



Boston Prime Timers, Inc.
The Founding Chapter

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CONSTITUTION AND BY-LAWS

ARTICLE I

Name: This organization shall be known as Boston Prime Timers, Inc.

ARTICLE II

Objective: Boston Prime Timers is an educational, social and support network for mature gay, bisexual and transgender men.

ARTICLE III

Officers: The officers shall be a President, Vice President, Treasurer and Recording Secretary. There shall be a Board of Directors composed of seven or nine members, as determined by the Board of Directors: the President, Vice President, Treasurer, Recording Secretary, Immediate Past President who may continue to serve as a voting member of the Board, for a maximum of one year without election, and two or four other members. The President, Vice-President, Treasurer and Recording Secretary shall be elected by the Board of Directors at the first Board meeting after the elections. Such officers may serve a maximum of two consecutive terms in the same position. Each year, nominees shall be elected to the Board of Directors to fill vacancies for a two-year term by a majority of members present at the April Membership meeting. The President shall be the Chairman of the Board of Directors. The candidates for the four Officer positions shall be from those members who are on the Board of Directors.

ARTICLE IV

Committees: There shall be a Program Committee, a Membership Committee, a Hospitality Committee and any other committee deemed necessary by the Board; the Board shall appoint members of these committees. All members of all committees and the chairman of each committee shall have their names and positions listed in the monthly *Prologue*. All committees shall report their activities and recommendations to the Board at its regular monthly meeting.

ARTICLE V

Duties of Officers and Committees:

1. **President:** The President shall preside at general meetings of the organization and the Board of Directors and enforce the By-Laws, Policies and Procedures. The President or his designee shall represent the organization as required.
2. **Vice-President:** The Vice President shall serve as President in that officer's absence or disability.
3. **Treasurer:** It shall be the duty of the Treasurer to manage the financial affairs of the organization in compliance with all statutory requirements and with the approval of the Board of Directors. He shall maintain the financial records of the organization showing all receipts and disbursements. The Treasurer shall provide the Board a monthly report showing the financial condition of the organization. The Treasurer, President, Vice-President or Office Manager may sign checks. Another person authorized to sign checks shall countersign checks above an amount set annually by the Board of Directors.
4. **Recording Secretary:** The Recording Secretary shall prepare minutes of all meetings of the Board of Directors and shall make the minutes public within two weeks after approval by the Board. The Recording Secretary shall be responsible for preparing all press releases and thank you notes.
5. **Organizational Documents:** Legal and financial records shall be maintained in the office of the Boston Prime Timers, Inc. Records of historical interest, such as Prologues, tear sheets and letters shall be archived.
6. **Board of Directors:** The Board of Directors shall manage and control the organization's property, finances and affairs. The Board of Directors cannot contract for the spending of more than the amount of uncommitted funds in the treasury.
 - a. A quorum of the Board of Directors shall be met if four of a seven member Board or five of a nine member Board are in attendance.
 - b. The Board of Directors shall have the power to warn and/or expel a member for violation of the By-Laws, Policies and Procedures in accordance with Article X.
 - c. Vacancies on the Board of Directors, except for term expiration, will exist only when one of the following conditions apply:
 - i. A Board member is absent without reasonable excuse for three or more consecutive Board meetings. Any member of the Board of Directors having been absent for two consecutive meetings without reasonable excuse shall be notified by the Recording Secretary, that upon the third such absence, the office shall be declared vacant by the Board of Directors, who shall fill such vacancy.
 - ii. A Board Member dies.
 - iii. A Board member tenders his resignation in writing.
 - iv. A Board member is expelled in accordance with Article X.
 - d. If a vacancy occurs on the Board of Directors, the Board may name a member to serve until the next annual election by the general membership.
 - e. If a vacancy occurs among the officers, the Board of Directors shall fill the vacancy by a vote at the next Board meeting.

- f.* The Board of Directors shall have the power to create or remove Honorary, non-voting advisory positions to the Board.
- 7. *Membership Committee:*** *The* Membership Committee shall be composed of one Board member and non-Board member. The duties of the Committee shall be to contact and welcome new members and discuss their applications for any clarification and shall report any changes to the database manager. The Committee shall submit to the Board of Directors suggestions and/or membership concerns.
- 8. *Program Committee:*** *The* Program Committee shall consist of the President and other interested Board members and non-Board members. The Committee shall discuss relevant themes for the membership and select speakers that will be of interest to, or entertain members at the monthly member meetings. The Committee shall report to the Board of Directors at its monthly meetings.
- 9. *Hospitality Committee:*** *The* Hospitality Committee shall consist of one Board member and lead volunteers for the following functions: Member Gathering Hospitality Coordinator, Member Gathering Reception Desk Coordinator, Meet & Greet Coordinator and Facility Set up Coordinator. The Committee will develop an annual plan for the hospitality of all Boston Prime Timers' events to ensure that the organization continues to welcome regular members and host prospective members with care and imagination. The Boston Prime Timers' Board of Directors will establish an annual budget to be used by the Hospitality Committee for refreshments, supplies and related expenses.

ARTICLE VI

Meetings:

1. The annual meeting of the Board of Directors shall be held in the month immediately following the elections, at which time the officers for the current year shall be installed.
2. The Board of Directors shall meet monthly.
3. The regular meetings of the general membership shall be on the third Saturday of each month. There will be no regular meeting of the membership in August or December.
4. The President shall call a special meeting of the Board of Directors at the written request of ten members or a majority of the Board of Directors. No regular business shall be transacted at the special meeting, only that stated as the purpose of the meeting.
5. Board members may distribute a motion to other Board members via email, and voting may take place via email. At least five votes are required from a nine member Board or four from a seven member Board to pass an email motion. Email motions should be used sparingly.

ARTICLE VII

Order Of Business:

The order of business at meetings of the general membership shall be to conduct the business affairs of the organization; to provide programs for information, education and support for the membership and to provide an opportunity for social interaction of members.

ARTICLE VIII

Elections:

1. The President shall appoint a Nominating Committee no less than four calendar months before the date set for an election. The committee shall be comprised of no less than two current members, one of which shall be a current Board member. Nominations for candidates for the Board of Directors will be solicited at the meeting of the general membership three months prior to the general elections. Nominations (with the agreement of the person nominated) will be accepted by mail or email and must be received by the Nominating Committee by the end of the membership meeting, one month prior to the elections.
2. All nominees including board members seeking re-election shall provide the nomination committee with a short biography to be published. Failure to provide a biography prior to the deadline of the 20th of the month preceding the election shall disqualify the candidate. The names and biographies of all nominees shall appear in the newsletter to be published in the regular issue immediately preceding the elections.
3. Elections shall be conducted at the April meeting of the general membership. The President with concurrence of one other Board member, may declare a one month delay in the elections should it be deemed unwise to proceed with the scheduled elections due to unforeseen circumstances. Acceptable voting methods are in person or by approved absentee ballot system. Elections shall be conducted by paper ballot or approved absentee ballot. The Board shall publish the approved absentee ballot system in the newsletter to be published in the regular issue immediately preceding the elections. The candidates receiving the greater number of votes shall be declared elected.
4. In order to maintain continuity, The President may ask a Board member to remain in office for an additional amount of time.

ARTICLE IX

Membership Eligibility and Dues:

1. Prospective members shall submit an official application form with the appropriate dues.
2. Applicants must be gay, bi-sexual, or transgender males over the age of twenty-one.
3. To maintain the privacy and confidentiality of all members, the roster must not be shared with any non-members. Violators will be subject to disciplinary action,
4. Dues shall be set annually by the Board for the following fiscal year.
5. Membership dues are valid for the period September 1 through the following August 31.

ARTICLE X

Discipline:

1. Investigation into allegations of misconduct and/or inappropriate behavior shall be conducted by the Board of Directors.

2. A member may be expelled for conduct/behavior injurious to the character and welfare of the organization by a two-thirds vote of the Board of Directors.
3. An expelled member may reapply for membership after a two-year period. Such application shall be reviewed by the Board of Directors. The expelled member shall be readmitted only with Board approval.

ARTICLE XI

Property Title: The title to and ownership of all property, effects and assets of the organization shall be in the name of Boston Prime Timers, Inc., in trust for the benefit and enjoyment of the members. No member shall have any individual rights, title and interest in and to the property and assets of the organization.

ARTICLE XII

Private Property: The organization shall not be held responsible for the loss of or damage to property belonging to members.

ARTICLE XIII

Amendments: Amendments may be proposed by the Board of Directors or by a petition of ten members to the Board of Directors. Before an amendment is adopted, it must be accepted by a two-thirds vote of the Board of Directors.

ARTICLE XIV

Adoption: This Constitution and By-Laws shall take effect when accepted by all members of the Board of Directors. A copy shall be distributed to all members. A copy shall be provided to all new members.

-END-

Constitution and By-Laws

Revisions

- Adopted January 9, 1991
- Revised July 10, 1991 (Hospitality Committee Added)
- Revised February 5, 1992 (January Nomination/Election changed to February)
- Revised October 7, 1992 (Vice-President added)
- Revised September 8, 1993 (“rules and regulations” replaced by “Policies & Procedures)
- Revised December 8, 1993 (Article VIII, Nomination procedure changed to allow by mail)
- Revised July 5, 1994 (Article V, 5, vacancy on Board by resignation in writing... candidates for filling vacancy submit name in writing)
- Revised January 11, 1995 (Article II added “bisexual”)
- Revised November 29, 1995 (Article VIII, 1 changed December to November, changed “Wednesday preceding second Saturday of January” to “January Board meeting”)
- Revised January 10, 1996 (Article III changed to allow Board to be from seven to nine members and Article V, 5a quorum from “5 members” to “4 – 5 members”)
- Revised October 30, 1996 (Article III, added “Immediate Past President”)
- Revised January 15, 1997 (Article VI, 2 changed “second” to “first Saturday”)
- Revised January 2, 1998 (Article VIII, changed all references to “January” to “February”)
- Revised November 4, 2000 (Policies & Procedures #11 added)
- Revised September 30, 2008 (Major Revision)
- Revised April 22, 2013 (Major Revision)
- Revised April 19, 2014 (Article III changed elections from February to April, Article V changed to allow creation of non-voting Board positions, Article VI, changed the annual meeting requirement Article VIII Election requirements changed)

Policies & Procedures

1. If a member does not attend a function for which he has paid, and he does not cancel by the advertised deadline, that money will not be refunded.
2. When attending functions at a member's home, and unless directed otherwise by the host, attendees will leave \$2.00 each to help defray costs.
3. When carpooling is used to transport members to functions, riders are expected to share the cost of the gasoline and tolls, if any. The driver has full authority to rule on such matters.
4. If a member signs up for a Potpourri Party, he must make every effort to attend. If for any reason, he cannot attend, he must notify the host at least 48 hours in advance in order to allow another member to take his place.
5. A visitor will be allowed to take part in no more than two general member meetings. After that, he is expected to apply for membership. For all other functions, non-members must be accompanied by a member, or be an invited guest of Boston Prime Timers, Inc.
6. Members are welcome to attend board meetings. Members wanting to attend should notify the President in advance; if possible, to assure the meeting space is large enough. Non-Board members attending a Board meeting may be asked to temporarily step out when the Board discusses any disciplinary action.
7. Money/checks for functions must be received or postmarked no later than the advertised cut-off date.
8. Boston Prime Timers, Inc. was established as a nonprofit educational, social and support organization that depends upon volunteers and contributions to support its activities. In keeping with that general tenor, philosophy and code of existence, no member should expect or receive payment for services willingly rendered to the club. All such deeds will be rendered courtesies, kindnesses, donations or contributions. Reimbursement for out of pocket expenses, previously authorized by the Board, i.e. supplies, postage, telephone calls, snacks, beverages etc. incurred by members in pursuit of group function, activities or business will be paid from the treasury.
9. Solicitation of funds from outside sources by Prime Timers members and/or committees shall be reviewed with the Board of Directors in order to maintain a coordinated approach.