

**BLAINE SENIOR CENTER**

**APPROVED November 12, 2024**

Amended By-laws of March 2020 Amended November 12, 2024

**ARTICLE I – Name and Purpose**

*Section 1: The name of this association shall be Blaine Senior Center.*

**Section II: Purpose:** The purpose for which this non-profit organization is formed to provide facilities, equipment, supplies, recreation, and nourishment for all senior citizens in the City of Blaine, Birch Bay, and surrounding areas in Washington State; to cooperate with those persons, groups, associations, organizations and agencies of the State of Washington and/or the United States of America for the accomplishment of the above goals and endeavors; but not limited thereto, and in connection with such general purpose and for the fulfillment thereof:

1. Have the right to purchase, lease, pledge, receive, take and hold by gift, grant, devise, or request, both real and personal property in trust or otherwise.
2. To care for, use, operate, maintain, improve, develop, sell, lease, convey or otherwise dispose of such property.
3. To invest and reinvest funds available for investment.
4. To solicit and accept contributions and aid from individuals, associations, organizations, corporations and municipalities and from the State of Washington and the United States of America.

**ARTICLE II – MEMBERSHIP**

*Section 1 - Membership shall consist only of members 50 years old or older.*

Any person fifty years of age or older is eligible to become a member of the Blaine Senior Center upon payment of the annual dues.

Every member shall be given a copy of the BSC Code of Conduct and will have signed a Volunteer Confidentiality agreement. A person is given three chances to correct unacceptable behavior. The first infraction will result in a verbal warning. The second infraction will result in a written warning describing the infraction and the necessary corrective action. The third infraction may result in a recommendation for suspension from participating in BSC programs and activities. An expulsion from participation in the BSC activities may occur when participant warrant or alternative corrective action has been exhausted. The participant will receive a written notice of expulsion. Participants who violate the expulsion by returning to the facility will be trespassed.

? Succession on dissolution  
telling law?

**ARTICLE III – ANNUAL MEETING****Section 1.**

1. The date of the regular annual meeting shall be set by the Board Directors of this Association and shall be held at the Blaine Senior Center, Blaine Washington.
2. At least three weeks before the annual membership meeting, the executive board shall appoint a nominating committee of at least three persons whose duty shall be to prepare a ballot of names of qualified members. Those members of the BSC that are interested in being on the board shall submit an application to the nominating committee. Four weeks before the annual meeting, written notice of the time and place of the annual meeting of the membership shall be published in the BSC bulletin and posted on the BSC bulletin board
3. Written notice of the time and place of the annual meeting of the membership shall be published in the senior center bulletin and posted on the senior center bulletin board. Failure to post such notice shall invalidate the meeting.

**ARTICLE IV - Board of Directors:****Section 1: Board Role, Size, Compensation.**

1. The Board is responsible for overall policy and directions of the delegate's responsibility and day-to-day operations to the Director. The Board shall have no fewer than 9 members and no more than 15. In case of failure to elect the proper number of directors, they may be elected by the Board at a special meeting called for that specific purpose.
2. Meetings: The Board shall meet at least once a month, at an agreed time and place.
3. All Board members shall serve a 3 year term and are eligible for re-election. Approximately one-third shall be elected each year at the annual election of the Blaine Senior Center. Each Board member is allowed three absences a year. After the third absence the member will be terminated. If you are absent you must notify an executive member that you will be absent and the reason why. Only absolute excused absences like being in the hospital, death/funeral, weddings, accident, or have no control of the event will be accepted.

You must be a member of the Blaine Senior Center for 180 days before you can be elected to the Board of Directors. .

Executive Officers will serve a year term and can be elected a second term. After year four the Executive officer cannot run for a different office for at least a year.

In the interest of continuity it is encouraged for the previous executive officer to offer assistance to the new Executive office holder.

4. Resignation from the Board must be in writing and received by the Secretary two weeks in advance of the meeting. A Board member will be dropped if he/she has three absences from board meeting in a year unless there are extenuating circumstances. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.
5. A **Quorum** must be attended by at least 1/2 of the Board members before business can be transacted or motions made or passed. If a quorum is not present at the meeting, the directors present shall adjourn the meeting until the next meeting and a quorum is present.
6. If the position of any director or directors becomes vacant for any reason, the remaining directors shall appoint a successor or successors. They shall serve until the next annual meeting or when the successor or successors have been duly qualified and elected.
7. A Board member will not take part in anything that would benefit him/her personally at the Blaine Senior Center expense
8. Special meetings may be called by the President or the Executive Board, five members of the general membership at any time. The business transacted at all special meetings of the members to confine to the concerns started in the call. Notice of special meetings of members state the time and place and purpose.

## ARTICLE V

### Section 1 Powers of the Directors:

The Board of Directors may fix the powers, duties, and compensation, not specifically provided for here. In addition to the powers and authorities by these by-laws expressly conferred upon it, the board of Directors may exercise all of such powers of the Blaine Senior Center and do all the actions guided by the Prudent Man Rule. In case of vacancy in any office of the Blaine Senior Center, the Board of Directors shall fill such position. The officer so elected by the Board to fill any such vacancy shall hold that office until the next membership elections. The board receives no compensations other than reasonable expenses

### Section 2: Officers and duties:

Immediately after the close of the annual election meeting, the duly elected Directors shall meet and elect officers for the ensuing year and for such other business as may properly come before the Board. The officers shall consist of:

President, Vice President, Secretary, and Treasurer, and Member at Large, and other officers as the Board of Directors may deem advisable. <sup>one?</sup> These officers shall serve as an Executive Board. Meetings of the Executive Board may be called by the President or any other two officers. Actions of the Executive Board must have the approval of the Board of Directors at the next regular monthly meeting to be valid. Three members of the executive board shall constitute a quorum. The Executive officers of the Blaine Senior Center shall be elected and hold their respective offices for two years. In case of death, disqualifications, an excess of absences, or inability to act by any officer of the Blaine Senior Center for any other reason the Board may deem sufficient, the Board may delegate, for the time being, the powers or duties of any such officer to any other officer or director. Any disqualification must be addressed personally and in writing by a member of the Executive Board.

B. There shall be five officers of the Board consisting of the President, Vice President, Secretary, and Treasurer, and Member at Large. Their duties are as follows:

1. The President shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the Executive Board to preside at each meeting in the following order: Vice President, Secretary and Treasurer. The Treasurer and the President shall be the signers at the bank.

2. The Vice President, in the case of death, disqualification, absence or incapacity of the president shall have all of the powers and perform all the duties of the President.

3. The Secretary shall attend all meetings of the Board of Directors and record all votes and the minutes of all proceedings to be kept in a book and electronically stored in the Blaine Senior Center Archives. He/she will give notice of all meeting of the Board of Directors and of the members and shall perform such other duties as may from time to time be prescribed by the Board of Directors.

4. The Treasurer shall have the care and custody of BSC funds and securities and shall disburse the funds of the Blaine Senior Center as may be ordered from time to time by the Board of Directors. He/she shall supervise the keeping of full and accurate accounts of receipts and disbursements of the members in each year and at all other times when requested by the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors. The Board of Directors shall direct an internal audit every two years by a person or persons approved by the Board. He/she shall report the financial condition of the

Duties of  
the  
Executive  
Board

Records

Treasurer

BSC at the annual meeting of the members in each year and at all other times when requested by the Board of Directors.

5. The Member at Large shall serve as a general Board of Directors Member without specific responsibilities, but may assume duties as approved by the Board. They will also provide a voice for the membership and a vote on the board.

## ARTICLE VI

### Section 1: Meeting Place:

The Board of Directors will hold its meetings at the Blaine Senior Center unless otherwise designated. If the meeting place is changed from the regular meeting location all members of the Board of Directors shall have notice of the changed location before the meeting is held.

## ARTICLE VII

### Section 1 Legal Papers Signed

1. All checks, promissory notes, other commercial paper and all other contracts necessary or proper to be executed in the current business of the Blaine Senior Center may be signed by such officer or officers, or such person or persons, as the Board of Directors shall by resolution authorize. This would be the President or Treasurer.

## ARTICLE VIII

### Section 1 Amended By-laws

1. These by-laws may be amended by a two thirds majority vote at any meeting of the Board of Directors provided the proposed amendment has been provided at a previous meeting. This in no way precludes amendments to these by-laws at any regular or special meeting of the general membership. Proposed amendments must be submitted to the Secretary to be sent out with regular Board Announcements.

ARTICLE IX

**Section 1:** The Board may create committees as needed. The committee chairs are to report back to the Board of Directors. There is to be at least one Board member per committee. The following committees would be Nominating, Fundraising, Oversight, and Volunteer.

*(standing ongoing)*

**Section 2:** The five officers serve as members of the Executive Board. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Board shall have all the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction of the Board Directors.

*- duties*

The foregoing Bylaws were adopted by the Board of Directors by a two-thirds majority vote of the Directors in office at a meeting of the Board held on November 12, 2024.

*Both Tableman*

Secretary *Both Tableman*

*Sieneke Stevenson*

*1/17/25*

*Sieneke Stevenson, Senior Center Board President*

*maybe limited things actions.*

*Emergency contract administration + evaluation*

*Planning for meetings or events*