

**BY-LAWS  
OF THE  
ACTIVE RETIREMENT ASSOCIATION**  
(as amended 5/7/2019)

***ARTICLE I***

ASSOCIATION

Section I: NAME

This corporation shall be known as the Active Retirement Association (hereinafter referred to as the "Association")

Section II: PRINCIPAL OFFICE

The principal office of the Association shall be located at Durham, County of Strafford and the State of New Hampshire.

Section III: PURPOSE

The purpose of the Association shall be to offer programs for continuing education, recreation, and socializing for people 50 years of age or older. Such programs are to offer a stimulating environment in which its members may participate while "learning to live and living to learn." The learning programs, normally scheduled for daylight hours, shall cover a wide range of subjects of interest to members, including, but not limited to, the Arts and Sciences, History, Nature, Humanities, Travel, Languages, Finances, Government, Physical Fitness, etc. The programs shall be enhanced by day trips to nearby museums and/or cultural exhibits. Longer tours shall be offered to members for broader educational and cultural experiences. Member-initiated special-interest groups shall be encouraged.

Section IV: STOCKS AND PROFITS

The Association has no capital stock and a division of its assets or profits is not one of its objectives.

Section V: DISSOLUTION

In the event of dissolution, all of the remaining assets and property of the corporation shall after payment of necessary expenses thereof, be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or to another organization to be used in such manner as in the judgment of a Justice of the Supreme Court of the State of New Hampshire will best accomplish the general purposes for which this corporation was formed.

## **ARTICLE II**

### MEMBERSHIP

#### Section I: ELIGIBILITY

Any person 50 years old or older who subscribes to the purposes of the Association is eligible to join the Association.

#### Section II: APPLICATION

Prospective members can apply for membership by mailing an "Application for Membership" form with the appropriate annual dues to the Association address listed on the form. The Membership Director shall accept the application and furnish proper membership identification to the applicant.

#### Section III: PRIVILEGES

Members shall have the right to register for and participate in any programs and/or trips offered by the Association, to attend any and all regular, special and annual meetings, and to stand for election to the Board of Directors, if nominated, provided their annual dues are paid for the current fiscal year. There may be some programs or trips where additional fees will be assessed over and above the annual membership fee.

#### Section IV: CONTINUANCE

A member of the Association having paid annual dues for the current fiscal year shall continue as a member for that fiscal year and have all the privileges and rights incidental thereto until either of the following events occur:

1. Voluntary withdrawal;
2. Expulsion from the Association in accordance with the provisions of Article II, Section V.

#### Section V: EXPULSION OR SUSPENSION

If any member shall be charged in writing, addressed to the Secretary of the Association by any other member, with conduct deemed harmful or prejudicial to the Association or for failure to comply with the requirements of these By-Laws or the rules or regulations made pursuant thereto, the Board of Directors shall thereupon inform the member so charged. If, upon inquiry and after a hearing, the Board shall be satisfied of the truth of the charge, the Board of Directors may proceed to suspend such member for the balance of the fiscal year, or ask the member to resign.

If a member requested to resign declines to do so, the Board of Directors may, upon notice to said member and after a hearing on the same, proceed to expel

said member. A two-thirds (2/3) vote of the Board of Directors shall be required to expel, suspend or request resignation.

### **ARTICLE III**

#### Section I: VOTING RIGHTS

At any annual meeting or special meeting of the Association at which a vote of the membership is required, each member shall be entitled to one (1) vote on any issue before the membership.

#### Section II: VOTING DECISIONS

At all meetings of the membership at which a vote of the membership is required, all matters, except as otherwise provided by statute or by these By-Laws, shall be decided by a majority of the votes cast by the members present in person.

### **ARTICLE IV**

#### Section I: FEES, DUES, AND ASSESSMENTS

The Board of Directors shall determine the amount of annual fees, dues, and special assessments as may be necessary to cover the ordinary and expected costs and expenses of the Association incurred, or to be incurred, in furtherance of its purposes.

### **ARTICLE V**

#### Section I: ANNUAL MEETING OF THE ASSOCIATION

The annual meeting of the Association shall be held in May each year at a time and place to be designated by the President, unless otherwise specified by the Board of Directors. Such annual meeting shall be open to the transaction of any business properly brought before it. Notice of the time, place, and the agenda of such meeting shall be mailed by the Secretary to each member at least thirty (30) days prior to the date set for said meeting. Any resolution of substance to be placed on the agenda shall be presented to the Board of Directors at least sixty (60) days prior to the meeting.

#### Section II: SPECIAL MEETINGS OF THE ASSOCIATION

Special meetings of the membership may be called at any time by the President, or upon written request of at least five (5) members of the Board of Directors or twenty (20) members of the Association. The time, place and agenda of said meeting shall be determined by the President. Notice of the meeting and its time, place and agenda shall be mailed by the Secretary to each member at least ten (10) days prior to said meeting. Said notice shall specify the purposes for which

such meeting is called, and at such special meeting there shall be considered only such business as is specified in the notice thereof.

#### Section III: QUORUM FOR MEMBERSHIP MEETINGS

At all meetings of the membership of the Association, whether regular, annual, or special, the presence in person of ten percent (10%) of the members in good standing shall be sufficient to constitute a quorum.

#### Section IV: ORGANIZATION OF MEMBERSHIP MEETINGS

Each meeting of the membership, whether regular, annual, or special shall be presided over by the President, or in his/her, absence, by the Vice President or by a Chairperson chosen by a majority of the members voting at the meeting. The Secretary of the Association shall serve in such capacity at all such meetings, and in the Secretary's absence, a secretary shall be appointed by the presiding officer of such meeting. Wherever applicable and not inconsistent with these By-Laws, "Roberts Rules of Order Revised" shall govern parliamentary procedure.

#### Section V: MEMBERSHIP LIST

The Membership Director shall keep a membership list, in which the names, addresses, and phone numbers, plus email addresses if available, of all of the members of the Association shall be inscribed.

## ***ARTICLE VI***

### BOARD OF DIRECTORS

#### Section I: COMPOSITION OF BOARD OF DIRECTORS

The Board of Directors of the Association shall be composed of four (4) officers, including President, Vice-President, Secretary, and Treasurer, and Directors of the Association. The Directors, other than the Officers, shall be responsible for specific operations of the Association as follows:

1. Audio/Visual Director
2. Cultural Tours Director
3. Facilities Director
4. Hospitality Director
5. Membership Director
6. Memorial Fund Director
7. Program Director
8. Public Relations Director
9. Publications Director
10. Technology Services Director

Officers and Directors of the Association shall serve with no salary, but shall be reimbursed for out-of-pocket expenses incurred on behalf of the Association.

## Section II: ELECTION AND TERMS OF OFFICERS AND DIRECTORS

The Officers and Directors shall be elected to the Board of Directors by the membership at the annual meeting. Starting with the annual meeting in 2019, the following Directorships shall be elected annually for a three year term:

2019

Audio Visual Director  
Facilities Director  
Memorial Fund Director  
Public Relations Director  
Treasurer

2020

Cultural Tours Director  
Membership Director  
President  
Program Director  
Technology Services Director

2021

Hospitality Director  
Publications Director  
Secretary  
Vice President

In subsequent years the above sequence shall be repeated. Officers or Directors may be elected for no more than two (2) consecutive three- (3) year terms for the same position, and their term of office shall start on July 1 following election. An Officer or Director may be authorized to serve additional consecutive or non-consecutive terms of up to 3 years with the approval of the Board of Directors.

## Section III: VACANCIES

A vacancy occurring, for whatever reason, in the Board of Directors of the Association shall be filled by a two-thirds (2/3) vote of the remaining members of the Board of Directors. Any Director elected under the foregoing provisions shall serve only until the next annual meeting at which time an election for the unexpired term shall take place.

## Section IV: NOMINATION OF DIRECTORS

Candidates for election to the Board of Directors shall be nominated for the upcoming vacant positions by a Nominating Committee appointed by the President on or before January 15 annually. Said Nominating Committee shall be made up of between three (3) and five (5) members not currently serving on the Board of Directors, and shall present a slate of candidates for election at the annual meeting in accordance with Article VI, Section II.

#### Section V: RESIGNATION AND REMOVAL OF DIRECTORS

Any Director may be removed at any time, for good cause shown and reasonable notice given, by a two-thirds (2/3) vote cast by the members present and voting at any meeting of the members of the Association. Any Director may resign at any time.

#### Section VI: MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors shall meet monthly, except as may be determined by the Board of Directors. Such meetings of the Board of Directors shall be open for the transaction of any business within the power of the Board, without special notice of such business, except in those cases where special notice is required under these By-Laws.

#### Section VII: SPECIAL MEETING OF THE BOARD OF DIRECTORS

Special meetings of the Board of Directors shall be called at any time by the Secretary upon the request of the President or of not less than three (3) of the members of the Board of Directors. Reasonable notice of every such meeting shall be served in writing on each Board member. Said notice shall set forth the purpose or purposes for which the meeting is called, and the time and place where it is to be held.

#### Section VIII: PLACE OF MEETING

All meetings of the Board of Directors shall be held at such places, within or without the State of New Hampshire, as shall be specified in the respective notice of such meetings or waivers thereof.

#### Section IX: QUORUM FOR BOARD OF DIRECTORS MEETING

At any meeting of the Board of Directors seven (7) Directors shall constitute a quorum.

#### Section X: POWERS AND DUTIES

The general management of the affairs of the Association shall be vested in the Board of Directors. It shall have charge and control of all money and property of the Association, and it shall have the full power to buy, sell, rent, and/or lease real or personal property for the Association without a special vote of the membership, whenever, in its opinion, the interest of the Association would best be promoted thereby. It may make such rules as it may find expedient and perform all acts and duties not inconsistent with these By-Laws, the Articles of

Incorporation, and Statutes of the State of New Hampshire, as may be necessary and proper for the efficient conduct of the affairs of the Association.

#### Section XI: EXPENDITURE LIMITATIONS

The Board of Directors shall have the power to spend no more than \$500 on items such as charitable donations or gifts, or on such other items that, in the Board's judgment, are not necessary for carrying out the ARA's educational and cultural mission. Any such expenditures over \$500 must be approved by a majority vote of those members attending a general, special or annual meeting of the ARA.

#### Section XII: RULE MAKING POWERS

The Board of Directors may promulgate rules for the conduct of members and for the use of the Association's property, real or personal, and may establish appropriate action and procedures to be taken against any member who violates said rules, all of which, however, shall be consistent with these By-Laws.

#### Section XIII: APPOINTMENT OF COMMITTEES

The Board of Directors may appoint such committees and committee members as it deems necessary. Said committees shall carry out the directions of the Board of Directors for the purpose or purposes for which they are created.

[Directors may appoint committees and committee members to assist them in their duties.](#)

#### Section XIV: CONFLICT OF INTEREST

Any possible conflict of interest on the part of any member of the Board, officer or employee of the Corporation, shall be disclosed in writing to the Board and made a matter of record through an annual procedure and also when the interest involves a specific issue before the Board. Where the transaction involving a board member, trustee, or officer exceeds five hundred dollars (\$500) but is less than five thousand dollars (\$5,000) in a fiscal year, a two-thirds vote of the disinterested directors is required. Where the transaction involved exceeds five thousand dollars (\$5,000) in a fiscal year, then a two-thirds vote of the disinterested directors and publication in the required newspaper is required. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself. Every new member of the Board shall be advised of this policy upon entering the duties of his or her office, and shall sign a statement acknowledging understanding of and agreement to this policy. The Board will comply with all requirements of New Hampshire law in this area and the New Hampshire requirements are incorporated into and made a part of this policy statement.

## **ARTICLE VII**

## OFFICERS

### Section I: OFFICERS OF THE ASSOCIATION

The officers of the Association shall consist of a President, Vice President, Secretary and Treasurer. The officers shall be elected by the membership of the Association at the annual meeting and shall hold office for three years as outlined in Article VI, Section II. Each officer must be a member of the Association, and no member shall hold more than one office established by these By-Laws at one time unless deemed necessary by a two-thirds (2/3) majority vote of the Association membership.

### Section II: PRESIDENT

The President shall, whenever possible, preside at all meetings of the membership of the Association and the Board of Directors. The President shall execute contracts and other legal documents on behalf of the Association as required to carry out the affairs of the Association. The President shall perform such other duties as may be imposed by law or required by the Board of Directors. The President or his/her designee acts as liaison with the University of New Hampshire and any other organizations.

### Section IIA: IMMEDIATE PAST PRESIDENT

The immediate Past President shall serve an additional one (1) year term as a non-voting, ex-officio member of the Board of Directors to ease the transition to the incoming administration.

### Section III: VICE PRESIDENT

In the absence of the President, the Vice President shall perform the duties of the President and, when so acting, shall have all the powers and be subject to all the restrictions upon the President. In the absence of any other officer from any meeting of the Association, the Vice President shall act in such officer's stead, and when so acting shall have all the powers and be subject to all the restrictions upon such officer in such capacity. The Vice President shall further perform such other duties as may be delegated by the President or the Board of Directors. The Vice President shall recommend an auditor for approval by the Board of Directors for the annual audit of the financial records of the Association.

### Section IV: SECRETARY

The Secretary shall keep the minutes of all meetings of the membership of the Association and of the Board of Directors. The Secretary shall further perform such other duties as may be required by these By-Laws, the President, or the Board of Directors.

### Section V: TREASURER

The Treasurer shall have charge of all receipts and monies of the Association, shall deposit them in the name of the Association in a bank approved by the Board of Directors, and shall disburse funds as ordered or authorized by the President or Board of Directors. The Treasurer shall keep regular accounts of



receipts and disbursements, shall submit these records when requested, and shall provide an itemized financial statement to any member requesting same. The Treasurer shall chair the Budget Committee of the Association and manage the investment accounts of the Association, including Memorial Fund, with the advice of a Financial Advisory Committee. The Treasurer shall further perform such other duties as may be required by these By-Laws, the President, or the Board of Directors.

## **ARTICLE VIII**

### **DIRECTORS**

#### **Section I: DUTIES OF DIRECTORS**

The Directors specified in Article VI, Section I, shall perform specific duties to carry out the ordinary and everyday affairs of the Association as covered under Sections II through XI of Article VIII. These Directors shall further perform such other duties as may be delegated to them by the President or the Board of Directors of the Association.

#### **Section II: AUDIO/VISUAL DIRECTOR**

The Audio/Visual Director shall recommend, acquire (subject to Board approval), maintain, and make available, as may be required for scheduling Association programs (excluding PODs and Great Discussions), all audio/visual equipment owned by the Association. The Audio/Visual Director shall recruit, train and coordinate the scheduling of an Association volunteer team for setting up and operating the equipment.

#### **Section III: CULTURAL TOURS DIRECTOR**

The Cultural Tours Director shall arrange for all trips and/or tours of the Association members. The Cultural Tours Director shall execute all contract agreements for such trips and/or tours subject to the approval of the President or Board of Directors.

#### **Section IV: FACILITIES DIRECTOR**

The Facilities Director shall arrange for all facility locations for Association programs. Working closely with the Program Director, the Facilities Director shall negotiate for adequate meeting space at the time(s) scheduled for such programs. The Facilities Director may prepare and execute contract agreements for meeting space with facility owners subject to the approval of the President or the Board of Directors.

#### **Section V: HOSPITALITY DIRECTOR**

The Hospitality Director shall make appropriate arrangements for general and annual meetings and other social events; shall arrange for storage space for equipment used for refreshments and perform other such duties delegated by the

President or the Board of Directors of the Association. The Hospitality Director shall execute contracts for functions subject to the approval of the President or the Board of Directors.

#### Section VI: MEMBERSHIP DIRECTOR

The Membership Director shall receive all applications for membership in the Association. The Director shall maintain the list of all active, paid-up members and recent lapsed members on the existing Association database as well as creating a list of prospective members for possible growth of the Association. The Director shall print and mail name badges upon the receipt of membership dues and periodically furnish a current membership list for the Officers, Directors, current members and the UNH Library. A list of email addresses shall also be furnished to the Board, and electronic mailing labels prepared for the Publication Committee. Individual email addresses are to be added to the Email Notification Program upon written approval by each member.

#### Section VII: MEMORIAL FUND DIRECTOR

The Memorial Fund Director shall be responsible for the planning and implementation of programs and/or purchases supported by the Memorial Fund.

#### SECTION VIII: PROGRAM DIRECTOR

The Program Director shall be responsible for arranging four terms of programs each fiscal year and arranging for coordinators for those programs. The programs and schedules shall be approved by the Board of Directors before publication. The Director shall advise coordinators of all advance, in-program and post program requisites. A coordinator is responsible for planning and executing individual programs. Presenters chosen by coordinators will receive compensation at rates established by the Board of Directors, provided they are not Association members.

#### Section IX: PUBLIC RELATIONS DIRECTOR

The Director of Public Relations shall be responsible for informing the public about the activities of and benefits of membership in the Association. The responsibilities shall include establishing contact with and providing copy to the various media, making presentations to organizations, agencies, and facilities that provide services to potential Association members; and disseminating information about the Association and its public activities to outlets such as, but not limited to, libraries, churches, senior centers, civic organizations and real estate agencies. The Public Relations Director shall be responsible for the preparation of the Association brochure, which shall be approved by the Board of Directors, and any other publicity materials designed to inform the public.

#### Section X: PUBLICATIONS DIRECTOR

The Director of Publications shall be responsible for all ARA publications that are to be published or otherwise distributed to the membership in the name of the Association. The Director shall establish guidelines for style and shall receive all

materials for publication in the semiannual program schedule, the post cards, and other written communications with members. After ensuring accuracy of content by reference to the appropriate committees, the Director shall be responsible for arranging for publication, production, and distribution to members.

#### Section XI: TECHNOLOGY SERVICES DIRECTOR

The Technology Services Director shall be responsible for developing the voice for all aspects of the Association's online presence. In addition to writing, editing, and proofreading the web site content, this person will also work closely with our host to maintain site standards with regard to new development. The Director will also be responsible for email notifications providing electronic information sharing and outreach to the membership. The Director will work closely with the Officers and other Directors to ascertain that the website meets the goals and objectives of the various areas and the organization as a whole. The Director shall execute contracts for technology services subject to the approval of the President or Board of Directors.

#### Section XII: QUALIFICATIONS

All Directors of the Association shall be members of the Association.

### ***ARTICLE IX***

#### SECTION I: FISCAL YEAR

The fiscal year of the Association shall commence July 1 of each year and shall run to June 30 of the next year.

### ***ARTICLE X***

#### Section I: AMENDMENT OF BY-LAWS

These By-Laws may be altered, amended or repealed, or new By-Laws may be adopted, at any annual or special meeting of the Association by a two-thirds (2/3) vote of all members present and voting at such a meeting. Notice of any meeting at which a proposed alteration or amendment to these By-Laws shall be proposed shall be mailed to the members at least ten (10) days prior to the date set for said meeting, and such notice shall contain a complete copy of said proposed amendment or alteration.

### ***ARTICLE XI***

#### Section I: HISTORY OF CHANGES TO BY-LAWS

These By-Laws, a rewrite of those previously written and approved by the members of the Association on April 9, 1984, and revised and approved by the

members on May 6, 1985, were adopted at the annual meeting of the Association on May 4, 1987.

Amendments to these By-Laws, approved at the annual meeting on May 1, 1989 were made in the following articles:

1. Article I, Section V: Dissolution: Entire section replaced
2. Article VII, Section V, line 7: Replaced part of sentence

Amendments to these By-Laws, approved at the annual meeting on May 5, 1992 were made in the following articles:

1. Article VI, Section II: Title: Added "OFFICERS"
2. Article VI, Section II: Last sentence reworded to include "for the same position"
3. Article VII, Officers: Section I -Officers of the Association Deleted 4th and 5th sentences.

Added new Section IIA: "Immediate Past President

4. Article VIII: Other Directors, Section II: Audio/Visual: Deleted last 3 sentences.

Section VII: Program Director: Revised 3rd sentence.

Amendment approved at the annual meeting on May 2, 1994:

1. Article VII, Section V: Second sentence reworded to include ... "any active member, on request, an itemized financial statement" ...

Amendment approved at the annual meeting on May 1, 1995:

1. Created a Public Relations directorship, described in Article VIII, Section VIII. (The present Article VIII, Section VIII, is renumbered as Article VIII, Section IX).

Amendment approved at the annual meeting on May 7, 1997:

1. Article VI, Section XA added; "Expenditure Limitations."

Amendment approved at the annual meeting on May 4, 1998:

1. The Registration directorship and its function are eliminated. Results of this amendment are reflected in changes to Article VI, Section I and Section II (as are results of the amendment approved May 1, 1995 that created a Public Relations directorship). Also, Article VIII, Section IX is eliminated.

Amendment approved at the annual meeting on December 7, 1998:

1. Article VI, Section XIII added; Conflict of Interest Policy for the Directors.

Amendment approved at the general meeting on March 27, 2000:

1. The Public Relations directorship was eliminated and replaced by a Publications and Public Relations directorship. The existing Article VIII, Section VIII is completely replaced by a new Article VIII, Section VIII.
2. In Article VIII, Section VII ("Program Director"), the following sentence was deleted: "The Program Director shall be responsible for the preparation and editing of the Brochure and its approval by the Board prior to printing."

Amendments approved at the general meeting on February 16, 2004:

1. Article VI: Board of Directors, Section I: Composition of Board of Directors

- Change: all mention of “seven (7) other Directors” to “nine (9) other Directors”

- Add: “Memorial Fund Director” and renumber list

- Change: “Publications/Public Relations Director” to “Public Relations Director” and “Publications Director” and renumber list.

2. Article VI, Section II: Election and Terms of Officers and Directors

- Change: “seven (7) Directors” to “9 (nine) Directors in first sentence

- Change: “Starting with the annual meeting in 1988” to “2004” in second sentence

- Substitute the following rotation of terms for the current one (all for 3 years unless otherwise noted)

2004: Facilities, Hospitality, Memorial Fund, Public Relations, Treasurer

2005: Membership, Program, President, Tours

2006: Audio/Visual, Publications, Secretary, Vice-President

- Delete two sentences in the next paragraph, beginning with “incumbents... and ending with “a second three-year term.”

3. Article VIII: Other Directors: Section I: Duties of Seven (7) Other Directors

- Change all references to “seven (7) Directors” to “nine (9) Directors

- Renumber all sections to reflect the addition of two new positions

- Add the following paragraph as Section VII:

The Memorial Fund Director shall be responsible for the oversight of the Memorial Fund as established in the 2003 Memorial Fund Policy Statement and for the planning and implementation of special programs and/or special purchases supported by the Memorial Fund for the benefit of the membership. Use of any monies from the Memorial Fund shall be approved by the Board of Directors before disbursement by the Treasurer.

- Replace the current Section VIII: Publications/Public Relations Director with the following that shall be Section X;

The Director of Publications shall be responsible for all ARA publications that are to be published or otherwise distributed to the membership in the name of the ARA. The Director shall establish guidelines for style and shall receive all materials for publication in the semi-annual Program Schedule, the Information Card, newsletters, and other written communications with members. After ensuring accuracy of content by reference to the appropriate committees, the Director shall be responsible for arranging for publication, production, and distribution to members.

- Add the following as Section IX:

The Director of Public Relations shall be responsible for informing the public about the activities of and benefits of membership in the Active Retirement Association. The responsibilities shall include establishing contact with and providing copy to the various media; making presentations to organizations, agencies, and facilities that provide services to potential ARA members; and

disseminating information about ARA to outlets such as, but not limited to, civic organizations, libraries and real estate agencies. The Public Relations Director shall be responsible for the preparation of the ARA brochure, which shall be approved by the Board of Directors, and any other publicity materials designed to inform the public.

Amendments approved at the Annual Meeting on May 6, 2014:

All references to specific Director positions shall list the position followed by the word "Director."

Article III: Substitute the word "required" for the word "authorized."

Article V:

Section I: In the first sentence, change the wording "on the first Monday in May" to "in May."

Article VI:

1. Section I – Delete all references to the number of Directors; and
2. Add "10. Technology Services Director" to the list of Directors.
3. Section II – Delete all references to the number of Directors.
4. Change the date "2004" to "2014" on line three; and
5. Change the dates that Directorships shall be elected annually to three year terms to the following:  
2014: Cultural Tours, Membership, President, Programs, Technology Services  
2015: Hospitality, Publications, Secretary, Vice President  
2016: Audio-Visual, Facilities, Memorial Fund, Public Relations, Treasurer
6. Section IV – Change the date "March 15" to "January 15".  
Change the number of members on the Nominating Committee from "five (5)" to "between three (3) and five (5)."
7. Section VI – On the first line, change the month "July" to "August" and on the second line change the word "Monday" to "week."
8. Section VII – Delete the last sentence which reads "Written notice of said meeting may be waived by any Board member in writing."
9. Section XA – Change all references to "\$200" to "\$500" and change the last line to read ..."attending a general, special, or annual meeting of the ARA."

Article VIII:

1. Section I – In the first sentence change "X" to "XI." Also delete all references to the number of Directors.
2. Add Section XI as follows:  
TECHNOLOGY SERVICES DIRECTOR  
The Technology Services Director shall be responsible for developing the voice for all aspects of the organization's online presence. In addition to writing, editing, and proofreading site content, this person will also work closely with our host to maintain site standards with regard to new development. The Director will also be responsible for email notifications providing electronic information sharing and outreach to the membership.

The Director will work closely with the other Officers and other Directors of the organization to ascertain that the website meets the goals and objectives of the various areas and the organization as a whole.

Amendments approved at the Annual Meeting on May 8, 2017:  
Article VII, Sections II, IV, and V are replaced with the following:

Section II: PRESIDENT

The President, whenever possible, preside at all meetings of the membership of the Association and the Board of Directors. The President shall execute contracts and other legal documents on behalf of the Association as required to carry out the affairs of the Association. The President shall perform such other duties as may be imposed by law or required by the Board of Directors. The President or his/her designee acts as liaison with the University of New Hampshire and any other organizations.

Section IV. SECRETARY

The Secretary shall keep the minutes of all meetings of the membership of the Association and the Board of Directors. The Secretary shall further perform such other duties as may be required by these B-Laws, the President, or the Board of Directors.

Section V. TREASURER

The Treasurer shall have charge of all receipts and monies of the Association, shall deposit them in the name of the Association in a bank approved by the Board of Directors, and shall disburse funds as ordered or authorized by the President or the Board of Directors. The Treasurer shall keep regular accounts of receipts and disbursements, shall submit these records when requested, and shall provide an itemized financial statement to any member requesting same. The Treasurer shall chair the Budget Committee of the Association and manage the investment accounts of the Association, including Memorial Fund, with the advice of a Financial Advisory Committee. The Treasurer shall further perform such other duties as may be required by these By-Laws, the President, or the Board of Directors.

Article VIII, Sections II, III, IV, V, VII, VIII, IX, X, and XI are replaced with the following:

Section II: AUDIO/VISUAL DIRECTOR

The Audio/Visual Director shall recommend, acquire (subject to Board approval), maintain, and make available, as may be required for scheduled Association programs (excluding PODs and Great Discussions), all audio/visual equipment owned by the Association. The Audio/Visual Director shall recruit, train and coordinate the scheduling of an Association volunteer team for setting up and operating the equipment.

Section III: CULTURAL TOURS DIRECTOR

The Cultural Tours Director shall arrange for all trips and/or tours of the Association members. The Cultural Tours Director shall execute all contract agreements for such trips and/or tours subject to the approval of the President or the Board of Directors.

#### Section IV: FACILITIES DIRECTOR

The Facilities Director shall arrange for all facility locations for Association programs. Working closely with the Program Director, the Facilities Director shall negotiate for adequate meeting space at the time(s) scheduled for such programs. The Facilities Director may prepare and execute contract agreements for meeting space with facility owners subject to the approval of the President or Board of Directors.

#### Section V: HOSPITALITY DIRECTOR

The Hospitality Director shall make appropriate arrangements for general and annual meetings and other social events; shall arrange for storage space for equipment used for refreshments and perform other such duties delegated by the President or the Board of Directors of the Association. The Hospitality Director shall execute contracts for functions subject to the approval of the President or the Board of Directors.

#### Section VI: MEMBERSHIP DIRECTOR

The Membership Director shall receive all applications for membership in the Association. The Director shall maintain the list of all active, paid-up members and recent lapsed members on the existing Association database as well as creating a list of prospective members for possible growth of the Association. The Director shall print and mail name badges upon the receipt of membership dues and periodically furnish a current membership list for the Officers, Directors, current members and the UNH Library. A list of email addresses shall also be furnished to the Board and electronic mailing labels prepared for the Publication Committee. Individual email addresses are to be added to the Email Notification Program upon written approval by each member.

#### Section VII: MEMORIAL FUND DIRECTOR

The Memorial Fund Director shall be responsible for the planning and implementation of programs and/or purchases supported by the Memorial Fund.

#### Section VIII: PROGRAM DIRECTOR

The Program Director is responsible for arranging and scheduling four terms of programs each fiscal year and arranging for coordinators for those programs. The programs and schedules shall be approved by the Board of Directors before publication. The Director shall advise coordinators of all advance, in-program and post program requisites. A coordinator is responsible for planning and executing individual programs. Presenters chosen by coordinators will receive compensation at rates established by the Board of Directors provided they are not Association members.

#### Section IX: PUBLIC RELATIONS DIRECTOR



The Public Relations Director shall be responsible for informing the public about activities of and benefits of membership in the Association. The responsibilities shall include establishing contact with and providing copy to the media, making presentations to organizations, agencies, and facilities that provide services to potential Association members; and disseminating information about the Association and its public activities to outlets such as, but not limited to, libraries, churches, senior centers, civic organizations, and real estate agencies. The Public Relations Director shall be responsible for the preparation of the Association brochure, which shall be approved by the Board of Directors, and any other publicity materials designed to inform the public.

#### Section X: PUBLICATIONS DIRECTOR

The Publications Director shall be responsible for all ARA publications that are to be published or otherwise distributed to the membership in the name of the Association. The Director shall establish guidelines for style and shall receive all materials for publication in the semiannual program schedule, the post cards, and other written communication with members. After ensuring accuracy of content by reference to the appropriate committees, the Director shall be responsible for arranging for publication, production, and distribution to members.

#### Section XI: TECHNOLOGY SERVICES DIRECTOR

The Technology Services Director shall be responsible for developing the voice for all aspects of the Association's online presence. In addition to writing, editing, and proofreading the site content, this person will also work closely with our host to maintain site standards with regard to new development. The Director will also be responsible for email notifications providing electronic information sharing and outreach to the membership. The Director will work closely with the Officers and other Directors to ascertain that the website meets the goals and objectives of the various areas and the Association as a whole. The Director shall execute contracts subject to the approval of the President or Board of Directors.

Amendments approved at the annual meeting on May 7, 2019:

#### **ARTICLE I**

##### ASSOCIATION

#### Section III: PURPOSE

Deleted: "retired"

Added: "recreation, and socializing"

Added: "Member-initiated special interest groups shall be encouraged."

#### **ARTICLE II**

##### MEMBERSHIP

#### Section I: ELIGIBILITY

Deleted: "retired"

Section IV: CONTINUANCE

Added: “for that fiscal year”

**ARTICLE V**

**Section V: MEMBERSHIP LIST**

Omitted: “and”

Added: “, and phone numbers, plus email addresses if available,”

**ARTICLE VI**

**BOARD OF DIRECTORS**

**Section II: ELECTION AND TERMS OF OFFICERS AND DIRECTORS**

Deleted: “2014”, “2015”, “2016”

Added: “2019”, “2020”, “2021”

Added: “An Officer or Director may be authorized to serve additional consecutive or non-consecutive terms of up to 3 years with the approval of the Board of Directors.”

**Section IV: NOMINATION OF DIRECTORS**

Added “upcoming”

**Section VI: MEETINGS OF THE BOARD OF DIRECTORS**

Deleted: “ANNUAL”, “annual meeting of the.” “be held in August, but no later than the third (3<sup>rd</sup>) week”, “annual”

**Section VII: SPECIAL MEETING OF THE BOARD OF DIRECTORS**

Deleted “at least seven (7) days prior to the meeting”

Change “Notice of every meeting” to “Reasonable notice of every such meeting”

Section “XA: EXPENDITURE LIMITATIONS” renumbered as “Section XI:”

Section “XI: RULE MAKING POWERS” renumbered as “Section XII”

Deleted “not”, “in”

Added: “and”

Section “XII: APPOINTMENT OF COMMITTEES” renumbered as “Section XIII”

Added “Directors may appoint committees and committee members to assist them in their duties.”

**Section XIII: CONFLICT OF INTEREST**

Renumbered as XIV

**ARTICLE VII**

**Section VI: QUALIFICATIONS**

Deleted

**ARTICLE VIII**

**Section XI: TECHNOLOGY SERVICES DIRECTOR**

Added: “web”, “for technology services”

ADDED:

“Section XII: QUALIFICATIONS

“All Directors of the Association shall be members of the Association.”

**ARTICLE XI**

Section I:

Deleted: “ADOPTION OF”

Added: “HISTORY OF CHANGES TO”