

# **OHGLA**

# **Bylaws**

**Revised 16 October 2011**

# Over the Hill Gang Los Angeles Bylaws

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## Article 1. Name and Location

### Section 1. Designation of Name

The name of this organization shall be **Over-The-Hill-Gang, Los Angeles (OHGLA)**.

### Section 2. Principal Location

The principal location of OHGLA shall be within the County of Los Angeles, CA.

## Article 2. Purpose and Status of OHGLA

### Section 1. Purpose

The sole purpose of OHGLA, is to promote social, recreational and cultural activities for active married and single adults who are 50 years and older and to enjoy the camaraderie derived from participating in these activities with others who share similar interest. OHGLA shall organize various athletic, social and cultural activities to accomplish this purpose.

### Section 2. Status

OHGLA is a non-profit organization and as such, Officers, Directors and Trip/Activity Leaders are volunteers.

## Article 3. Membership Requirements

### Section 1. Age Requirements

Any persons fifty (50) years of age and over are eligible to become an active member of OHGLA. Age restrictions will not apply to spouses. No person shall be denied membership on the basis of race, color, or religion.

### Section 2. Non-members

Non-members are those eligible to join and are not current members of OHGLA. Non-members may participate in the OHGLA's social activities no more than two (2) times.

## Article 4. Membership Dues

### Section 1. Dues

Dues and any changes to the dues structure shall be determined and recommended by the OHGLA Board of directors and presented to the General Membership for approval at a General Membership meeting, subject to quorum requirements or by a ballot, approved by the Board, and mailed to the entire membership with a two-thirds (2/3) of the returned ballots for approval.

### Section 2. Failure to Pay Dues

Members who fail to pay their dues within ninety (90) days from the due date shall automatically forfeit all rights and privileges of membership in OHGLA.

### Section 3. Expenses

OHGLA dues shall be exclusively used for conducting OHGLA business (newsletter publication, postage, data base management, OHGLA meeting expenses and telephone expenses) all associated documentation of expenses shall be submitted to the Treasurer. The

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Treasurer shall report the proceeds and expenses at the quarterly Board meetings and the annual membership meeting.

### Article 5. Communications

#### Section 1. Newsletter

The OHGLA Newsletter and Website shall be the official vehicle for informing members and interested parties of all OHGLA business and activities. Any member may contribute relevant information for newsletter publication subject to editorial license. The Editor of OHGLA newsletter shall be subject to the Board of Director's guidelines as to contents of the material that comprise the OHGLA Newsletter. The OHGLA Newsletter shall be a bi-monthly publication.

### Article 6. Board of Directors and Officers

#### Section 1. Composition, Designation and Term of Office

The Board of Directors shall be composed of the officers of OHGLA, President, Vice President, Treasurer, Secretary, and Membership Chairperson and six (6) Elective Directors. The Officers and the Elective Directors shall be elected for a term of two (2) years. Any Officer or Director shall be eligible for re-election.

#### Section 2. Duties of the Board

The Board of Directors shall have control, supervision, and direction of all the affairs of OHGLA. They shall determine and set its policies within the framework of these OHGLA bylaws. They shall actively pursue its purposes and shall have sole discretion in the disbursement of its funds. They may adopt such rules and regulations for the conduct of its business as shall be deemed advisable, and may, in the execution of the powers granted, appoint such agents as they may consider necessary. Additional Elective Directors can be named to the Board by a majority vote of current Board members. Committee chair people and activity leaders are appointed by the Board.

#### Section 2a. Trips and Activities

The Board of Directors shall review and approve any and all trips/activities OHGLA sponsors. Trip/Activity leaders shall be volunteer members, responsible for planning (after presentation to the Board) and organizing activity. Each activity shall be self supporting.

**Trip/Activity Attendance Exceptions.** For the purpose of expanding friendship and in the spirit of camaraderie (ref. Article 2. Section 1), OHGLA activity leadership may, providing it will not conflict with OHGLA members, accept members of other Clubs Associated with OHGLA, to participate in OHGLA activities. An additional fee may be levied to offset insurance requirements.

#### Section 3. Nominating Committee

The Board of Directors shall appoint a Nominating Committee at the winter Board meeting. The nominating Committee shall prepare a slate of candidates to be presented to the Board of Directors at the spring board meeting.

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The President, Treasurer and three (3) Directors shall be elected on odd numbered years.

Membership Chairperson, Vice President, Secretary and three (3) Directors shall be elected on even numbered years.

Ballots shall be mailed to the General Membership and shall include a space for write-in candidates. \*In addition to mail-in ballots, members may also vote via e-mail or other electronic methods.

### **Section 4. Duties of the President**

The President shall be the principal elective officer for the organization and shall preside at OHGLA Board of Directors meetings. The President will perform his/her duties which are necessary to this office or as may be directed by the Board of Directors or General Membership. The President shall orchestrate all activities of the Officers, Board Members, and Activity Leaders.

### **Section 5. Duties of the Vice-President**

The Vice President can be delegated by the President to perform his/her duties in the event of the President's temporary disability or absence from meetings, and shall have such other duties as the President or the Board may assign. The President shall be empowered to call an unscheduled Board meeting at such times and places as he/she may designate.

### **Section 6. Duties of the Secretary**

The Secretary shall give notice of and attend all meetings of OHGLA, keep and maintain minutes of all OHGLA and Board of Director Meetings, attest documents and perform such other duties as are usual for such office or as may be duly assigned. Minutes of all Board meetings shall be sent to all Officers and Board members and shall be read and approved at the following Board meeting. The Board shall assign a substitute to take minutes at the Board meeting in the absence of the secretary.

### **Section 7. Duties of the Treasurer**

The Treasurer shall keep an account of all moneys received and expended for the use of OHGLA, and shall make disbursements authorized by the Board and approved by the President. All sums received shall be deposited in a bank or trust company approved by the Board of Directors. The Treasurer shall make a financial report at all Board meetings and at the annual meeting or when called upon by the President. OHGLA shall have two (2) authorized signatures for its account, the Treasurer and one additional officer, preferably the President. The signature of either signer shall be sufficient to withdraw funds.

### **Section 8. Duties of the Membership Chairperson**

The Membership Chairperson shall maintain the membership list and data as to member status, current addresses, e-mail, etc. pertinent to OHGLA affairs. The Membership Chairperson and one additional officer, preferably the President, shall maintain copies of the OHGLA data.

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**Sub-section 8a. Membership List**

The OHGLA membership list is the sole property of OHGLA and as such shall be deemed personal and private. The unauthorized use of the membership list, mailing list, directory or any roster of OHGLA membership, is strictly forbidden and may not be used by any member or given to any individual or organization to use for solicitations of any kind without approval by the Board of Directors.

**Section 9. Duties of Events Planner/Coordinator**

This position shall be responsible for assembling ideas and suggestions for prospective events and trips and maintaining the calendar of all future events.

**Section 10. Duties of Newsletter Editor**

This position shall be responsible for compiling, editing and publishing the OHGLA newsletter.

**Section 11. Duties of Publicity**

This position shall be responsible for promoting OHGLA to new members and publicizing events as appropriate.

**Section 12. Unexpired Vacancies**

In the event of an unexpired vacancy the Board shall designate someone to fill the position except in the case of the President which will be filled by the Vice-President.

**Article 7. Insurance**

**Section 1. Liability Insurance**

OHGLA will attempt to provide a liability insurance policy to cover Officers, Board members and activity leaders on a best efforts basis at reasonable cost and with adequate and meaningful coverage. Section two (2) of Article 2, and Sections one (1) and two (2) of Article 3 are governed by the rules set forth by liability insurance and OHGLA shall comply with these rules.

**Section 2. Risk Waivers**

Activity leaders shall require all participants in sporting events to sign risk waivers.

**Article 8. Miscellaneous**

**Section 1. Rules of Governance**

The usual parliamentary rules as laid down in "Robert's Rules of Order", shall govern all proceedings, OHGLA members may participate and contribute to discussions and vote at the General Membership meetings. OHGLA members may attend Board of Director meetings but do not have voting privileges, however, they may contribute to discussions at these meeting. Only Board Members may vote on issues at the Board of Directors meetings. Notice of the time and place of all meetings shall be made at least twenty (20) days in advance except as noted in section four (4) below.

**Section 2. Fiscal Year**

The fiscal year shall begin March 1 and end on the last day of February.

**Section 3. Annual Meeting**

There shall be an annual meeting of OHGLA ordered at the discretion of the Board of Directors. The order of business will be the installation of Officers and Board of Directors, committee reports, new business, old business, and general discussion. The number of members constituting a quorum is to be 20% of the total membership.

**Section 4. Board of Directors Meetings**

The Board of Directors shall meet at a time and location determined by majority vote of the Board. The President shall be empowered to call an unscheduled Board meeting at such times and places as he/she may designate. Seven (7) members of the Board shall constitute a quorum. A Board member can submit a written proxy if he/she is unable to attend any Board meeting. Vote is to be decided by a majority.

**Article 9. Bylaw Changes**

**Section 1. Changes**

Changes to these bylaws, rules and guidelines, or any changes in the structure of OHGLA, may be made and amended only by a vote of a least two-thirds (2/3) of the members at any General Membership meeting, subject to quorum requirements. Amendments must be presented to the membership, in writing, at least 30 days prior to that meeting.

**Sub-section 1a. Alternate Bylaw Changes**

Changes may also be made by a ballot, approved by the Board, and mailed to the entire membership with a two-thirds (2/3) of the returned ballots for approval.