



**BYLAWS OF THE  
LA PINE SENIOR CITIZENS, INC.  
(LA PINE SENIOR ACTIVITY CENTER)  
September 9, 2024**

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**BYLAWS OF THE  
LA PINE SENIOR CITIZENS, INC.**

**ARTICLE 1. NAME, MISSION AND PURPOSES, LOCATION,  
BOUNDARIES AND OFFICES**

**1.1 Name**

The name of the organization shall be the LA PINE SENIOR CITIZENS, INC., A.K.A LA PINE SENIOR ACTIVITY CENTER hereinafter known as LPSAC or LA PINE SENIOR ACTIVITY CENTER., a 501(c)3 non-profit corporation.

**1.2 Mission and Purposes**

**1.2.1 Mission**

To support and promote dignity, well-being, nutrition, security and self-sufficient lifestyles for La Pine seniors and disabled adults.

**Purposes –**

- 2 The purpose of this organization is to act on behalf of the LA PINE SENIOR ACTIVITY CENTER by providing advice, making recommendations, and assisting the Senior Center director and staff in planning, developing, and implementing programs. The Board will act as an advocate for LPSAC, assist in publicizing all Senior Center activities including, but not limited to, acquiring financial and/or in-kind donations for activities and programs. All of the foregoing purposes are subject to limitations on the purposes of the Board as set forth in the Articles of Incorporation. The Executive Board will be a “working board” and assist LPSAC as needed.

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**3.1 Location**

La Pine Senior Activity Center serves all members who live in La Pine or surrounding area of 16450 Victory Lane. La Pine, OR, 97739

## **ARTICLE 2 MEMBERSHIP**

### **2.1 Membership**

#### **2.1.1 General Membership**

- Only \$40 per year. That is only \$3.33 per month.
- Join in February or March and only pay \$35 per year.
- Encourage your friends to join.
- Membership fees help us keep our doors open. We do not receive any government funding.
- No one should miss out on all the fun and fellowship because of financial need. Ask about our free membership thanks to our “Angel Wings” donors. Please consider being a donor.

### **2.2 REVOCATION OR SUSPENSION OF MEMBERSHIP**

Membership shall be suspended or revoked for a specified time for good cause, by a majority vote of the board of directors. The member shall have the right to appeal before a committee consisting of two (2) members of the Executive Board, the President, and two (2) members from the general membership selected by choice. Final appeal can be made before the general membership.

#### **2.2.1 Voting Rights**

A member may claim voting status if recognized as active by attending two previous activities, programs, or events or receiving services in the last twelve months or can provide documentation of volunteering or making donations.

#### **2.2.2 Membership roster**

A roster of members and contact information will be maintained by the LPSAC.

### **2.3 Membership Meetings**

The membership meetings shall be held at least annually.

### **2.4 Special meetings**

Special meetings of the membership may be called by or at the written request of the President or any three Executive Board or members.

## **2.5 Place of Meetings**

All meetings shall be held at the principal address of the corporation or at such other place within the City of La Pine as designated by the Board, by any persons entitled to call a meeting or by a waiver of notice signed by all Executive Board.

## **2.6 Quorum**

Ten (3) voting members of LPSAC shall constitute a quorum.

## **2.7 SECTION 3. EXECUTION OF DOCUMENT**

The Executive Board may authorize any officer or officers, agent or agents, to enter into any contract or execute such instrument in the name of or on behalf of the Corporation in such authority may be general or confined to specific instances; and unless so authorized by the Executive Board, no officer, agent or other person shall have any power or authority to bind the Corporation by any contract or engagement or pledge its credit or to render it liable for any purpose or to any amount.

# **ARTICLE 3 EXECUTIVE BOARD**

## **3.1 Terms of Office**

Unless a President dies, resigns or is removed, he or she shall hold office for two years or until his or her successor is elected, whichever is later. Executive Board and Officers can be elected to successive terms of office, but any particular Office for no more than six years.

## **3.2 Regular Board Meetings**

The Board shall hold regular monthly meetings on first Mondays of the month, without other notice, to transact such business as may properly come before the Board. The Board President and the staff Director shall develop agendas for the Board meetings.

## **3.3 Special Meetings**

Special meetings of the Board or the membership or any committee may be called by or at the request of the President, or any 3 Executive Board or members. In the case of a committee meeting, the chair of the committee can call a special meeting.

## **3.4 Meetings by Telephone**

Members of the Board or any committee designated by the Board may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting

### **3.5 Resignation**

Any Executive Board may resign at any time by delivering written notice to the President or the Secretary at the registered office of the corporation, or by giving oral or written notice at any meeting of the Executive Board. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

### **3.6 Removal**

One or more Executive Board may be removed from office, with cause, by the affirmative vote with a majority of the Executive Board only. but such removal shall be without prejudice to the contract rights, if any, of the person so removed, provided notice of such anticipated action has been given in writing to the Officer to be removed. Discussion of removal shall be heard and the vote of removal shall be cast at the next regular or special meeting

## **ARTICLE 4 OFFICERS**

### **4.1 Number and Qualifications**

The officers of the corporation shall be a President, a Secretary and a Treasurer, with a Vice President desired, and others as deemed necessary, each of whom shall be elected by the Executive Board. Any two or more offices may be held by the same person, except the offices of President and Secretary.

### **4.2 Election and Term of Office**

The executive board will be elected from the Executive Board or incumbent executive board by a  $\frac{2}{3}$  majority vote of the Executive Board. Anyone wishing to run for the Executive Board should have a minimum of one year experience on the LPSAC Board prior to running for the executive board. Anybody wishing to run for an executive board position must let the secretary know 24 hours prior to the next general board meeting so they can be given time on the agenda to introduce themselves. A motion may be made to vote the candidate into a position and if a second is received the board will vote to elect. A successful vote will be a  $\frac{2}{3}$  majority vote for. If a candidate is elected to a vacant position, they will immediately assume the position and have voting privileges. If a candidate is elected to a position that is being vacated by an incumbent the new candidate will assume the position, they were elected to at the conclusion of the meeting



in which they were elected. The incumbent will have 30 days to relinquish all aspects of the position to the newly elected executive board member. In the event that the president and vice president steps down or completes their term and a replacement was not found prior to their term ending, the LPSAC Director has the power to vote as acting president to vote in a new president and vice president.

#### **4.3 Vacancies**

Vacancies on the Executive Board arising from the removal, resignation or departure of an incumbent shall require the President to propose a candidate to the executive board. . With exception that the president and vice president steps down or completes their term and a replacement was not found prior to their term ending, the LPSAC Director has the power to vote as acting president to vote in a new president and vice president.

The executive board must ratify the candidate with a majority vote. The candidate will be placed on the next agenda for the next general board meeting within 45 days. Any duties that are not currently assigned to an executive board member will fall to the president to perform or delegate. A  $\frac{2}{3}$  majority vote of the board in favor of a new executive board member is required to elect them. Elected board members will serve a normal term as prescribed in these bylaws.

Vacancies in the Executive Board caused by removal from office shall be filled in accordance with these Bylaws. The business of filling all vacancies shall be an agenda item on every board meeting until all vacancies are filled. The duties of any office that remains vacant shall be the responsibility of the president. The president may delegate these duties to other executives, however, all delegations may not directly report to the board. Only the elected executive or the president may represent the office to the board.

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#### **5.1 President**

The President shall be the chief executive officer of the corporation and, subject to the membership's control, shall supervise and control all of the assets, business and affairs of the corporation. The President shall preside or designate another Officer to preside over meetings of the Board. The President when authorized by a plurality of the Board may sign deeds, mortgages, bonds, contracts, or other instruments, except when the signing and execution thereof have been expressly delegated by the Board or by these Bylaws to some other officer or agent of the corporation or are required by law to be otherwise signed or executed by some other officer or in some other manner. In general, the President shall perform all duties

incident to the office of President and such other duties as are assigned to him or her by the Board or membership from time to time. The President shall be acting director in the event that the LPSAC Director is not available or resigns or takes vacation time. The president of the Board shall have the authority to establish policies regarding employee compensation and benefits, including vacation time.

## **5.2 Vice President**

In the event of the death of the President or his or her inability to act, the Vice President shall perform the duties of the President, except as may be limited by resolution of the Board, with all the powers of and subject to all the restrictions upon the President. The Vice President shall have, to the extent authorized by the President or the Board, the same powers as the President to sign deeds, mortgages, bonds, contracts or other instruments. The Vice President shall perform such other duties as from time to time may be assigned to him or her by the President, the membership or by the Board.

## **5.3 Secretary**

The Secretary shall, unless designated otherwise by the Board: (a) keep the minutes of meetings of the Board, the membership and any minutes which may be maintained by committees; (b) see that all notices are duly given in accordance

with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records of the corporation; (d) keep records of the post office address of each Director and officer; and (e) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or the Board.

#### **5.4 Treasurer**

The Treasurer, unless designated otherwise by the Board, shall be responsible for tracking and maintaining all funds and securities of the corporation. The Treasurer is bound by the written fiscal policies of the corporation. The Treasurer shall report annually at a minimum to the membership and to the Board quarterly or as determined by the Board; and in general, perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or the Board.

#### **Policies**

The president of the Board shall have the authority to establish policies regarding employee compensation and benefits, including vacation time.

#### **5.5 Executive Director**

The Executive Director shall be hired by the Executive Board and shall report directly to the Board.

The duties of the Executive Director shall be described in the current job description. He/she may be called upon for advice and ideas by any of the standing committees and may be called on to report at the monthly meeting of the Executive Board.

The Executive Director is not a voting member of the Executive Board.

The performance of the Executive Director shall be periodically reviewed by the Executive Committee, which shall submit a report to the Board following each such review.

#### **5.6 Board of Directors**

The board of directors will serve as an advisory Committee and be composed of the following officers: Members at Large, Directors, or Maintenance Manager. The board of directors are directly appointed by the executive board and may be given specific responsibilities to help serve the board, community and center.

## **5.7 Compensation**

The officers and other Executive Board shall receive no compensation for their service as officers or Executive Board but may receive reimbursement for reasonable expenditures incurred on behalf of the corporation.

# **ARTICLE 5 ADMINISTRATIVE AND FINANCIAL PROVISIONS**

## **5.1 Loans**

No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances.

## **5.2 Loans or Extensions of Credit to Officers, Executive Board or Members**

No loans shall be made and no credit shall be extended by the corporation to its Officers, Executive Board or members.

## **5.3 Checks, Drafts, Etc.**

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, or agent or agents, of the corporation and in such manner as is from time to time determined by resolution of the Board.

#### **5.4 Deposits**

All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board may select or by such fiscal sponsor as the Board may designate.

#### **5.5 Books and Records**

The corporation shall keep at its principal or registered office copies of its current Articles of Incorporation and Amendments and Bylaws; correct and adequate records of accounts and finances, minutes of the proceedings of its membership and Board and any minutes which may be maintained by committees; records of the names and post office addresses of its officers and Executive Board, and such other records as may be necessary or advisable.

#### **5.6 Accounting Year**

Unless a different accounting year is at any time selected by the Board, the accounting year of the corporation shall be the twelve months ending December 31.

#### **5.7 Rules of Procedure**

The rules of procedure at meetings of the membership, Board and committees shall be rules contained in the current edition of Robert's Rules of Order Newly Revised, so far as applicable and when not inconsistent with these Bylaws, the Articles of Incorporation or any resolution of the membership. A copy of the Roberts 'Rules of Order will be maintained in the principal or registered office.

### **ARTICLE 6 AMENDMENTS**

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the vote of a majority of the of the executive board meeting fixed by or in the manner provided by these Bylaws.

Approved and accepted by the Executive Board on October 8th, 2024 as the founding bylaws of La Pine Senior Citizens Inc.

_____ Travis M Tarter, President	_____ Date
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_____ Meredith Strunk , Vice President	_____ Date
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_____ Suzanne Guthrie, Secretary	_____ Date
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_____ Christine Dishaw, Treasure	_____ Date
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