

By-Laws
of the
ANTIOCH SENIOR CITIZENS CLUB

Revised December, 2016

**ARTICLE I
NAME AND OBJECT**

Section 1. NAME

The name of this Corporation shall be the Antioch Senior Citizens Club.

Section 2. PURPOSE

The specific and primary purpose for which this Corporation is formed is to provide an organization where Senior Citizens may find companionship and opportunity to pursue their interest in education, recreational and craft activities, and to contribute to the general welfare of the community. The corporation is nonprofit, nonpartisan, and nonsectarian.

The general purposes and powers are to have, and to exercise all rights and powers conferred on nonprofit Corporations under the laws personal and real property, provided, however, that this Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

**ARTICLE II
OFFICES**

Section 1. PRINCIPLE OFFICES

The principle office is hereby fixed and located at Antioch in Contra Costa County, California. The Board of Directors is hereby granted full power and authority to change said principal office from one location to any other in the City of Antioch.

Section 2. Club activity hours are from 8:00 a.m. to 4:00 p.m.

**ARTICLE III
MEMBERSHIP**

Section 1. CLASSIFICATION OF MEMBERS

There shall be only one class of members of the Club. Active members will pay annual dues. Ninety plus (90+) members and any special membership will be exempt from dues subject to approval by the executive board.

Section 2. ELIGIBILITY FOR MEMBERSHIP

Membership is open to all persons of fifty years of age or over.

Section 3. QUALIFICATIONS

Qualifications for membership shall be that a membership application must be completed and yearly dues paid for acceptance. A prospective member must be sincerely interested in the club and willing at all times to cooperate and be of good moral character and standing.

Section 3.1 ANTIOCH SENIOR CITIZENS CLUB DRESS CODE POLICY

The Antioch Senior Citizen's Club requires that all of our members and volunteers adhere to a dress code policy for personal hygiene, health, and safety.

1. The following is considered inappropriate attire: Sheer garments without proper undergarments to obscure their transparency; micro-mini dresses/skirts/shorts that do not cover enough of the thighs while standing/sitting; halter tops; midriff blouses; t-shirts bearing profane language/indecent messages; and low cut blouses/tank tops that reveal excessive cleavage, or any other inappropriate clothing.
2. Neither males nor females may show any visual display of underwear/undergarments.
3. Appropriate attention must be given to personal cleanliness, body odor, and good hygiene to prevent health and safety hazards to other members.
4. Dress must be in good taste and appropriate for the occasion or setting.
5. Pajamas, hair rollers and bedroom slippers shall not be worn.

* See Policy Misconduct for Disciplinary action that may result from failure to follow dress code policy.

Section 3.2 VIOLATIONS

If an incident should take place that is in violation of the Code of Conduct at the Antioch Senior Center, the incident shall be brought to the attention of the Board of Directors through an incident report form available at the front office. If the incident is severe or needs immediate attention, please inform a board Member or attend the monthly Board of Directors meeting. In keeping with standard definitions of social etiquette, the following will be considered unacceptable behaviors.

- Activities that infringe on the rights of Antioch Senior Citizen Club participants or staff.
- Destruction of Antioch Senior Citizens Club materials, equipment, furniture, and grounds
- Inappropriate behavior or language that disturbs other participants
- Inconsiderate or discourteous behavior toward Club participants or staff
- Removing items without approval (theft, etc.)
- Infractions against the Club's policies regarding loitering, sales, or solicitation
- The possession of or use and/or sale of alcohol or controlled substances
- Racial, religious, or sexual harassment of Club participants or staff
- Vandalism or littering in the Club or on its grounds
- Violation of any Federal, State, County, or City laws and ordinances
- Inappropriate and/or revealing attire including footwear
- Failure to maintain personal cleanliness and good hygiene

Section 3.3 POLICY MISCONDUCT

Some examples of policy misconduct

- A one week suspension may be enforced for such actions as unnecessarily rough behavior against another participant or their surroundings. Such tactics include shoving, hitting, abusive language or gestures, and/or minor damage to the facility or equipment.
- A participant may be suspended for a three (3) month period from the date of incident for the following actions: fighting or physical violence against another participant, and/or any major damage to the facility or equipment.
- Entering the premises prior to a three (3) month suspension is completed may result in the termination of membership.
- A participant may be suspended for at least one (1) year, which can be extended or made permanent, from the date of incident for the following: pushing, shoving, or otherwise using physical violence to any staff member.
- Any participant found using physical violence or damaging the facility within a year after returning from a suspension will not be allowed in any Antioch Senior Citizen Club program or the Antioch Senior Center facility until reinstated by the Board of Directors.

With the understanding that all members and service providers utilizing the Antioch Senior Center will be required to abide by the Club's rules, laws, and processes. The Board of Directors reserves the right to choose the disciplinary action depending on the severity of the offense;

1. **First Offence** – Give a verbal warning to the participant(s)
 - a. Meet with the participant(s) to discuss conduct policy
 - b. Discuss inappropriate behavior and violation that occurred
 - c. Make a record of the incident
 - d. Advise the participant(s) that continued inappropriate behavior may result in a suspension from programs, activities, events, and services.

2. **Second Offense** – Address Incident
 - a. Meet with the participant(s) to discuss the violation
 - b. Make a record of the incident
 - c. Advise the participant(s) that there may be a possible suspension from programs, activities, events, and services.

3. **Third Offense** – Documentation
 - a. Prepare an outline of circumstances, including terms or restriction from the Club.
 - b. When appropriate call 911 to protect the safety of participants and staff at the Antioch Senior Center.

Section 4. 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 Board of Directors, the President, and two (2) members from the general membership selected by choice. Final appeal can be made before the general membership.

SECTION 5. QUALIFICATIONS FOR HOLDING OFFICE

No member shall be allowed to hold office unless he/she has been a member in good standing for at least a period of one (1) year, unless approved by Executive Board.

SECTION 6. NEW MEMBERS/GUESTS

Any individual considering membership or a member wanting to bring a guest of membership age may do so up to three (3) times for meetings or club functions. After three club functions they will be asked to obtain a membership.

SECTION 7. ASSESSMENTS

Members shall be non-assessable.

SECTION 8. DUES

Annual dues for new and existing members will be determined annually. The membership dues will be increased annually based on a review of the annual Club budget by the board of Directors. The dues increase recommendation will be presented to the general membership at the annual Antioch Senior Citizens Club meeting.

SECTION 9. CERTIFICATION OF MEMBERSHIP

A membership card will be issued to each member yearly.

Any person wishing to become a first time member of the organization after October 1st of the current year may do so by paying half of the current membership dues for the remainder of the current year.

SECTION 10. TRANSFERABILITY OF MEMBERSHIP

Membership is non-transferable and non-assignable.

SECTION 11. TERMINATION OF MEMBERSHIP

Except as otherwise provided herein, membership shall terminate

1. On receipt by the board of directors of the written or typed resignation of the member
2. On the death of the member
3. On the failure of a member to pay the annual dues on or before the due date.

SECTION 12. VOTING

All active members shall have equal voting and other rights. Each active member shall be entitled to one vote which must cast be in person.

SECTION 13. PLACE AND TIME OF MEETING

Regular meetings shall be held monthly on the first Tuesday of each month at 12:30pm unless changes are posted three (3) days in advance. Special meetings may be called by the President at his/her discretion, or by three (3) members of the Board of Directors, or by any five (5) members.

SECTION 14. CONDUCT OF MEETINGS

Meetings shall be governed by Roberts Rules of Order; as such rules may be revised from time to time. In so far as such rules are not inconsistent or in conflict with these By-Laws, with the articles of incorporation or the law of the State of California.

**ARTICLE IV
DIRECTORS**

SECTION 1. NUMBER

The number of Directors for this corporation shall be eight (8), the eighth officer being the immediate Past President/Parliamentarian. The immediate Past President/Parliamentarian will support the President and does not have voting rights.

SECTION 2. ELECTION AND TERM OF OFFICE

Directors shall be elected at each annual meeting of the members. If an annual meeting is not held or Directors are not elected thereat, the Directors may be elected at a special meeting of members held for that purpose. All Directors shall hold office until the respective successors are elected. The term of officers shall be one (1) year or not more than two (2) consecutive years in any one office, but may be elected to a different office under the same one (1) or two (2) year limit and shall not serve more than four (4) consecutive years on the board of directors.

SECTION 2.01 ADDENDUM TO ELECTION AND TERM OF OFFICE

Addendum: Adopted on December 6, 2016

The term of officers shall be two (2) years. Directors may be elected to a different office under the same two (2) year limit and shall not serve more than four (4) consecutive years on the board of directors. An exception to the four (4) year limit shall be allowed if a Director leaves one office to become the President as the President (two years) and Past-President/Parliamentarian (two years) encompass four years of service.

SECTION 2.1 ADDENDUM TO ELECTION AND TERM OF OFFICE

Addendum: Adopted on December 8, 2015

Election of officers starting in the year 2016 will be as follows; Officers to be elected on even numbered years will be the President, 2nd Vice President, Financial Secretary, and Membership Chairperson.

Officers to be elected on odd numbered years will be the 1st Vice President, Secretary, and Correspondence.

The position of Treasurer will be appointed by the Board of Directors and will be reassessed annually.

SECTION 2.2 ADDENDUM TO ELECTION AND TERM OF OFFICE

Addendum: Adopted on December 6, 2016

Election of officers starting in the year 2016 will be as follows; Officers to be elected on even numbered years will be the President, 2nd Vice President, Financial Secretary, and Correspondence Secretary.

Officers to be elected on odd numbered years will be the 1st Vice President, Secretary, and Membership Chairperson.

The position of Treasurer will be appointed by the Board of Directors and will be reassessed annually.

SECTION 3. VACANCIES

A vacancy in the board of directors caused by death, resignation, or desirability shall be filled by a majority of the remaining directors or by the sole remaining director with the approval of the membership.

SECTION 4. QUORUM

A majority of the authorized number of Directors shall be necessary to constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present, shall be regarded as the act of the Board of Directors unless a greater number is required by law or by the Articles of Incorporation.

SECTION 5. APPROVAL OF MINUTES

The transactions of any meeting of the board of directors, however called and noticed, or whatever held, shall be as valid as though it had been a meeting duly held. If each of the directors not present approves in writing the minutes of such meeting. As such approval shall be filled with the records of the club or made a part of the minutes of the meeting.

SECTION 6. FEES AND COMPENSATION

Directors shall receive no compensation for their services, but may receive such reimbursement for expenses as may be fixed by resolution of the board.

**ARTICLE V
DUTIES OF OFFICERS**

SECTION 1. PRESIDENT

The President shall be the executive officer of the Corporation and, subject to the control of the Board of Directors, shall have general supervision, direction, and control of the affairs of the corporation. He/she shall preside at all general meetings and meetings of the Board of Directors, appoint standing committees, special committees, act as chairman of the Directors and shall be an ex-officio member of any committee which may be selected, except the nomination committee. The President is charged with the responsibility to preserve order in the meetings and enforce a due observance of the Constitution. The President shall cast a deciding vote when a tie occurs on a motion, except in the election of Officers. The President will be expected to be a liaison between the club and the Antioch Committee on Aging. The Board of Directors shall approve appointments to the standing committee, also, to see that the senior center is open at a time agreeable by membership on any designated day.

SECTION 2. 1ST VICE PRESIDENT

In the absence of the president, the 1st Vice President shall have the duties and powers of that office.

SECTION 3. 2ND VICE PRESIDENT

The 2nd Vice President will serve as a liaison person between the board of directors and the committee chairperson.

SECTION 4. RECORDING SECRETARY

The recording secretary shall keep at the principal office of the corporation a book of the minutes of all meetings of the Directors and Members. With the time and place of holding, how called or authorized, the notice thereof given, the names of those present at Directors meetings, and the proceeding thereof. All minutes shall be recorded in a bound book and made available to the general membership. All pertinent records shall be turned over to his or her successor.

SECTION 5. CORRESPONDING SECRETARY

The corresponding secretary shall read and attend to all necessary correspondence.

SECTION 6. TREASURER

The position of Treasurer will be appointed by the Board of Directors and will be reassessed annually. This is an appointed position and not a member of the Board of Directors.

The Treasurer shall keep and maintain adequate and current books of account showing the receipts and disbursements of the Corporation, and account of its cash and other assets, if any. Such books of account shall be at all reasonable times open to inspection by any member of Director.

The Treasurer shall deposit all monies of the Corporation with such depositories as are designated by the Board of Directors, and shall disburse the funds of the Corporation to pay all bills of the organization (subject to Board of Directors approval of all expenditures in excess of one hundred fifty dollars (\$150.00) that are not line item budget expenditures). All checks shall be co-signed by the Treasurer and the Financial Secretary and/or President. The Treasurer shall render to the President or Board of Directors upon their request, statements of the financial condition of the club.

SECTION 7. FINANCIAL SECRETARY

The Financial Secretary shall be assistant to the Treasurer, collecting monies or assisting in related functions and be responsible for up dated membership list and keeping a record of the members. The Financial Secretary shall work with the Treasurer to prepare a monthly report to be delivered to the Board of Directors at the monthly Board of Directors meeting.

SECTION 8. MEMBERSHIP CHAIRPERSON

The Membership Chairperson shall keep and maintain current records of all members of the Club. They shall be responsible for initiating the new membership drive for the next calendar year and produce membership cards for all members. The Membership Chairperson will also differentiate memberships between Regular; 90 Plus; Lifetime; and Scholarship members.

The Membership Chairperson shall collect all membership dues and deposit them into the safe for the Treasurer to record. The Membership Chairperson shall also be responsible for other membership projects such as Jacket/Apparel sales, etc. The Membership Chair will prepare a monthly report for the Board of Directors that includes current membership numbers of the Club.

SECTION 9. PAST PRESIDENT/ PARLIAMENTARIAN

Immediately after completing a term as President, that person will become the Past President/Parliamentarian for a two (2) year term. This is a non-voting position and the candidate will act as a resource for advice and suggestions for the current President. This is an advisory position only.

SECTION 10. COMPENSATION

Officers of the Corporation shall serve without compensation.

**ARTICLE VI
NOMINATIONS**

SECTION 1. NOMINATION OF OFFICERS

No later than sixty (60) days prior to the regular December business meeting, a nominating committee consisting of three (3) members shall be appointed; one (1) by the President: one (1) by the Board of Directors and one (1) to be elected by the members at the October meeting. All nominating committee members must have been members for at least one (1) year. The nominating committee shall prepare a single slate of candidates for the offices specified in Article V. The consent of the candidates must be obtained before placing their names on the slate. The slate of proposed candidates shall be posted for the information of the membership at the November meeting. After the slate has been read, nominations may be made from the floor, providing the consent of the nominee has been secured previously.

SECTION 1.2

In cases when resignations or other circumstances cause vacancies on the Board of Directors, the following procedure may be implemented: The nominating committee would be activated as specifies in Section I. The normal election procedure would be followed. Under emergency procedures, the president may make a temporary appointment to fill a vacant in his absence.

SECTION 1.3 ADDENDUM TO TERM OF OFFICE

A two (2) year term limitation may be set aside if the Election Committee is unable to present a qualified candidate to the General Membership for said office, and no (other) Member is nominated from the floor at the November General Meeting, through the proper protocol. Proper protocol identifies that a candidate must be nominated by a Member in good standing, and Candidate has previously agreed to accept such nomination.

ARTICLE VII COMMITTEES

SECTION 1. STANDING COMMITTEES

Immediately after installation, or as soon as possible, the President shall, upon approval of the Board of Directors, appoint standing committees.

SECTION 2. AD HOC COMMITTEES

The Board of Directors, by resolution, may from time to time designate AD HOC committees for special purposes. The resolution designating the committee shall provide for the appointment of its members and chairmen, state its purpose, and provide for its termination.

SECTION 3. MEETING OF COMMITTEES

Meetings of the chairmen of standing committees and special committees may be called at the discretion of the 2nd Vice President or the Senior Coordinator at the request of the President. Committee Chairs will be expected to report to the Board of Directors. Also, Committee Chairs may request to appear before any meeting of the Board of Directors and will submit a written report to the Board of Directors for executive board meetings and a monthly oral report will be made at the general meeting.

**ARTICLE VIII
AMENDMENTS OR REVISIONS**

SECTION 1. PRESENTATION

Except as provided in Section 2 of this article, new By-Laws may be amended by the written consent of the members entitled to exercise a majority of the voting power or by a majority of a quorum at a meeting duly called for the purpose of amending the Articles of By-Laws, or by the Board of Directors, subject to the power of the members to change or repeal the By-Laws.

SECTION 2. SUPER MAJORITY FOR AMENDMENT

No amendments to these by-laws which shall increase or change the amount of dues for a member as provided herein shall be made unless such amendment is ratified at a regular meeting of such active members, duly called for the purpose of making such amendment, by a vote of not less than seventy five (75) percent of a quorum of the members present at such meeting. For all other amendments a simple majority is required.

**ARTICLE IX
MISCELLANEOUS PROVISIONS**

SECTION 1. BUDGET/CALENDAR YEAR

The Budget and Calendar year of the Corporation shall be from January 1 to December 31.

SECTION 2. CORPORATE SEAL

The Corporation shall have a seal which shall be in such form and contain such matter and shall be specified by resolution of the Board of Directors. The seal shall be affixed to all corporate instruments, but failure to do so shall not affect the validity of such instrument.

SECTION 3. EXECUTION OF DOCUMENT

The Board of Directors 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 Board of Directors, 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.

SECTION 4. INSPECTION OF BY-LAWS

The Corporation shall keep in its principal office the original or a copy of these By-Laws, as amended or otherwise altered to date, certified by the Secretary which shall be open to inspection by the members' at all reasonable times during office hours.

SECTION 5. CONSTRUCTION AND DEFINITIONS

Unless otherwise required, the general provisions, rules of construction, and definitions contained in the California General Non-profit Corporation Law shall govern the construction of these by-laws.