

**CANTERBURY WOODS RESIDENT ASSOCIATION**

**BYLAWS AND STANDING RULES**

Adopted by Resident Association 11/14/16

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## **Article I - Name**

The name of the organization shall be Canterbury Woods Resident Association hereinafter referred to as the Association.

## **Article II - Purpose**

**Sec. 1.** The purpose of the Association shall be to provide pleasurable recreation and social interactions for the members, to enhance their common use and enjoyment of the facilities and services of Canterbury Woods and to provide a channel of communication for shared concerns with the Administration of Canterbury Woods.

**Sec. 2.** The Association is organized for nonprofit purposes and not for pecuniary gain or profit for its members.

**Sec. 3.** The Association shall not carry on propaganda or otherwise attempt to influence legislation, and it shall not participate or intervene in any political campaign, including the publishing or distribution of statements on behalf of any candidate for public office.

## **Article III - Members**

**Sec. 1.** Each resident of Canterbury Woods shall be a member of the Association.

**Sec. 2.** No member shall possess any property rights in the Association and, upon termination of residency at Canterbury Woods, shall not be entitled to any property or reimbursement for any gifts or contributions to the Association.

## **Article IV - Resident Council**

**Sec. 1.** The affairs of the Association shall be conducted by a Resident Council, hereinafter referred to as the Council, of eleven (11) members consisting of the four (4) Officers of the Association, four (4) Advisory Committee Chairs, two (2) Members at Large and the Representative to the ESC Board of Directors.

**Sec. 2.** The term of office for Council Members shall be one (1) year beginning on the first day of January following their election.

**Sec. 3.** Members of the Council shall serve no more than four (4) consecutive years, but shall be eligible to serve again after a lapse of one (1) year.

Exceptions:

**A.** A duly elected President shall be eligible to serve a second one-year term even though his or her first one-year term as President completes four (4) consecutive years as a Council Member.

**B.** Resident Representative (see Article IX, Sec. 2)

**Sec. 4.** In the event any member of the Council ceases for any reason to occupy the position to which elected, the Council shall appoint a successor to occupy that position for the remainder of the term. EXCEPTION: Resident Representative (See Article IX, SEC.7)

**Sec. 5.** A member appointed to fill a vacancy shall be deemed to have served a full year.

**Sec. 6.** Regular meetings of the Council shall be held on the second Monday of each month, but the Council may, at its discretion, designate another day if it would better serve its purpose.

**Sec. 7.** At the regular meeting of the Council in December of each year, the President, with the concurrence of the incoming President, shall appoint a Budget Committee consisting of the Treasurer as Chair and two (2) other people.

**Sec. 8.** Special meetings of the Council may be held at the call of the President or at the request of three (3) members of the Council. Notice shall be posted at least twenty-four (24) hours in advance of a called meeting.

**Sec. 9.** Executive meetings of the Council may be held at the call of the President and shall be attended only by Council Members and those whom the Council wishes to consult on Council business.

**Sec. 10.** Six (6) members of the Council shall constitute a quorum.

**Sec. 11.** Resident Council members shall serve on the Community Based Planning Advisory Committee that is facilitated by the Executive Director. The committee attends periodic meetings to acquire an understanding of senior community concerns such as Senior Housing Trends, Management Goals and Strategic Planning.

## **Article V - Association Meetings**

**Sec. 1** The Annual meeting of the Association shall be held on the second Monday in November of each year to elect all officers and other members of the Resident Council.

**Sec. 2.** All officers, other members of the Resident Council, the ESC Resident Representative and the ESC Alternate Representative shall be elected from nominees proposed by the Nominating Committee or nominated from the floor.

**Sec. 3.** Each nominee shall consent, before the voting process, to serve if elected.

**Sec. 4.** If there is more than one (1) nomination for any office, the voting shall be done by a secret written ballot.

**Sec. 5.** Special meetings may be called by the President or by a written petition signed by twenty-five (25) members of the Association and filed with the Secretary.

**Sec. 6.** Thirty-five (35) members of the Association shall constitute a quorum.

**Sec. 7.** Each member of the Association is entitled to one (1) vote at any meeting of the Association.

## **Article VI - Officers**

**Sec. 1.** The officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer.

**Sec. 2.** Each officer shall serve for a term of one (1) year beginning on the first day of January following their election.

**Sec. 3.** No officer shall serve in the same office for more than two (2) consecutive terms but shall be eligible for election to a different office for two (2) additional one-year terms

## **Article VII - Duties of Officers**

**Sec. 1.** The President shall be the Chief Executive Officer of the Association and shall have responsibility for the general supervision and coordination of all matters before the Association and Council.

**Sec. 2.** The President shall preside at meetings of the Association and the Council and shall be an *ex officio* member of all committees except the Nominating Committee.

**Sec. 3.** The President shall be the primary liaison with the Canterbury Woods Administration and with Episcopal Senior Communities Administration through the Canterbury Woods Executive Director.

**Sec. 4.** The Vice President, in any absence of the President, shall perform all the duties of the President and, when so acting, shall have all the powers of, and be subject to, all the restrictions imposed on the President.

**Sec. 5.** The Secretary shall keep, or cause to be kept, the minutes of meetings of the Association and of the Council.

Such minutes and supporting documents shall be filed where accessible to residents.

**Sec. 6.** The Treasurer shall keep clear records of all receipts and disbursements as regularly required by the IRS.

**Sec. 7.** The Treasurer shall deposit, in the bank accounts approved by the Council, any money that accrues to the Association, and shall issue checks for all expenditures authorized by the annual budget or otherwise specifically approved by the Council.

**Sec. 8.** The President and the Vice President shall be authorized to sign checks in the absence of the Treasurer.

**Sec. 9.** Any check in excess of two thousand five hundred dollars (\$2,500.00) shall require the signature of two (2) officers.

**Sec. 10.** The Treasurer shall make a financial report at regular meetings of the Council.

### **Article VIII - Advisory Committees**

**Sec. 1.** The four (4) Advisory Committees shall be Dining Services, Environmental Services, Facilities Services and Health Services.

**Sec. 2.** The Chair of each Advisory Committee shall be a member of the Council.

**Sec. 3.** The Chair shall select the number of members necessary to carry out the functions of the committee.

**Sec. 4.** The purpose of these committees shall be to act as a liaison between residents and the Administration and to receive information to report to residents.

**Sec. 5** Each Advisory Committee shall hold monthly meetings with the Executive Director of Canterbury Woods and a representative of the department of their area of concern.

**Sec. 6.** A meeting may be cancelled if there is no agenda and the committee shall meet at least four (4) times a year.

**Sec. 7.** Two (2) committee members from each of the four (4) Advisory Committees shall be selected by the entire

committee to serve on the Design Review Committee. The committee members meet under the leadership of the Executive Director to review and advise on design options

for proposed changes to the various common areas of Canterbury Woods. The members report back to their respective Advisory Committees and communicate any suggestions to the Executive Director.

## **Article IX - Resident Representative to ESC Board**

**Sec. 1.** Each year the Association shall elect a Resident Representative and an alternate Representative to the ESC Board.

**Sec. 2.** The Representative may serve in each office no more than three (3) consecutive years (elected each year for an annual term). The Representative and Alternate shall be eligible to serve again after a lapse of one (1) year.

**Sec. 3.** A Representative shall attend each ESC Board meeting as a non-voting member.

**Sec. 4.** If the Representative is unavailable to attend an ESC Board meeting, the Alternate shall attend.

**Sec. 5.** The Representative shall bring to the Council's attention pertinent reports, discussions and actions taken by the Board, and take to the ESC Board any concerns of the Council following the ESC Communication Policy and Procedure.

**Sec. 6.** If a Representative is unwilling or unable to attend ESC Board meetings, he or she shall submit a resignation in writing to the Council.

**Sec. 7.** If a Representative resigns, the Alternate shall become the Representative, and the President, with the approval of the Council, shall appoint a new Alternate to serve out the balance of the term. Upon finishing this partial term, the new Representative shall be eligible to

serve additional term(s) and the new Alternate shall be eligible for election.

**Sec. 8.** If an Alternate resigns, the President, with the approval of the Council, shall appoint a replacement who shall complete the term and become the next Representative.

## **Article X - Finances**

**Sec. 1.** The fiscal year for all financial and tax reports shall be the calendar year.

**Sec. 2.** There shall be no dues or assessments levied on the individual members of the Association.

**Sec. 3.** The Association, to carry out its objectives, shall obtain the necessary funds from gifts given by residents or others, from income derived from Association activities and from bank deposits.

**Sec. 4.** Disbursements of the funds of the Association shall be limited to allocations specified in the annual budget or separately approved by the Council and shall be strictly limited to obligations directly related to the Association.

**Sec. 5.** The Resident Association may present a farewell gift, not to exceed three hundred dollars (\$300.00) in value to staff members leaving after ten (10) through fourteen (14) years of satisfactory service, or a gift not to exceed five hundred (\$500.00) in value to staff members leaving after fifteen (15) years or more of satisfactory service.

## **XI - Standing Committees**

**Sec. 1.** The purpose of Standing Committees shall be to enrich residential life at Canterbury Woods.

**Sec. 2.** Any resident of Canterbury Woods may volunteer to serve on these Committees.

**Sec. 3.** The President shall appoint a Chair for each of the Committees.



**Sec. 4.** The Chair of each committee shall select the number of members necessary to carry out the functions of the committee.

**Sec. 5.** Each of the Committees may prepare and maintain a list of procedures to document the particular functions of that Committee.

**Sec. 6.** If no one signs up for a committee or the committee loses its purpose it shall remain on the Standing Committee list in the event future residents wish to serve.

**Sec. 7.** The names and general functions of all Committees shall be as follows:

**A. Annual Employee Appreciation Fund**

1. The Association each year establishes an Annual Employee Appreciation (AEA) Fund Committee to receive confidential contributions, maintain the necessary bank account and distribute a confidential holiday gift to each qualified employee of Canterbury Woods.
2. The Committee shall submit a written report of the total contributions/receipts and distributions at the regular Council Meeting in March.
3. The Committee follows procedures as described in the AEA Fund Guidelines.
4. The Committee is responsible for the maintenance of necessary bank accounts and keeping of records which do not disclose the identity of the contributors. Amounts given to individual employees will not be made public.

**B. Audit**

1. The President appoints the Audit Committee consisting of a Chair and one (1) other member.

2. The Committee examines the financial records of the various activities of the Association for the preceding year.
3. The Committee presents a written report of the results of the examination at the regular Council Meeting in March. The Council may vote to approve the report or return it to the Audit Committee for clarification and re-submission to the Council.

**C. Bingo:** Arranges and conducts Bingo games.

**D. Birthday Dinners:** Arranges for two (2) hosts each month to host a Birthday Dinner for residents whose birthdays fall within the month.

**E. Budget**

1. At the regular meeting of the Council in December, the President, with the concurrence of the incoming President, appoints a Budget Committee consisting of the Treasurer as Chair and two (2) other members.
2. The Committee prepares an annual budget of all anticipated expenses of the Association for the upcoming year.
3. The Committee presents this budget for approval by the Council at the regular meeting in January.

**F. Bulletin Board:** Maintains the Bulletin Board adjacent to the Rose Room.

**G. Bylaws:** Considers changes to the Bylaws along with the Parliamentarian. Submits proposed changes to the Resident Council and, if approved, forwards to the Canterbury Woods Resident Association for action if possible at

the November meeting.

- H. Canterbury Recorders:** Helps to choose, acquire and organize recorder music and arranges programs at Canterbury Woods.
- I. Christmas Tree:** Arranges for the installation, decorating and removal of the Christmas Tree between the Lounge and the Dining Room.
- J. Community Outreach:** Facilitated by the Executive Director, the Community Outreach Committee proposes expenditures from funds bequeathed, donated or otherwise collected for the benefit of Canterbury Woods residents. Such expenditures may be proposed for projects directly benefiting Canterbury Residents.
- K. Computer Assistance:** Offers instruction and assistance for the use of PC and Apple Computers in the Large Print Library and purchases needed supplies.
- L. Design:**
  - 1. The Design Committee is facilitated by the Executive Director.
  - 2. Two (2) Committee Members are chosen by each of the four (4) Advisory Committees Dining Services, Environmental Services, Facilities Services and Health Services.
  - 3. The Advisory Chair may serve as one (1) of the two (2) Committee Members.
- M. Entertainment and Programs:** Along with Staff organizes and arranges programs for the pleasure, interest and education of residents.

**N. Financial Study**

1. The Financial Study Committee is composed of a Chair and no more than two (2) other members.
2. The Chair of the Committee disseminates relevant information to the Council and the Association.
3. The Committee provides a channel for communication between the Administration and the Resident Association on budgetary matters and financial information pertaining to Canterbury Woods.
4. The term of office of the Committee coincides with the fiscal year of ESC (April 1 through March 31).

**O. Fireplace:** Lights and tends to the lounge fireplace.

**P. Hospitality:** Coordinates with staff, selects and trains mentors, welcomes new residents and assists with transition to Canterbury Woods residential life.

**Q. Jigsaw Puzzles:** Selects and obtains puzzles to assemble in the Rose Room.

**R. Knit & Crochet:** Supports the Navy-Marine Corps Relief Society of Lemoore Navy Station by creating knitted and crocheted blankets for graduates of the “Budget for Baby” Workshops.

**S. Library (Regular Print):** Provides services of a circulating library, including selection, purchasing, cataloging and publicizing of books.

- T. Library (Large Print):** Provides services of a circulating library, including selection, purchasing, cataloging and publicizing of large print books.
- U. Magazines:** Collects and places donated magazines in the Lounge, Health Center and Doctors' Office.
- V. Memory Book:** Creates resident Memory Book by year.
- W. Movies and Videos:** Purchases and circulates new films for showing movies, updates DVD listing and sends information to the person maintaining the Resident Website.
- X. Music:** Arranges musical programs in cooperation with the Entertainment Committee and Staff.
- Y. New Residents Dinner:** Organizes annual “Welcome New Residents” Dinner with Staff.
- Z. Nominating:**
1. The Association President appoints the Chair of the Nominating Committee.
  2. The Chair selects four (4) additional members.
  3. Not more than two (2) members of the Nominating Committee may be members of the Council.
  4. The Committee nominates at least one (1) candidate for each of the following:
    - a. President, Vice-President, Secretary and Treasurer

- b. Four (4) Advisory Committee Chairs
  - c. Two (2) Council members at large
  - d. A Representative to the ESC Board of Directors and,
  - e. An Alternate Representative. (Only the Representative is a member of the Resident Council.)
5. The Committee posts its list of nominees at least ten (10) days prior to the Association meeting in November.

**AA. Our Shop**

1. The Association may use Association funds to operate a convenience store to be known as “Our Shop.”
2. Our Shop is for the convenience and benefit of residents and employees of Canterbury Woods.
3. Our Shop complies with all government statutes, rules and regulations.
4. The President of the Council shall appoint a Manager.
5. The Manager appoints a Bookkeeper and assistants and selects a sufficient number of volunteers to help with sales.
6. The Manager and Bookkeeper are authorized to maintain the necessary bank accounts.
7. Net profits from Our Shop sales are donated to the Resident Association.

**BB. Parliamentarian:** Provides guidance whenever needed and is knowledgeable of current Robert’s Rules of Order.

**CC. Photography:** Takes Birthday Dinner photos and makes them available for *purchase*. Takes

photos of new residents, updates and maintains photo directory of residents. Takes photos of events, e-mails to the person maintaining the Resident Website and to the Chair of the Memory Book Committee.

**DD. Reading Aloud:** Chooses and presents interesting reading to residents.

**EE. Sherry Hour:** Organizes, plans and hosts weekly Friday afternoon Sherry Hour in the lounge.

**FF. “What’s New” Editor:** Prepares semi-monthly newsletter covering events and pertinent information provided by Staff, residents and Resident Association Committees.

### **Article XII - Other Committees**

The President may appoint other Chairs of such other committees deemed to be in the best interest of the Association.

### **Article XII - Parliamentary Authority**

In cases not covered by these Bylaws, the current edition of Robert’s Rules of Order Newly Revised shall govern.

### **Article XIII - Amendments**

**Sec. 1.** These Bylaws may be amended or revised at any meeting of the Association provided that the members

receive a written notice of such action ten (10) days prior to that meeting.

**Sec. 2.** Copies of the proposed changes, and of the Bylaws as a whole, shall be readily available for inspection by the members

## **Article XIV - Dissolution or Liquidation**

Upon the dissolution or liquidation of the Association, the Council shall distribute any remaining property to a successor tax exempt organization providing services to Canterbury Woods Residents similar to the services heretofore provided by this Association, or in the absence of any such successor, to a charitable organization(s) exempt from tax under Internal Revenue Code Section 501(c) (3) or similar provision then in effect.

## **Article XV. Resident Association Standing Rules**

**Sec. 1.** Input at Council Meetings from Canterbury Woods residents who are not members of the Council.

- A.** At each Resident Council Meeting there will be an open microphone for any non-Council members to speak on any subject for three (3) minutes without response.
- B.** The President may ask if a non-Council member needs clarification of a Committee Report after it has been presented. A response may be made by a Council member.
- C.** A non-Council resident may be allowed to speak no more than two (2) minutes on any unfinished or new business item on the agenda. A resident shall speak only once on any business item. Council Members will not respond but, of course, may consider the



comments in reaching a decision. After there has been an opportunity for non-Council residents to speak on any business item, no further audience comment shall be made on that item as Council Members consider it.

**Sec. 2.** A microphone will be used for all input from non-Council Members or brief questions will be repeated by the Chair so that all can hear. Residents may come to the Council Meeting a few minutes early to receive help with using the microphone.

**Sec. 3.** Any proposal for non-budgeted projects and/or funding shall be submitted in writing to the President of the Association. This proposal shall include a budget and the total amount of money requested from the Resident Association. A majority of the Council may approve or deny the request.

**Sec. 4.** These Standing Rules may be amended or rescinded by a two thirds (2/3) vote of the Resident Association without previous notice or by a majority vote if ten (10) days previous notice has been given.