

**BYLAWS OF
THE RESIDENTS' COUNCIL OF BETHANY VILLAGE
Revised 10/01/2019**

**Article I
Title and Objectives**

Section 1. The name of the organization shall be The Residents' Council of Bethany Village, a continuing care retirement community, located in Pennsylvania.

Section 2. The objectives of this organization are:

- a. To cooperate with the Administrative staff of Bethany Village in providing for the social, physical, mental and spiritual welfare of the Residents.
- b. Conduct fundraising efforts and provide volunteer assistance for the benefit of the residents of Bethany Village (BV) and enhance the services provided to BV residents, and support BV's not-for-profit, charitable mission.
- c. Working with the Administration, to support the interaction of residents and to maintain and improve the quality of life for all BV residents.

**Article II
Membership**

Section 1. The Council shall consist of residents of Bethany Village. Representation on Council is based on the number of living units – 25 units = 1 vote on Council.

- (a) One (1) representative elected by the residents of Bethany Center;
- (b) Four (4) representatives elected by the residents of Bethany Court;
- (c) Four (4) representatives elected by the residents of the East Cottages;
- (d) Six (6) representatives elected by the residents of Bethany West Apartments;
- (e) Two (2) representatives elected by the residents of the West Cottages and Estates;

- Section 2. Members selected as provided in Section 1 shall each serve for a period of two (2) years, but half the total representatives for each constituent area as specified in Section 1 shall be selected in alternate years, with terms to begin at the first scheduled meeting of the Council following their selection and certification as provided in Article VI, Section 7. Members shall not be eligible to serve more than three (3) consecutive terms, except if a member was elected to fill an unexpired term of one year; it is then possible to serve seven (7) consecutive years. A member shall be eligible for re-election after the lapse of one (1) year.
- Section 3. Election of members as provided in Section 1, subsection (a) through (e) of this Article shall be by ballot and shall be supervised and certified by the Nomination and Elections Committee as provided in Article VI, Section 7.
- Section 4. Any vacancy in the membership of the Council shall be filled as soon as possible after it occurs in the same manner that the member was elected or designated.
- Section 5. Residents of Bethany Village who accept nomination to be representatives on the Council and are elected, shall be required to attend at least eight (8) of the ten (10) regularly scheduled meetings, unless otherwise excused. Members shall be willing to accept other leadership responsibilities.
- Section 6. Residents of Assisted Living and Skilled Care are residents of Bethany Village. Since their problems and concerns are different, they each have an Advocacy Council. Minutes of these Council meetings are sent to the Residents' Council for review.

Article III **Officers**

- Section 1. The Officers of the Council shall be a President, a Vice President, a Secretary, an Assistant Secretary, a Treasurer, and an Assistant Treasurer elected by the Council from its membership.

If a qualified candidate for the office of Secretary is not available from within its elected membership, the Council has the option, pursuant to a recommendation from the Nominating Committee, to elect a resident of Bethany Village to perform the secretarial duties as a non-voting volunteer.

Similarly, if the office of Treasurer cannot be filled from within the Council, those duties may be performed by a non-voting volunteer elected pursuant to the same procedure as for the secretarial duties;

The President, Vice President, Assistant Secretary, and Assistant Treasurer must be members of the Council.

Section 2. The President, Vice President, Secretary, Assistant Secretary, Treasurer, and Assistant Treasurer of the Council shall constitute an Executive Committee.

If the duties of the Secretary are being performed by a non-voting volunteer, as permitted pursuant to Article III, Section 1, the Council has the option to elect a member of Council to serve as the sixth voting member of the Executive Committee.

This same option applies in cases where the duties of Treasurer are being performed by a non-voting volunteer.

Section 3. The term of all Officers shall be two (2) years, beginning January 1 following their election. The terms of the President, the Treasurer and Assistant Secretary shall begin in an odd-numbered year. The terms of the Vice President and of the Secretary and Assistant Treasurer shall begin in an even-numbered year.

Section 4. No Officer, other than the Secretary and Treasurer, shall serve for more than two (2) consecutive terms, but any such Officer shall become eligible for re-election after the lapse of one (1) year.

Section 5. Removal from office for just and proper cause shall require a vote of not less than two-thirds (2/3) of the members present and voting at any regular meeting, provided that written notice of such action has been given to all members at least ten (10) days before the meeting.

Section 6. Vacancies, which may occur during the term of any Officer, shall be filled as follows:

- (a) If in the office of President, the Vice President shall become President.
- (b) If in the office of Vice President, Secretary, Assistant Secretary, Treasurer, or Assistant Treasurer, by election at the first regular meeting of the Council after the vacancy occurs.

Article IV **Duties of Officers**

Section 1. The President shall:

- (a) Preside at all meetings of the Council and of the Executive Committee;

- (b) Appoint, subject to approval by the Council, the Chairperson of the Standing and Special Committees.
- (c) Review with committee chairmen the membership of their committees.
- (d) Serve as an ex-officio member of all standing and special Committees except the Nominations & Election Committee.

Section 2. The Vice President shall: Perform all duties of the President in his/her absence.

Section 3. The Secretary shall:

- (a) Notify the members of the time and place of all meetings of the Council.
- (b) Prepare and maintain a permanent file of Minutes to summarize the business transacted and reports submitted at each meeting of the Council and, unless otherwise directed by the Council, arrange for distribution of such Minutes to all Residents of Bethany Village as soon as possible thereafter;
- (c) Keep a permanent record of attendance at each meeting of the Council and at each meeting of the Executive Committee; all attendees should be listed in the minutes. Excused and unexcused absences should be noted in parentheses after the member's name.
- (d) Prepare and maintain a permanent file of Minutes to summarize all business transacted and reports discussed, and any action taken, at each meeting of the Executive Committee.

Section 4. The Assistant Secretary shall perform the duties of the Secretary in the absence of the Secretary

Section 5. The Treasurer shall:

- (a) Have custody of all funds managed by the Council;
- (b) Maintain funds in a business account under the name of "Residents' Council of Bethany Village" in a bank or savings institution, or otherwise as the Council may direct.
- (c) Prepare and maintain records of receipts and disbursements. Disburse authorized funds. All checks to be signed by the Treasurer or one other authorized Officer. If the amount is greater

than \$500, checks must be co-signed by the other authorized officer.

- (d) Report at each regular meeting of the Council the income and expenditures of allocated funds and any other funds monitored by the Treasurer.
- (e) Develop a budget for the Residents' Council to be reviewed and approved by the Executive Committee at the beginning of the fiscal year. Funds allocated to committees, departments, or groups from the Residents' Council monies must be spent and documented by appropriate invoice or sales slip prior to December 31st of each calendar year. All allocation requests are due by November 15th for the next calendar year. Allocated funds cannot be carried over from one calendar year to the next calendar year.

Section 6. The Assistant Treasurer shall perform the duties of the Treasurer in the absence of the Treasurer.

Article V **Standing and Special Committees**

Section 1. The Standing Committees: All other committees, clubs and activities are listed separately in the attached Addendum.

- 1. Audit
- 2. Bylaws
- 3. Executive Committee
- 4. Nominating & Elections

Section 1. Standing Committees may be established or deleted at the discretion of the Council.

Section 2. Chairs of the Standing Committees shall be elected members of the Residents' Council. If possible, each Standing Committee (Audit, Bylaws, Executive Committee and Nomination & Election) shall have at least one member from each of our four residential areas: East Cottages, East Apartments, West Apartments, and West Cottages.

Section 3. Special Committees may be appointed by the President for a period of up to one year. At the end of the year, it will either be discontinued or made a permanent part of the Resident's Council.

Article VI
Duties of Standing Committees

Section 1 **The Audit Committee** will be comprised of at least three independent individuals appointed annually by the Residents Council Executive committee. The Audit Committee should be members of the Residents Council if possible. The committee should be comprised of people with some knowledge of financial statements and the underlying transactions.

After the year end of December 31, a review (not an audit) shall be done and completed no later than January 31st,

The Committee shall review Financial Statements and bank statements, as well as the underlying financial transactions to determine that appropriate authorizations were received, the accuracy of receipts, disbursements, journal entries, and account classifications.

A final report and sign-off by the entire Committee shall be submitted to the Executive Committee and then to the entire Residents Council for approval.

Section 2 **The Bylaws Committee** shall meet from time to time to consider and discuss changes and amendments to the Bylaws at the request of the Residents' Council and submit the same to the Council for approval and adoption.

Section 3. **The Executive Committee** shall have the authority to transact business of an urgent nature between meetings of the Council, except to modify an action previously taken by the Council, subject to approval by the Council at its next meeting.

Section 4. **The Nominations & Election Committee** shall:

- (a) During the month of September, send invitations to Residents in Bethany Center, Bethany Court, Bethany Cottages East, Bethany West and Bethany Cottages West and Estates, to become candidates for nomination to the Residents' Council;
- (b) During the month of October of each year, prepare, distribute, collect, and tally written ballots for the election of representatives to serve in place of those whose terms will expire at the end of that year for constituent area designated in Article II, Section 1, Subsections (a through e), the Residents of each such area to ballot only for their own representatives with each election to be determined by plurality vote, and certify the results of such election to the Council at its November meeting;

- (c) Should any such election result in a tie vote, proceed in the same manner to supervise another ballot or ballots until a representative is elected, and certify the same at the next regular meeting of the Council;
- (d) Supervise and duly certify such special elections as may be required to fill vacancies in the elected membership. If a member resigns during his/her term, a letter of resignation must be received by the President. The letter of resignation is then presented to the Council at the next regularly scheduled meeting. After the vote of acceptance by the Council, the vacancy must be filled within thirty days by a ballot vote of the residents in that Independent Living Unit.
- (e) At the November meeting of each year, nominate Officers to succeed those whose terms will expire at the end of the year. At the December meeting of each year, a slate of Officers to succeed those terms that will expire at the end of that year will be presented to the Council. The election of these Officers shall proceed by voice vote unless more than one person has been nominated for office, in which event, the vote for that office shall be conducted by ballot supplied and tallied by this Committee.

Article VII

Meetings

- Section 1. The annual Reorganization meeting of the Residents' Council will be held at the first meeting of the year.
- Section 2. The regular meetings of the Council shall be held monthly except July and August, on the first Tuesday of the month or otherwise at the discretion of the Executive Committee and with due and timely notice to all members.
- Section 3. Special meetings may be called by the Executive Committee, or upon the written request of at least five (5) members to the President upon due and timely notice to all members.

Article VIII
Quorum

- Section 1. Two (2) Officers including the President and/or the Vice President, and fifty percent (50%) of the total Council membership shall constitute a

quorum for the transaction of business at any regular or special meeting of the Council.

Section 2. Four (4) of the Council Officers, including the President and/or Vice President must be present for the transaction of business at any meeting of the Executive Committee.

Article IX **Amendments**

The Bylaws may be amended at any regular meeting of the Council by two-thirds (2/3) vote of those members present and voting, provided that the amendment or amendments have been submitted in writing to all members at least ten (10) days before the meeting.

Article X **Rules of Order**

Procedural authority in all matters not specified in the bylaws of the Council shall be "Robert's Rules of Order, Revised."

Rules for Conducting the Meetings of Residents' Council

Call to Order by the President
Roll Call
Correspondence
Announcements
Approval of Minutes
Approval of Treasurer's Report
Chief Executive Officer's Report
Standing Committee Reports
Committees, Activities and Club Reports
Special Committee Reports
Old Business
New Business
Next Meeting Date
Adjournment