



LYMES' SENIOR CENTER CONSTITUTION & BY LAWS

Table of Contents

Agreement Concerning the Lymes' Senior Center Constitution

- Article I Name
- Article II Mission
- Article III Membership
- Article IV Fiscal Year

By-Laws

- Article I Board of Directors
- Article II Officers
- Article III General membership and Associate membership
- Article IV Meetings
- Article V Committees
- Article VI Amendments
- Article VII Liability of the Board of Directors
- Article VIII Non-profit status

Agreement Concerning the Lymes' Senior Center

Ownership

The Lymes' Senior Center building was constructed in 1994 as a mutually owned project as tenants-in-common by the Towns of Lyme and Old Lyme, with the Town of Old Lyme owning a 75% interest and the Town of Lyme owning a 25% interest.

Administration The Lymes' Senior Center is a municipal agency funded by the Towns of Lyme and Old Lyme, and who are responsible for oversight and management of the facility, operational and capital finances and the Senior Center Director.

Responsibilities

The Towns of Lyme and Old Lyme shall have overall responsibility for operation of and maintenance of the Lymes' Senior Center, which includes all exterior maintenance, infrastructure, including major appliances, interior furnishings, driveway maintenance and lawn care.

The Town of Old Lyme shall provide financial services for operational and capital expenditures to the Lymes' Senior Center. Old Lyme shall bill Lyme for its share, as set forth in their agreement.

The Director will have overall strategic and operational responsibility for Lymes' Senior Center programs, marketing/public relations and execution of its mission. The Director will work closely with the Board of Directors to establish policies and procedures for the management of the Lymes' Senior Center, prepare and present the annual budget and manage the day-to-day affairs of the Lymes' Senior Center.

Contributions for the annual cost of operations shall be handled in the following manner:

The Towns of Lyme and Old Lyme shall each contribute towards the annual cost of operation and maintenance of the Lymes' Senior Center based on the towns' proportionate share for total population of both towns, based on the census data of the State of Connecticut Department of Health, and reviewed annually. Capital expenses will be shared by both towns at 75% for Old Lyme and 25% for Lyme.

Lymes' Senior Center Constitution

Article I

Name

The name of this organization shall be: Lymes' Senior Center.

Article II

Mission

The mission of this organization shall be:

- A. To provide a municipal facility for senior citizen programs
- B. To provide a nutrition site for senior citizens

- C. To offer recreational activities for senior citizens
- D. To offer social activities for senior citizens
- E. To offer education activities for senior citizens
- F. To offer area resources to aid and assist senior citizens
- G. To offer facilities for use to area organizations and groups for events and meetings as deemed appropriate with the mission of the Center

Article III
Membership

All individuals fifty-five (55) years and older shall be eligible.

Article IV
Fiscal Year

The fiscal year of the organization shall be from July 1 of each year through June 30.

Lymes' Senior Center Bylaws

Article 1
Board of Directors

Section 1. Number

The management of this organization shall be vested in a Board of Directors consisting of twelve (12) residents of the Towns of Lyme and Old Lyme. Seventy-five percent (75%) of the membership of the Board shall be Old Lyme residents and twenty-five percent (25%) shall be residents from Lyme in accordance with the towns' "Senior Center Agreement" dated November 2, 1994. In addition, if the office of Chairperson is held by a resident from one town, the office of the Vice-Chairperson shall be held by a resident of the other town. If no one is available to fill either position from the designated towns, the First Selectmen of Old Lyme and Lyme may approve an alternate chairperson and/or vice chairperson with the recommendation of the board.

Section 2. Selection

A list of proposed candidates to fill vacancies on the Board of Directors will be presented by the Nominating Committee to the Board of Directors at the May meeting.

B. The list of proposed candidates will be submitted to the respective Towns' Boards of Selectpersons. The Boards of Selectpersons from the Towns of Lyme and Old Lyme will appoint Directors.

- C. Directors from the Town of Old Lyme will be appointed for a term of three (3) years; Directors from the Town of Lyme will be appointed for a term of one (1) year. The term of appointment will begin on July 1
- D. Any board member who accumulates three (3) unexcused absences from board meetings in a fiscal year shall be referred to the Board of Selectmen from his/her respective town.

Section 3. Duties

Duties of the Board of Directors shall be:

- A. To establish policies and procedures for the management of the Lymes' Senior Center.
- B. To assist in preparation of the annual budget with the Director; which the Director shall present to the Board of Selectmen of the Towns of Lyme and Old Lyme.
- C. To review all authorized expenditures from the Senior Center account.
- D. To engage such staff as required in order to fulfill the mission of the Lymes' Senior Center, with advice and consent of the Boards of Selectmen and Finance of both Towns.

Article II

Officers

Section 1. Officers

The Officers of the Lymes' Senior Center Board of Directors shall be a Chairperson, a Vice-Chairperson, a Secretary and a Treasurer.

Section 2. Election

- A. The Nominating Committee shall present a slate of officers at the June meeting.
- B. Each Officer shall be elected for a term of one (1) year or until a successor shall have been elected. Terms shall commence on July 1.
- C. An Officer may serve two (2) successive terms in the same office, but thereafter shall not be eligible to serve in the office until one (1) year shall have elapsed with the exception of the Treasurer's position.
- D. Any office made vacant through resignation, or otherwise, shall be filled by the Board of Directors at the meeting next following the creation of such vacancy from a list of proposed candidates by the Nominating Committee.

Section 3. Duties

Each of the Officers shall perform the duties pertaining to such office as outlined in "The Modern Edition of Robert's Rules of Order", and such other duties as the Board of Directors may prescribe.

Article III Membership

Section 1. Members shall be individuals who are age fifty-five (55) and older who reside in the Towns of Lyme or Old Lyme.

Individuals shall qualify for full membership with a donation of an annual fee. The Board of Directors will establish this fee.

Section 2 Individuals who are age fifty- five (55) and older who reside in Towns other than Lyme and Old Lyme shall qualify for membership with a donation of an annual fee. The Board of Directors will establish this fee.

Article IV Meetings

Section 1. Meetings of the Board of Directors

- A. The Board of Directors shall typically meet every month, but at least ten (10) times annually.
- B. Special meetings of the Board of Directors may be called at any time by the Chairperson or upon the request of Three (3) members of the Board.
- C. At any meeting of the Board of Directors, a quorum shall consist of a majority of seven (7) Directors provided at least one (1) Officer is present and counted as one of the quorum.
- D. All meetings and procedures shall be in accordance with "The Modern Version of Robert's Rules of Order".
- E. The meeting agendas shall be sent to the Town Clerks of the Towns of Lyme and Old Lyme at least 24 hours prior to the next monthly meeting.
- F. The minutes of every meeting shall be sent to all Board of Directors, and to the First Selectmen and the Town Clerks of the Towns of Lyme and Old Lyme within 48 hours after a regular meeting if votes are taken, and 7 calendar days if votes are not taken.

Article V Committees

Section 1. Committees

A. Nominating Committee: There shall be a Nominating Committee consisting of three (3) members of the Board of Directors. The members of this committee shall be selected by the Chairperson.

B. Finance Committee: There shall be a Finance Committee consisting of the Treasurer and two (2) members of the Board of Directors. The members of this committee shall be selected by the Chairperson.

C. Standing Committees to be convened as determined necessary by the Board:

1. Membership Committee
2. Fund Raising Committee
3. Public Relations Committee
4. Property Committee
5. Programs Committee

Section 2. Duties of the Committees

A. The Nominating Committee shall:

1. Prepare a list of proposed Directors to be presented to the Board of Directors at the May meeting.
2. Prepare a slate of Officers to be presented to the Board of Directors at the June meeting.
3. Propose new members to the Board of Directors when vacancies occur.
4. Maintain an ongoing file of Directors and replacements.

B. The Finance Committee shall:

1. Prepare a budget, with the help of the Director, for the coming fiscal year for presentation to the Board of Directors. The Director will then present the budget to the First Selectmen of the Towns of Lyme and Old Lyme.
2. Monitor monthly financial reports.
3. Recommend an increase or decrease in expenditures, and appropriate changes in financial policy.
4. Advise the Board on the investment of funds.
5. Conduct an annual audit of the financial records.

C. Standing Committees

Duties and Responsibilities of the standing committees are established by the Board of Directors and are subject to revision by the Board.

Section 3. Additional Committees

The Board of Directors shall have the power to establish additional standing and ad hoc committees as they deem appropriate and necessary for the operation of Lymes' Senior Center, advising the Boards of Selectmen of each town as to the creation and purpose of these committees.

Article VI

Amendments

The by-laws of the Lymes' Senior Center may be amended by the Directors of the Board at any regular meeting or at a special meeting provided notice of the proposed amendment shall have been given in writing not less than ten (10) days prior to the meeting. Voting shall be thirty (30) days later. Once the by-laws have been amended and approved by vote of the Board of Directors, the document shall be sent to the Board of Selectmen of the Towns of Lyme and Old Lyme for review and approval. The final document shall be signed, and dated, by the Chairperson of the Board of Directors and the First Selectman from the Towns of Lyme and Old Lyme.

Article VII

Liability of the Board of Directors

The members of the Board of Directors shall not be liable to the Senior Citizens or the Towns for any mistake of judgment, negligence or otherwise, except for their own individual willful misconduct or bad faith.

The Towns shall indemnify and hold harmless to the extent permitted by law each of the members of the Board of Directors against all liability arising out of their conduct on behalf of the Lymes' Senior Center unless such conduct shall have been in bad faith. It is intended that the members of the Board of Directors have no personal liability with respect to any contract made by them on behalf of the Lymes' Senior Center.

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Lymes' Senior Center Constitution & Bylaws

Adopted: January 10, 1996

Amended: June 19, 2000

Amended: September 18, 2000

Amended: August 20, 2001

Amended: July 1, 2013

Amended:March 5, 2018

Jeri Baker, Chairperson

Lymes' Senior Center Board of Directors

Bonnie A. Reemsnyder, First Selectwoman

Town of Old Lyme

Steven Mattson, First Selectman

Town of Lyme