

Revisions through November 16, 2006

SENIOR FRIENDSHIPS, INC.

CONSTITUTION AND BYLAWS

ARTICLE 1 - NAME

The name of this Club shall be SENIOR FRIENDSHIPS, INC., which is a non-profit organization.

ARTICLE II -OBJECTIVES

The Club objectives shall be:

- a. To introduce newcomers of Henderson County to their community, to meet new people and establish friendships;
- b. To support worthy causes in the community.
- c. To encourage participation in club and community activities

ARTICLE III - MEMBERSHIP

All people residing in Henderson County are eligible to join the Senior Friendships. There are no other eligibility requirements.

ARTICLE IV - DUES

Dues for each calendar year shall be set by the executive board and announced to the membership at the November meeting of the prior year. The dues shall be payable by the January meeting of the new year. Anyone joining after June 30 will be responsible to pay 1/2 of the annual dues. Anyone joining after October 31 shall be required to pay a full years dues which will be credited to the following year.

ARTICLE V - OFFICERS

The officers of the club shall be as follows:

- a. President
- b. Vice President (Program Committee Chairman)
- c. Recording Secretary
- d. Corresponding Secretary
- e. Treasurer
- f. Assistant Treasurer
- g. Historian

The normal term of office shall be one (1) year, except as stated in Article VIII f.

ARTICLE VI - EXECUTIVE BOARD

The Executive Board shall be comprised of the following members:

- a. President
- b. Vice President
- c. Treasurer
- d. Recording Secretary
- e. Chairperson of Membership
- f. Chairperson of Activities
- g. Chairperson of Publicity
- h. Computer Support

The Immediate Past President shall be an ex-officio member of the Executive Board

ARTICLE VII - MEETINGS

- a. General meetings or social events of the club shall be held once a month, the dates to be set by the Executive Board and all members given due notice.
- b. The Executive board may change the date of a meeting or cancel it, provided that the members are notified.
- c. The Executive Board shall meet between general meetings to transact the business of the club.
- d. The presiding officer at the next general meeting after a meeting of the Executive Board shall make certain that members are informed as to action of importance taken by the Executive Board.
- e. Special meetings of the Executive Board may be called by the President or at the request of three (3) Executive Board members.

ARTICLE VIII - ELECTION OF OFFICERS AND BOARD MEMBERS

- a. A nominating committee of five (5) members, with at least three (3) from the general membership, shall be selected by the Executive Board at its August meeting.
- b. The Nominating Committee shall present a slate of eleven (11) names, one for each elective office, at the October general meeting of the club.
- c. Additional nominations may be made from the floor by any member at the November general meeting, when the election shall take place. Prior to this November meeting, all persons who have been nominated must have been contacted and indicated that they are willing to serve.
- d. The election of Officers and Board Members will be decided by a majority of those voting. Balloting shall be by voice vote or show of hands and proxy. When two or more persons have been nominated for an office, balloting shall then be by written vote from the floor and proxy. A plurality vote will decide the election for a candidate when there are three or more choices.
- e. New officers shall assume the responsibilities of the office effective January 1 of the following year.
- f. A vacancy in office shall be filled by the Executive Board, except that the Vice President shall complete the term of the President and the Assistant Treasurer shall complete the term of the Treasurer.

ARTICLE IX - - STANDING COMMITTEES

- a. The Standing Committees shall be: Activities, Civic, Computer Support, Membership, Program, Publicity and Social. With the exception of the elected chairpersons, The chairmen of the other standing committees shall be appointed by the Executive Board. The chairman and/or Co-Chairman of each Standing Committee shall appoint the members of their respective committee.
- b. Since the Executive Board is responsible for all club activities, Chairmen of each Standing Committee shall submit their plans to the Executive Board and receive approval prior to putting these plans into effect.
- c. The duties of each Standing committee shall be determined by the Executive Board and shall be distributed to the respective chairman in writing.
- d. Between Executive Board meetings and in emergencies, the chairmen of Standing Committees shall advise the President of necessary changes in plans and receive interim approval.
- e. The President shall be an ex-officio member of all Standing Committees with the exception of the Nominating Committee, where the President may be a voting member.

ARTICLE X - BUDGET

The Treasurer and the Assistant Treasurer shall constitute the Finance Committee. They shall prepare a budget estimating income and expenses for the calendar year. After this proposed Budget is approved by the Executive Board, The Treasurer shall present it to the membership at the January general meeting for approval

ARTICLE XI - AUDITING

- a. The financial records shall be audited annually.
- b. The Executive Board shall appoint an auditing committee consisting of at least two (2) persons. The president shall announce their names at the November general meeting.
- c. The Auditing Committee shall give its report to the Executive Board at their January meeting and to the membership at the following general meeting.

ARTICLE XII - BALLOTING BY PROXY

A proxy is a power of attorney given by one person to another to vote in his stead and it is also used to designate the person who holds the power of attorney. A proxy will be used for each Election of Officers and for changes to the Constitution and By-Laws. It shall be issued not later than 15 days prior or not earlier than 45 days prior to the election meeting. The proxy shall designate the Secretary of Senior Friendships Inc. to act in their stead, it shall be signed, dated, and received by the Secretary 7 days prior to the meeting to be valid. No proxy shall be revoked except by written notice delivered to the Secretary before the meeting or, if at the meeting, to the person presiding.

ARTICLE XIII - QUORUM

- a. One-fifth of the membership of the club present or by proxy shall constitute a quorum at a general meeting.
- b. A majority of the Executive Board shall constitute the quorum necessary for transacting business. In the case of an even number, half shall constitute a quorum.

ARTICLE XIV - PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order Revised shall govern this organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE XV - AMENDMENTS

These bylaws may be amended by a two-thirds vote of members present and voting at any regular meeting, provided that the changes have been approved by the Executive Board and have been either read at the previous general meeting, mailed, or e-mailed to the full membership at least 15 days prior but not earlier than 45 days prior to the vote.

REVISIONS: August 24, 1967 October 26, 1970 May 27, 1971
 October 26, 1972 April 25, 1974 October 27, 1983
 September 24, 1992 April 22, 1993 October 16, 1999
 November 16, 2000 April 18, 2002 November 17, 2005
 November 16, 2006