

## **THE ALMADEN SENIOR ASSOCIATION BYLAWS**

Version June 7, 2023

The Almaden Senior Association (ASA) is an organization of active adults 50+ established to further the objectives of its membership. The organization shall be governed by the Almaden Senior Association members. The Board of Directors shall provide leadership to the organization.

The Almaden Senior Association is organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code.

### **ARTICLE I - OBJECTIVES**

Section 1. To encourage creative programs that will stimulate leadership skills, awareness of social services, educational opportunities, cultural and community awareness for seniors in the community.

Section 2. To collaborate with Almaden Community Center (Center) Staff to coordinate events, classes and workshops to meet the recreational and social needs of the active adults at the Center

Section 3. To provide financial support by conducting fund raising events and soliciting funds and/or donations to enhance the opportunities offered through the program.

Section 4. To recognize, commend and honor individuals and/or groups contributing to the success of ASA missions and its activities in general.

Section 5. To support and enhance the community by donation or other means.

Section 6. To maintain a relationship with the Almaden Advisory Council (AAC) in support of the Almaden Community Center and the senior community.

### **ARTICLE II - MEMBERSHIP**

Section 1. Membership is open to all interested persons fifty (50) years of age or older, regardless of residence.

Section 2. The membership period and any dues shall be determined by the City of San Jose.

### **ARTICLE III - MEETINGS**

Section 1. The Almaden Senior Association shall meet once a month on a regular basis at a time and day to be determined by the Board and the Almaden Community Center Senior Program Specialist. Two weeks' notice must be given for any meeting change except in the case of an emergency. An Annual Meeting shall be held in January to install officers and review finances.

Section 2. The Almaden Senior Association consists of those members who have joined through the City of San Jose Parks, Recreation and Neighborhood Services.

#### **ARTICLE IV – ELECTED OFFICERS AND BOARD OF DIRECTORS**

Section 1. The Officers of the Almaden Senior Association shall consist of the elected positions of President, Vice President, Secretary and Treasurer.

Section 2. President - Presides at all meetings, prepares the agenda, calls meetings, assigns committees, and sits as an ex-officio member of all committees.

Section 3. Vice President - Shall preside at all meetings in the absence of the president.

Section 4. Secretary – Shall maintain a record of proceedings of meetings, and handle necessary correspondence with support of the Center Staff.

Section 5. Treasurer – Shall maintain the checking account, collect and record funds for the various activities of the Association. He/she shall keep an accurate account of all monies received and expended in accordance with Article V.

Section 6. Board of Directors – Shall consist of the Elected Officers and Advisors appointed by the President and approved by the Elected Officers. The Advisors will add continuity for the change of the Board and may serve in place of an Elected Officer if so required. The Advisors' terms run concurrent with the term of the President making the appointment and may be terminated at any earlier time by the President, with approval of the Board of Directors.

Section 7. Quorum. Presence in person of a simple majority of Directors shall constitute a quorum at any meeting of the Board of Directors.

#### **ARTICLE V - FINANCES**

Section 1. A checking account in an Association approved bank or Credit Union shall be established.

Section 2. All receipts and payments, both check and electronic, shall be documented and presented in a written report at the monthly Association meeting.

Section 3. The financial records shall be audited at the close of the calendar year. The President shall appoint two or three members in January of each year, not including the Treasurer, as the Audit Committee to examine the books and report back to the Association. The Audit Committee is to audit the prior year's financial transactions during January and February of the new year and provide a written and verbal report at the March general meeting.

Section 4. Expenditures greater than \$750.00 may not be made without the approval of the Association. The Association will vote at the monthly meeting to approve or reject the request. An exception shall be made for an event when the event chair shall approximate the cost of the event and the expected ticket sales.

## **ARTICLE VI – APPOINTMENTS**

Section 1. The President is authorized to appoint ad hoc committees as the need arises.

## **ARTICLE VII – NOMINATIONS AND ELECTIONS**

Section 1. The Nominating Committee shall be appointed by the President in September. There shall be at least three (3) and no more than five (5) members on the Committee. Request for nominees for officers should be published in the September and October Community Center Newsletters. The Committee shall present the slate of officers to the Association in November. Nominated persons should be published in the November and December Community Center Newsletters with the election date.

Section 2. Officers will be elected for a term of two years. An officer may hold the same office for a maximum of two consecutive terms (4 years). Quorum: Officers shall be elected by a simple majority vote of all Association Members present and voting at the December Association Meeting.

Section 3. All officers shall not be elected the same year. The President and Vice President shall be elected in one year with the Secretary and Treasurer elected in alternate years.

Section 4. Elections will be held in December with new officers taking office in January. An installation shall be deemed optional in January.

Section 5. A vacancy shall be filled by appointment by the remaining officers for the duration of the unexpired term.

## **ARTICLE VIII 501(c)(3) REQUIREMENTS**

The Almaden Senior Association will:

1. Refrain from supporting or opposing candidates in political campaigns in any way.
2. Insure that our net earnings do not inure in whole or in part to the benefit of private shareholders or individuals (that is, board members, officers, key management employees, or other insiders).
3. Not further non-exempt purposes (such as purposes that benefit private interests) more than insubstantially.
4. Not be organized or operated for the primary purpose of conducting a trade or business that is not related to our exempt purpose(s).

5. Not devote more than an insubstantial part of our activities attempting to influence legislation.
6. Not provide commercial-type insurance as a substantial part of our business.

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the City of San Jose, Almaden Community Center, for a public purpose.

## **ARTICLE IX – AMENDMENTS**

Section 1. Any proposed amendment to these Bylaws must be approved by the Board and then presented to the Association for their review at the next monthly meeting. The vote by the Association will be at the subsequent monthly meeting. A 2/3rds vote of all Association Members present and voting is required to approve proposed Bylaw changes.

Section 2. The President shall appoint an ad hoc committee to review the Bylaws every two years. The findings of the Bylaw Committee shall report to the Association as soon as feasible.