

**MURRAY-CALLOWAY COUNTY SENIOR CITIZENS
BOARD OF DIRECTORS**

BY-LAWS

AMENDED MARCH 15, 1995

The following policies shall be deemed applicable for the formation and function of the Murray-Calloway Co. Senior Citizen Board. This Board has been established under provisions of the Kentucky Cabinet for Human Resources, the Purchase Area Development District Aging Committee, and authority granted by the Murray City Council and Calloway County Fiscal Court.

SECTION I: PURPOSE

The purpose of this Board shall be the coordination of programs to better utilize the knowledge and experience of older persons, to provide services that they might continue as active members of the community to which they live, and to coordinate programs for services needed by those who are no longer capable of performing for themselves these needed services. The goal of these programs shall be to encourage older persons to live independent, dignified and meaningful lives in their own homes and forestall their placement in an institution. Activities to accomplish these goals shall include, but not be limited to, the following activities and responsibilities.

1. Determine problems faced by the aging.
2. Project future needs of the elderly.
3. Recommend immediate and long-range programs to improve living conditions for this group.
4. Assist in coordination of services addressed in the regional Comprehensive Aging Plan, to provide a full life for members of this group.
5. Provide continuing liaison and informational services to insure communication of planning progress and decisions to the public and into appropriate agencies and organizations in the area, which have a role in the planning process, and to keep them informed of significant events, research, findings, or other developments that will materially affect planning activities.
6. Conduct periodical evaluations of aging programs within the county.
7. Conduct special studies and investigations of specific problems of older persons in the county, and cooperate in the investigation of such problems as may be requested by the

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Purchase Area Aging Committee and the Kentucky Division for Aging Services, CHR.

8. Analyze existing studies and data or by study, survey, or other means:

- (a) Determine number of people in aging group.
- (b) Income by age group and source of income.
- (c) Housing occupied by age group.
- (d) Health status by age group.
- (e) Determine which programs are available for these age groups, such as education, housing, counseling, recreation, supplemental income programs, programs to reduce isolation, transportation and maintenance and improvement of health and nutrition.

SECTION II: MEMBERSHIP REPRESENTATION (as amended on 3/15/95)

Membership representation on this Board shall be consistent at all times with the applicable requirements as outlined by the guidelines of the Administration on Aging, the Kentucky Division for Aging Services and the Purchase Area Development District Aging Committee.

1. The Board shall contain ten voting members, with at least fifty-one percent (51%) of the members from the consumer group, aged 60 or over.
2. Membership on the Board shall be granted on the basis of willingness to attend, support, and participate in the activities of the agency.
3. Voting membership on the Board shall be appointed by the City Council and County Fiscal Court as follows:
 - (a) Four members appointed by the Murray City Council
 - (b) Four members appointed by the Calloway County Fiscal Court
 - (c) One member nominated by the Murray-Calloway County Chamber of Commerce and appointed by the Fiscal Court
 - (d) One member nominated by the Murray Calloway County AARP and appointed by the City Council
4. Advisory (non-voting) membership shall be strongly encouraged, and should be selected from representatives of the following agencies:
 - (a) State Social Agencies (County Representatives)

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- (b) State Social Insurance Agencies (County Representatives)
- (c) County Department of Health
- (d) Mental Health and Medical Profession
- (e) Employment Security Commission, local offices
- (f) Local public and private recreation organizations
- (g) Local public libraries
- (h) Agricultural extension services
- (i) Local public school systems
- (j) Civic and service groups
- (k) Religious groups
- (l) Local units of government
- (m) Retired business and professional people
- (n) Other areas deemed necessary

5. The Chairman of the Board shall have the authority to appoint advisory, non-voting members as deemed necessary.

SECTION III: TERMS OF OFFICE

Tenure of office shall be established by the Board as follows:

1. The term of each member shall be for a period of one year or until his successor is appointed. Members may succeed themselves.
2. Vacancies occurring on the Board shall be filled from the respective appointing authority for the remainder of the term of the resigning member.
3. Three consecutive absences on the part of any member to regularly scheduled board meetings shall be interpreted as a lack of interest, with no evidence to the contrary. The Chairman of the Board shall inquire as to whether the respective Board member intends to remain active on the Board. If the member indicates he is no longer interested or if he is unable to be active on the Board, or if there is no reply, the Chairman shall consider this sufficient reason for recommending his replacement.
4. The Chairman shall appoint a nominating committee after the November Board meeting. The committee will render its report at the December meeting, at which time the Chairman, Vice-Chairman, and Secretary-Treasurer shall be elected.
5. The Chairman of the Board shall be elected for a one-year term and may serve two additional consecutive terms with the approval of the Board. The tenure of office of each new officer shall begin on January 1.

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SECTION IV: MEETINGS

1. The Board shall conduct meetings monthly, or at least bi-monthly and be on call for the Chairman of the Board.
2. A quorum shall consist of a simple majority of the members.
3. Whenever possible, notice of the date, time and place of meetings shall be mailed to each member not less than seven (7) days before date of meeting.

SECTION V: EXECUTIVE DIRECTOR

The Board of Directors shall be empowered to employ an Executive Director to assist in fulfilling the purpose and objectives of the organization.

Employment or removal of the Executive Director shall require two-third (2/3) vote of the Directors present at any regular or duly called Board of Directors' meeting, provided at least a quorum is present.

SECTION VI: BUDGET AND EXPENDITURES

An annual budget shall be prepared and serve as a guide for expenditures for this organization.

All checks drawn on the account of the Murray-Calloway County Senior Citizens, Inc. shall be signed by at least two (2) of the following three (3) individuals: Chairman of the Board, Executive Director, and/or Treasurer.

SECTION VII: AMENDED PROCESS

These by-laws may be amended at a regular or special meeting of the Board, by affirmative votes of not less than two-thirds (2/3) of the voting members of the Board.

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SECTION VIII: AMENDED BY-LAWS

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under section 501 (c) 3 of the Internal Revenue Law.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making payment provision for the payment of all the liabilities of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or sufficient purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)3 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

SECTION IX: TYPE OF ORGANIZATION

Murray-Calloway County Senior Citizens is a non-profit organization.

SECTION X: CONDUCT OF MEETINGS

"Roberts Rules of Order" (75th Edition) shall govern the deliberations of the Board of Directors.