

Claremont Senior Center

By-Laws Committee 2026 Final Report (DRAFT)

Purpose of the committee: Review 2021 revision (last approved) to determine changes that might be necessary to make.

The committee determined the By-Laws should be a document outlining the structure of the center, with policies and procedures to identify the specifics of how the center currently runs.

Each section of the By-Laws was reviewed by the committee. Insertions, changes and revisions were discussed and approved by consensus of the committee.

The committee recommends the following revisions to the By-Laws; 2021 revision was the last approved by the membership:

Article 2, Membership

- (A) Insert after “age of 50” **who have paid annual dues.**
- (B) Add “**Active**” to the beginning of the sentence.
- (C) Add “**Active**” to the beginning of the sentence.
- (D) Replace “inure to the” with “**shall be of no**” and “of” with “to”
- (E) Remove Section E “Event membership”

Article 3, Meetings of the Corporation

Section 1: We have combined sections 1,2,3, and 4, and moved the Nomination Committee consistency to Article 6.

The paragraphs will read as follows:

The annual meeting of the corporation shall be in May of each calendar year at the discretion of the Board of Directors. The required business for the annual meeting shall be:

- 1. Election of Directors to fill vacancies on the Board of Directors shall be from a slate submitted by the Nominating Committee. A list of candidates to be elected will be presented to the membership by the nominating committee one month before the election date. Voting will be by ballot. Absentee ballots may be used for the election.**
- 2. Hear annual reports from the Executive Director, Board Chairperson, Treasurer, Secretary and Standing Committees.**
- 3. Receive matters of business for consideration from the Board of Directors and other members of the corporation.**

Section 2: We added “Monthly” to make monthly meeting required. And we added the authority to cancel if necessary.

Section 5: Removal

ARTICLE 4, Board of Directors

Section 1: Add the sentence “**Members of same household are excluded from serving as Board members.**” to the section.

Claremont Senior Center
By-Laws Committee 2026 Final Report (DRAFT)

Add revised clause that establishes Senior Advisors.

Section 3: Change “will” to “**may**” and add the sentence “ **The selected Assistant Treasurer will not be a Board member, and will not have the right to vote on Board decisions.**” to the paragraph.

Section 6” Change “will” to “**may**” and add “**The selected Assistant Treasurer will not be a Board member, and will not have the right to vote on Board decisions.**” to the paragraph.

ARTICLE 5: Meetings of the Directors

Combine Sections 2 and 4

Add “**and shall be signed by the Directors.**” to the third sentence in 1st paragraph/

Move 2nd paragraph to end of section

(Revised) Section 2

Consent of Action Taken Without a Meeting

The Board of Directors shall have the right to take any required or permitted action either at a meeting at which the Directors are physically present, or by mail, email or electronic communication or by telephone communication between the Chairperson and the Directors. A reasonable attempt will be made to contact all Directors with the proposed action. All Directors will be informed of the actions. The action will be recorded in the next Board minutes. All actions taken by consent over telephone, by email or electronic communication, however, shall be ratified in writing for record purposes, and shall be signed by the Directors. Any action approved in such a manner shall have the same effect as though taken at a meeting where the Directors are physically present.

Such consent shall have the same effect as a vote of the Directors and may be stated as such in any document required or permitted to be filed with the Secretary of State and in any certificate or document prepared or certified by any officer of the corporation for any purposes.

ARTICLE 6 Committees

Section 1 Identify the size of the Nominating Committee as three to five.

Section 2: Standing Committee

Subsection (A) Finance Committee

Add “**and may include the Assistant Treasurer,**” to subsection 2:

Claremont Senior Center
By-Laws Committee 2026 Final Report (DRAFT)

(Eliminate subsection 3.) A committee member may serve two consecutive terms but then rotate off for at least one year before eligible to serve again.

Change Subsection 4 to Subsection 3;

Section 3: **Change Committee chair selection (subsection 4)**

Subsection (B) Policies and Procedures Committee

Add paragraph “**Members of the committee will be solicited from the membership and selected by the Board of Directors Chair. Members of the committee will select the chair of the committee.”.**

Add clause making committee size maximum of 5.

Add clause making committee review policies and procedures on even years.

Add clause requiring policies to be reviewed and revised by the committee then submitted to the Board and Membership for approval.

Add Subsection (C) By-Laws Committee

Add paragraph “**Members of the committee will be solicited from the membership and selected by the Board of Directors Chair. Members of the committee will select the chair of the committee.”.**

Add clause making committee size maximum of 5.

Add clause making committee review By-Laws on odd years.

Add clause requiring By-Laws Amendments to be reviewed and revised by the committee then submitted to the Board and Membership for approval.

Add clause requiring Executive Director to maintain new and updated By-Laws on file and available to members.

Article 7 Amendments

Change “an Ad Hoc Committee” to “**the By-Laws Committee.**”

Add Amendments passed since 2021.