

By-Laws of -Aging Well in Waldo County

Name of the Group

The name of this organization shall be *Aging Well in Waldo County*, hereafter referred to as *AWWC*.

The Mission of Aging Well in Waldo County

The mission of *Aging Well in Waldo County* is to mobilize our communities to identify and address the needs of our aging friends and neighbors, striving for inclusive, supportive, and safe communities for all.

The Goals for Aging Well in Waldo County

- To promote ideals and principles of AARP Livable Communities for Waldo County persons age 50 and over;
- To encourage and maintain participation and unity toward positive actions;
- To provide leadership to, and coordination with municipalities in Waldo County for Age-Friendly initiatives;
- AWWC shall be a non-discriminatory, non-profit organization;
- AWWC is a volunteer member organization;
- AWWC as a non-profit 501c3 BILL (Belfast Institute of Lifelong Learning)/dba AWWC, currently;
- All members receive notices of meetings and events, minutes of meetings, and are always welcomed to attend. This also includes Partner and advisory members
- Meetings of AWWC follow Robert's Rules of Order Newly Revised (2011, De Capo Press)) for conducting business and action items.

Board of Directors

Functions and Powers

- To conduct the business of AWWC;
- To be a regular participant in the work of AWWC in some capacity;
- To elect principal officers. Principal officers shall be a chairperson, vice-chairperson, secretary, and treasurer;
- To elect Standing Committee Chairs;
- To approve an annual work plan and budget;
- To approve a recommended action on regional policies and strategic plan, and other studies or plans;
- To fill any vacancy on the Board of Directors and any other vacancy;
- To perform such functions and engage in such activities as needed;
- To take directions as needed from the Chairperson and/or the Executive Committee;
- To hold bi-monthly meetings;
- To elect new Board members annually. Board members serve a two-year term;
- Up to 30 members can serve on the Board and have voting rights;
- Quorum shall be decided by a majority of the elected Board members;
- Auxiliary/non-voting members can be any number. They serve as advisory members or liaisons to their organizations or entities and do not count toward meeting a quorum.

Executive Committee

Duties and Responsibilities

- Meetings of the Executive Committee shall be held monthly, or as necessary, with prior notice made to all members of the executive committee at the call of the Chairperson or any three of its members.
- The Executive Committee shall serve in an advisory capacity to the Chairperson and the Board of Directors.
- To provide input for agenda items;
- The Executive Committee may make recommendations but shall have no power to bind the Board of Directors to a final action except in situations of an urgent nature.
- In situations of an urgent nature requiring immediate attention, the Executive Committee may make a necessary decision at a duly called and constituted meeting.
- A report on said action shall be made to the next meeting of the Board of Directors.
- When necessary, voting by email, telephone or other electronic means is acceptable, provided an attempt is made to contact every member of the Executive Committee.
- The Executive Committee shall keep minutes of all meetings and these records shall be open and available at the next Board of Directors meeting or upon request.
- To create committees from time to time as deemed appropriate;
- The Executive Committee shall perform any other task as may be from time to time assigned by the Board of Directors.

The Executive Committee shall consist of up to a total of 15 members:

- Chairperson; Vice Chairperson; Secretary; and Treasurer;
- Chairperson of each Standing Committee,
- Five members of the Executive Committee shall constitute a quorum.
- Non-voting Executive Committee members would be Chairs of ad hoc Committees.
- Any member of the Executive Committee can be removed from their position for inactivity, impropriety, or because of a $\frac{2}{3}$ “no confidence” vote by the Board of Directors. Removal of any executive committee would be an action of the Board who would appoint an interim officer or a committee chairperson until the subsequent election.

Officers

Chairperson

The duties of the chairperson shall be:

- To serve a two-year term;
- To lead and manage affairs of AWWC;
- To decide and determine the need for emergency executive committee meetings,
- To arrange meetings, create agendas and share them with the secretary prior to meetings;
- To recommend Standing Committee Chairpersons to be elected by the Board members;
- To demonstrate leadership as needed on issues and agendas;
- To establish *ad hoc* committees as needed to address interests and concerns of AWWC;
- To write, or cause to be written, press releases on special meetings, events, and specific issues as directed by AWWC;
- To appoint a nominating committee at least 4 months in advance of an election. This committee will consist of up to three persons within the AWWC organization;
- To act as the liaison between AWWC and partner agencies or the public;
- To serve as a non-voting member on each committee.
- To perform other duties assigned by AWWC.
- To vote only in instances needed to break a tie at Board meetings.

Vice Chairperson

The duties of the vice chairperson shall be:

- To serve a two-year term;
- To assist the chairperson and perform all duties of the chairperson during an absence;
- To serve as acting chair if the chairperson job becomes vacant until an election of a chairperson can take place;
- To be assigned to attend a committee or other event in lieu of the chairperson;
- To perform other duties assigned by AWWC.

Secretary

The duties of the Secretary shall be:

- To serve a two-year term;
- To keep complete and accurate minutes and file a copy of these minutes with the chairperson prior to the next meeting;
- To record attendance of AWWC meetings and events;
- To cause notice, agenda, and minutes of all AWWC meetings to be sent to all members at least 7 days prior to said meeting;
- To oversee mailings or other advertisements for AWWC events, meetings, and activities;
- To provide notice of cancellations to AWWC members and local media, as advised by AWWC Chairperson;
- To perform any duties assigned by AWWC.

Treasurer

The duties of the treasurer are:

- To serve a two-year term;
- To track the activity of grants, be cognizant of regulations related to grants, and maintain records of available funds for AWWC;
- To establish and maintain bank accounts as needed and maintain accurate records of AWWC funds;
- To provide written reports regularly to the Board of Directors about the status of funds;
- To ensure any bills for AWWC are paid and handle reimbursements of funds;
- To assist with grant writing and fundraising;
- To perform other duties as directed by AWWC.

Standing Committees

The **Chairperson** shall:

- To be a duly elected voting member of the Board of Directors;
- To serve as a voting member of the Executive Committee;
- To provide an update on committee progress at each Executive Committee meeting;
- To serve by leading, delegating, and monitoring tasks as needed to help the charge and work of the committee;
- To provide a report at each Board meeting if the committee has been active during the period;
- To provide a written report to the Secretary to be filed;
- To appoint committee members, as necessary. These members need not be members of AWWC

Communication, Technology, and Social Media

The duties of the Communications, Technology and Social Media Committee:

- To establish support of these functions as needed.
- To be responsible for maintaining a website;
- To establish policies for the use of the website;
- To be responsible for maintaining social media outlets;
- To develop social media policies. and strategies to manage a strong AWWC messaging program.
- To be responsible for other duties related to communications as directed by AWWC.

Community Outreach, Publicity, and Information Management

The purpose of the Community Outreach Committee is to communicate and engage with municipal volunteers, organizations, and other stakeholders in Waldo County to inform seniors and encourage participation.

To develop policies, and strategies to enable effective communication and participation of all constituent groups.

- To develop a committee of interested and committed people from within and outside AWWC;
- To maintain a list of volunteers to help respond to needs that arise;
- To assign outreach needs and initiatives to members;
- To keep up to date materials for display and contribution at events;
- To update Directory of Senior Services as needed;
- To further the work of AARP SMART goals related to social isolation in Waldo County municipalities;
- To communicate frequently with other groups and organizations in the community;
- To communicate activities to the Executive Committee and Board of Directors for input and further direction.

Social Isolation

The purpose of this committee is to further the work of AARP SMART goals related to social isolation:

- To develop policies, and strategies to enable programs and strategies to address social isolation of people 50 and older in Waldo County;
- To carry out programs, initiatives, or other goals;
- To develop a working committee to support goals and objectives;
- To participate in seeking funding, along with the Executive Committee, to enable goals and objectives;
- To supply anything relevant to the committee work to the Communications committee for inclusion on the website, press releases, etc.

Transportation

The purpose of this committee is to further the work of AARP SMART goals related to transportation:

- To develop a committee of volunteers needed to carry out the committee's work;
- To develop policies and procedures to further the committee work;
- To liaise with related organizations as needed to further this work;
- To assign members specific tasks as needed to further the work;
- To appoint committee members as needed to further the work of any AARP SMART goals.

Municipal Government Outreach and other Government Agencies

The purpose of this committee would be to engage Select Boards and Councils in Waldo County to join the AARP Network:

- To develop policies, procedures, and to set goals to further the committee work;
- To liaise with related organizations to further the work;
- To appoint committee members as needed to further the work of any SMART goals.
- To submit information, meet in person, assist with paperwork, and speak publicly to make known the work of AWWC;
- To help municipalities showing interest in becoming age-friendly communities.

Special Committees

AWWC History and Archives

The duties of the committee Chairperson are:

- To be a duly elected voting member of the Board of Directors;
- To make available to AWWC members any or all public documents related to AWWC, upon request;
- To maintain a copy of all records and files of the work of AWWC, including but not limited to old agendas, handouts, booklets. etc.;
- To collect records pertinent to the work and progress of AWWC as directed by the Board.

Ad Hoc Committees

- To allow for the creativity of ideas which further the work of AWWC, the AWWC Chairperson may appoint Ad Hoc committee chairs to explore and develop ideas.
- The charge of the Ad Hoc committee written by the Executive Committee needs to be clear and flexible to support the project.
- When the charge is complete, the Ad Hoc Chairperson will report to the Executive Committee who will make any needed assessment as to the dissolution or continuance of the ad hoc committee.
- A full report will be presented to the Board of Directors.
- Any action taken will be by a vote of the Board of Directors.

Annual Meetings of AWWC

- Annual meetings will consist of a Board Meeting, social event, and a program for the public in October.
- Elections of Officers and Standing Committee Chairpersons are held at the October Annual Meeting in even years.
- The nominating committee presents their slate of Officers and Standing Committee Chairpersons to the Board of Directors.
- Slate of nominees are announced and circulated in advance by email and/or snail mail, at least seven days prior to the Board Meeting.
- The nominating committee conducts the election by show of hands at the Board meeting, unless some positions are contested in which case any member can request a paper ballot be implemented. New officers' and Standing Committee Chair's terms begin immediately and terminate in even years in October.

Amendments to these By-Laws

All organizations must revisit and revise their bylaws periodically as organizations grow, change, or the context and circumstances around the organization change. These bylaws can be amended as follows:

- As needed, the Executive Committee can appoint an ad hoc bylaws committee, expressing the concerns needing to be addressed;
- Bylaws proposed changes are circulated to the entire Board at least 2 weeks prior to a Board meeting by the chair of this Ad Hoc committee, inviting feedback on changes;
- Bylaws are reaffirmed by vote of the Board in October of each year;
- Changes go into effect immediately.

Voting on this document is by $\frac{2}{3}$ of the Board Members present either by show of hands or written ballots, if requested.

Voted and Approved on _____ by AWWC Board of Directors Signatures:

Chairperson

Secretary