year of continuous active membership.**

**8.4 The Nominating Committee will present a slate of candidates for Officers and Directors to the membership at the second (2nd) regular meeting in November.**

**8.5 Nominations from the floor may be made at the first (1st) meeting in December after which nominations will be closed. The person nominated must be present at the time of nomination and agree with the nomination or have provided written agreement to be nominated.**

**8.6 Elections will be conducted at the second (2nd) meeting in December.**

**8.7 Officers and Directors will be installed at the first (1st) meeting in January.**

**8.8 Terms for Officers shall be for one (1) year and limited to four (4) terms.**

**8.9 The terms of Directors shall be for two (2) years and limited to two (2) terms. Two (2) Directors are elected each year.**

**8.10 If an office becomes vacant, the Nominating Committee, on request by the President or the presiding officer, shall present a slate of candidates to the**

membership. Nominations may also be made from the floor. An election shall be held so that the office is not vacant more than thirty (30) days.

**8.11** In the event the nominating process is unsuccessful in identifying a candidate to fill a vacancy, the incumbent may be elected to serve another term.

**8.12** Any deviation from established election requirements must be reviewed and approved by vote of the Executive Board and the membership.

## **ARTICLE 9 CHARITABLE ACTIVITIES**

**9.1** The Corporation is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code).

**9.2** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

**9.3** Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future federal tax code).

## **ARTICLE 10 DISSOLUTION**

**10.1** Upon dissolution of this Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e., charitable, educational, religious or scientific, or 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.

**10.2** If the Corporation should dissolve, any balance in the General fund, after all liabilities are taken care of, will be distributed to the charities chosen by the membership at the time of dissolution. All equipment owned by the Corporation will be sold and funds distributed by the Executive Board.

## **ARTICLE 11 AMENDMENTS**

Revision 3  
October 1, 2016



**11.1 These Bylaws may be amended by a majority vote of the members attending any regular or special meeting of the membership, so long as each amendment conforms to the requirements of a charitable organization as the same may be defined by Section 501(c)(3) of the Internal Revenue Code and that it has been proposed to the membership and laid on the table at a meeting of the membership at least one week prior to its presentation to the membership for adoption.**

**11.2 To ensure compatibility between the Bylaws and the SOP, when a change to either is made, both documents shall be reviewed and amended as necessary to ensure the two documents remain compatible. Both documents shall be issued with the same Revision Number and date.**

**Distribution:**

**File Copy  
Legal Advisor/Attorney  
Internal Revenue Service  
Membership**

**Revision 3  
October 1, 2016**