

**PROPOSED REVISED BYLAWS OF THE  
LIFESPRING: SAUGERTIES ADULT LEARNING COMMUNITY**

Approved by the Board of Directors on Feb 13, 2024

**ARTICLE I – NAME**

The name of the organization will be Lifespring: Saugerties Adult Learning Community (hereafter called Lifespring). Lifespring is an official Town of Saugerties community group with its principal offices at the Town Hall, 4 High Street, Saugerties, New York 12477. The Senior Education Commission created by Local Law 1, 2018, of the Town of Saugerties will oversee the operation of Lifespring.

**ARTICLE II – PURPOSE**

Lifespring: Saugerties Adult Learning Community offers a broad range of noncredit courses and other educational opportunities that support a lifelong love of learning. Lifespring works to provide a welcoming and inclusive environment in which a diverse membership participates in varied learning experiences.

**ARTICLE III – MEMBERSHIP**

*Section 1 – Nature of membership*

Membership in Lifespring will be open to all adults who wish to join and participate in the activities of the organization. A member in Lifespring is any person who has been admitted for membership and has paid dues for the current membership year. Membership will be renewable annually based upon payment of the annual dues. Dues may be waived by a decision of the Board of Directors.

*Section 2 – Members' rights*

Members will have the right to vote at all general meetings, hold office, and participate in the activities of the organization.

*Section 3 – Membership year*

The membership year will be August 1 to July 31.

*Section 4 – Voting*

Members will elect officers and Members-at-Large of the Board of Directors annually. Officers and members-at-large will be elected by a simple majority of those voting. Newly elected Board members will take office May 14, 2024 the initial year these bylaws are in effect and August 1, in 2025 and thereafter. Voting may be conducted either in-person and/or online.

*Section 5 – Annual Membership Meeting*

The Annual Membership Meeting will take place either in person and/or online in the spring no later than one month after the end of the spring semester. The

purpose of the Annual Membership Meeting will be to inform members of the status of the organization, present the financial report to the membership, announce any amendments to the Bylaws and report the results of the election of new members to the Board. The financial report, the amended Bylaws and election results will be sent by email to the membership after the annual meeting.

## **ARTICLE IV – GOVERNING BODY**

### *Section 1 – Board of Directors role*

The affairs of the organization will be governed by a Board of Directors, hereinafter referred to as the “Board.” The Board is responsible for the overall policy and direction of the organization within any guidelines set by the Town of Saugerties Senior Education Commission.

### *Section 2 – Board of Directors meetings*

The Board of Directors will meet a minimum of nine times a year either in-person and/or online at times and places to be decided by the Executive Committee. The dates, times and location will be communicated to all Board Members in advance. Members of the Board are expected to regularly attend scheduled meetings. All Board Meetings are open to Members of Lifespring.

### *Section 3 – Special meetings*

The Executive Committee Leader will call special meetings of the Board as necessary or if requested by three Board members. Special meetings can be held in person or online. Notice of special meetings must be disseminated to Board members at least three days before the meeting date.

### *Section 4 – Quorum*

A simple majority of voting Board Members must be present to create a quorum for conducting business.

### *Section 5 – Conduct of business*

The Board will conduct its business with a simple majority vote of those present and eligible to vote.

### *Section 6 – Records*

The records of the organization, both online and hardcopy, including but not limited to meeting minutes, financial reports, manuals, handbooks, catalogs, and other documents pertaining to the functioning of the organization will be maintained online and stored at Saugerties Town Hall.

## **ARTICLE V – BOARD OF DIRECTORS MEMBERSHIP**

### *Section 1- Board of Directors Membership*

The Board of Directors will consist of fifteen (15) voting members of the Board as follows: six Members at Large, the Secretary, the Treasurer, and seven (7) Coordinators of the Standing Committees as follows: Curriculum, Events, Hospitality, Membership, Onsite Program Support, Publications, and Registration. The current President will serve as an advisor to the Board as a non-voting *Ex Officio* member.

### *Section 2 Board of Directors Election and Selection Processes*

- A. Election: The Secretary, Treasurer, and six Members-at-Large will be elected by the membership. Three Members-at-Large will be elected in even years, and three elected in odd years. The Treasurer will be elected in odd years and the Secretary in even years.
- B. Appointment: The Coordinators of the Standing Committees will be appointed by the Executive Committee leader and approved by the Board.

### *Section 3 – Board Member Terms*

- A. The secretary, treasurer, and six at-large have no term limits and may serve successive elected two-year terms, with the exception that the initial term of the additional (sixth) member at large will be for a one-year term.
- B. Standing Committee Coordinators have no term limits and may be reappointed by the Executive Committee every two years and the appointment(s) approved by the Board.

### *Section 4 - Removal of an Officer or Member of the Board:*

Any officer or member of the Board, whether elected or appointed, may be removed for cause by a 3/4 vote of the Board at a scheduled meeting with a quorum present.

### *Section 5 – Vacancies*

Any vacancy that occurs will be filled by the Executive Committee leader who will appoint a member of the organization to serve the remainder of the term. The appointment will be made with the approval of the Board of Directors. If the Executive Committee Leader's seat becomes vacant, the Executive Committee Assistant Leader will assume the office for the remainder of the Executive Committee Leader's term.

## **ARTICLE VI – LEADERSHIP AND ADMINISTRATION**

### *Section 1 - Executive Leadership Committee*

The Executive Leadership Committee will serve as a steering committee for the Board, managing and implementing the general course of its operations.

The Executive Leadership Committee will be responsible for managing the financial, administrative, programmatic, and outreach functions of Lifespring. It will work with the organization's officers, and the Coordinators of Standing and *Ad-Hoc* committees to address issues, problems, or needs as they may arise.

### *Section 2 - Executive Leadership Committee Membership*

- A. The Board will nominate and approve five (5) Board members to serve as the Executive Leadership Committee. At least two members of the Executive Leadership Committee will be Members-at-Large if possible. If one or more Members-at-Large decline nomination to the Committee, the Board will nominate and approve other Board members to fill either one or both seats normally set aside for members-at-large.
- B. Executive Leadership Committee members will serve a two-year term and may be reappointed by the Board.

### *Section 3 - Executive Leadership Committee Meetings*

The Executive Leadership Committee will meet prior to each Board meeting to collaborate with the Executive Leadership Committee Leader in preparing the agenda and a Report to the Board for each Board Meeting. The Executive Leadership Committee will hold additional meetings as required to meet the needs of the organization. Members of the Board may attend Executive Leadership Committee meetings.

### *Section 4 - Executive Leader Committee Decision Making Process*

The Executive Leadership Committee will use a consensus process to reach decisions and revert to a vote at the end of a discussion if consensus cannot be achieved. A majority vote of three (3) of the five (5) members will move the decision forward.

### *Section 5 - Executive Leadership Committee Responsibilities*

- A. Select an Executive Leadership Committee Leader and an Executive Leadership Committee Assistant Leader. (See Article 6 Section 6 below.)
- B. Address issues brought to the attention of the Executive Leadership Committee by committee members, Board members and/or the membership.

- C. Nominate Board members, for approval by the Board, to serve as representatives to other LLIs and/or other community organizations.
- D. Work with Standing and/or Ad Hoc Committee Coordinators as needed to address issues that may arise.
- E. Communicate regularly with the membership in addition to the annual membership meeting and may do so in collaboration with the Coordinators and/or Ad Hoc committees as applicable to the issue at hand.
- F. Participate in the Annual Membership Meeting along with the Executive Leadership Committee Leader and Assistant Leader and other Board members to provide an update on the status of the organization.
- G. Monitor or assign a member of the Executive Leadership Committee to monitor email sent to the organization and forward it, as applicable, to the appropriate committee(s) for action or response.

*Section 6 - Executive Leadership Committee Leader and Assistant Leader and Term of Office*

- A. The Executive Leadership Committee will select a member of the committee to serve as the Executive Leadership Committee Leader for the Board for a period of one year and a second member to serve as the Executive Leadership Committee Assistant Leader. At the end of the Executive Committee Leader's one-year term, the Assistant Leader will assume the role of Executive Committee Leader for one year.
- B. If the Assistant Leader is unable to serve as the Executive Committee Leader at the end of his/her one-year term, the Executive Leadership Committee will select another member of the Committee to serve as the Executive Committee Leader.

*Section 7- Responsibilities of the Executive Leadership Committee Leader*

The Executive Leadership Committee Leader will:

- A. Prepare the agenda for Board Meetings, with input from the Executive Leadership Committee to address issues regarding overall policy and direction of the organization which have been brought to the Executive Leadership Committee by Board members and/or a member or members of the organization.
- B. Convene and lead Board Meetings and call special meetings of the Board as necessary or if requested by the Executive Leadership Committee or by three Board members.
- C. Appoint the Coordinators of the seven Standing Committees, and *Ad Hoc* Committees and/or taskforces as needed with approval by the Board.

- D. Represent the organization to the Town and to other organizations and/or may recommend to the Executive Leadership Committee a designee to serve in this capacity either from the Executive Leadership Committee, the Board, or the membership.
- E. Communicate with the Town regarding insurance, legal, or other issues as needed.
- F. Serve as the organization's co-signatory along with the Executive Leadership Committee Assistant Leader on lease agreements, and other legal documents pertaining to operation of Lifespring.
- G. Delegate specific responsibilities to the Executive Leadership Committee Assistant Leader, other Executive Leadership Committee members, and/or Board members as necessary to best meet the needs of the organization.
- H. Prepare the agenda for the Annual Membership Meeting with input from the Executive Leadership Committee; work with the Executive Leadership Committee Assistant Leader and the Events Committee Coordinator on the meeting's format.
- I. The Executive Leadership Committee Leader will present a report at the meeting on the organization's activities and may designate others from either the Executive Leadership Committee or Board to report on relevant issues.
- J. Perform tasks and/or delegate assignments as needed for the effective functioning of the organization.

#### *Section 8 - Executive Leadership Committee Assistant Leader Responsibilities*

The Executive Leadership Committee Assistant Leader will:

- A. Serve in the Executive Committee Leader's place as needed
- B. Serve as the organization's co-signatory, along with either the Executive Leadership Committee Leader and/or the Treasurer, on lease agreements and other legal documents pertaining to the operation of Lifespring.
- C. Collect monthly Reports to the Board from the Executive Leadership Committee Leader, Coordinators of the Standing Committees and from the Coordinators of Ad Hoc committees and create the Executive Leadership Committee's monthly Report to the Board.
- D. Work with the Executive Leadership Committee Leader and the Events Committee Coordinator to plan the Annual Membership Meeting. Communicate with the rental space owner/representative regarding issues pertinent to the organization's use of the premises and/or equipment.

- E. Perform and/or engage other members in additional duties as needed for the effective functioning of the organization.

## **ARTICLE VII OFFICEHOLDERS**

### *Section 1 - Treasurer*

The Treasurer will:

- A. Serve on the Budget Committee.
- B. Monitor finances and arrange for collection of all monies and payment of expenses.
- C. Report on the financial status of the organization at each Board meeting.
- D. Present an end-of-year financial report at the Annual Membership Meeting.

### *Section 2 - Secretary*

The Secretary will:

- A. Maintain the official records of the organization and record the minutes of all Board meetings.
- B. Notify the Board members of all regular and special Board Meetings and distribute the Draft Minutes, The Executive Committee, monthly Reports to the Board, and Agenda prior to the meeting.
- C. Send the approved minutes of the Lifespring Board Meetings to all Board Members and to the Chair of the Town of Saugerties Senior Education Commission (SEC).
- D. Prepare correspondence as requested by the Executive Committee.
- E. Notify the membership of the date, time and the agenda of the Annual Meeting no less than one month prior to the date of the meeting.

### *Section 3 – Members at Large*

Members-at-Large serve as the voice of the members, representing their interests to the Board. Members-At-Large may volunteer for, or be appointed by, the Executive Committee, to various responsibilities and projects including coordination of *Ad Hoc* committees and may be appointed to serve as a member of the Executive Committee. Members-At-Large are encouraged to join a Standing Committee and to assist on other initiatives, committees, and projects.

## **ARTICLE VIII STANDING COMMITTEES**

### *Section 1 – Standing Committee Coordinators*

The standing committee coordinators are responsible for the coordination of all activities of the committee and sub-committees under their respective management. The coordinators will recruit committee members and provide members with guidance and/or training to enable them to be active and effective committee members. The coordinators will be responsible for maintaining records of all committee meetings and reporting the activities of the committee in a monthly Report to the Board.

### *Section 2- List of Standing Committees*

There will be seven (7) standing committees as follows:

Curriculum Committee

Events Committee

Hospitality Committee

Membership Committee

Onsite Program Support Committee

Publications Committee

Registration Committee

### *Section 3 – Curriculum Committee*

The Curriculum Committee will: develop new courses; recruit presenters; arrange class schedules with the Registrar; and prepare course descriptions and presenter information for the catalog. They will communicate information to the Registrar and to other committees as necessary.

### *Section 4 – Events Committee*

The Events Committee will plan and coordinate special occasions such as, but not limited to, the Annual Meeting.

### *Section 5 – Hospitality Committee*

The Hospitality Committee will oversee the provision of refreshments and coordinate volunteers for food service for in-person LS classes and social events. The Hospitality Committee may partner with the Events Committee to assist with social functions or events that are in addition to classes.



### *Section 6 – Membership Committee*

The Membership Committee will oversee the welcoming of new and returning members each semester and will address the general satisfaction of the current members, responding to concerns and suggestions as appropriate. The tasks of this committee coordinator will include working with the Registrar and the Executive Leadership Committee on the admission process and with the Lifespring Board on policies and initiatives affecting the general membership.

### *Section 7 – Onsite Program Support Committee*

The Program Support Committee will be responsible for management of the physical requirements of in-person classrooms. The Coordinator will work with the Registrar and other standing and *ad hoc* committees to determine how to best meet Lifespring's support requirements for each semester.

### *Section 8 – Publications Committee*

The Publications Committee is responsible for assembling course catalogues and other written materials as needed for the effective functioning of the organization, and for keeping the Lifespring website current and accessible for all members. The Publications Committee will work with the Curriculum Committee and other Standing and Ad Hoc committees as needed to support and enhance the mission of the organization.

### *Section 9 – Registration Committee*

The Registration Committee under the leadership of its Coordinator, the Registrar, designs and manages the enrollment process for courses, presentations, performances and other events sponsored by Lifespring in addition to maintaining a database of all current members.

## **ARTICLE IX– AD HOC COMMITTEES**

### *Section 1 – Committee Appointments*

*Ad Hoc* committees and their Coordinators will be appointed by the Executive Leadership Committee Leader and their appointment approved by the Board. Unless the coordinators of Ad Hoc committees are already Board members, they will not become members of the Board because of coordinating an Ad Hoc committee. Ad Hoc committees include, but are not limited to:

1. Audio- Visual Committee
2. Budget Committee
3. Bylaws Committee
4. Nomination and Election Committee

## 5. Online Support

### *Section 2 – Budget Committee*

The Executive Leadership Committee Leader will appoint a Budget Committee of at least three members including the Treasurer with the approval of the Board.

The Budget Committee in consultation with existing standing and *ad hoc* committees will develop a budget for discussion and approval by the Board prior to May 31<sup>st</sup> each year. The Budget will be presented to the Membership annually.

### *Section 3 – Nominating and Election Committee*

The Executive Committee Leader will appoint a Nominating and Election Committee of at least three members with the approval of the Board. The nominating and election committee will reach out to members to run for elected office. The Nomination and Election Committee will create a list of candidates for endorsement by the Board. All candidates will be listed on the ballot and additional names may be written in.

## **ARTICLE X – FISCAL YEAR**

The fiscal year will be August 1 through July 31.

## **ARTICLE XI – PARLIAMENTARY AUTHORITY**

*Roberts Rules of Order Revised* will govern the organization in all cases to which they apply and are consistent with these Bylaws

## **ARTICLE XII - BYLAWS COMMITTEE**

### *Section 1- Members and Purpose*

The Executive Leadership Committee Leader will appoint a Bylaws Committee at least once every three years to review current Bylaws for the purpose of revising and updating them as needed. The Bylaws Committee will present suggested changes to the Board for review and approval. The Board will present any recommended changes to the membership to be voted on in accordance with ARTICLE XII, Section 3.

### *Section 2- Request to Amend the Bylaws*

A request to amend the Bylaws may be made by any member or group of members and will be referred to the Bylaws Committee. If no Bylaws Committee is in effect, the Executive Leadership Committee will appoint one to consider the proposed revision.

### *Section 3- Amendments*

These Bylaws may be amended by a two-thirds affirmative vote of those voting. Email and/or other notice to the members of any proposed amendment(s) to the

Bylaws must be given at least thirty days prior to voting. Voting may be conducted either online or in-person. Approved amendments to the Bylaws will be announced at the Annual Membership Meeting and will be emailed and/or otherwise sent to the membership.

Bylaws Adopted by the Board: February 17, 2010

Bylaws Adopted by Membership: June 8, 2010

Amended Bylaws Adopted by Membership: May 24, 2011

Amended Bylaws Adopted by Membership: June 5, 2013

Amended Bylaws Adopted by Membership: June 7, 2017

Amended Bylaws Adopted by Membership: May 29, 2019

Amended Bylaws Adopted by Membership May 17, 2022

Amended Bylaws Adopted by Membership March 20, 2024

Maureen Bybee, Secretary