



Bylaws of the Charlestown Residents' Association

(Amended by vote of the Residents' Association
August 9, 2021)
Effective August 9, 2021

BYLAWS OF THE CHARLESTOWN RESIDENTS' ASSOCIATION

- Article I - Title**
 Section 1 The name of this organization shall be the Charlestown Residents' Association, hereinafter known as the "Association."
- Article II - Object**
 Section 1 The purpose of the Association shall be to
- a. Promote the health, comfort, and safety of the residents of Charlestown;
 - b. Enhance participation of the residents in the daily activities of the community;
 - c. Encourage mutual efforts between residents and management to improve welfare and services and to control expenses;
 - d. Foster communication between the residents and management;
 - e. Monitor legislation concerning the welfare of retirement communities and their residents; and
 - f. Maintain a positive relationship with the Board of Directors of the Charlestown Community.
- Article III - Members**
 Section 1 All residents of Charlestown Community shall be members of the Association.
 Section 2 The residents shall be responsible for elections of the Residents' Council.
 Section 3 The Council shall determine and may collect a nominal amount of dues per resident annually. The payment of dues shall not be a requirement of membership.
- Article IV - Residents' Council**
 Section 1 Twenty-one [21] members of the Association shall be elected to serve as the Residents' Council. Seven [7] shall be elected each year. The retiring president of the Council shall also serve as an ex-officio, non-voting member, for one year following his or her term.
 Section 2 Nominating Procedure(s)
- a. The president of the Council shall appoint a Nominating and Elections Committee chair. The committee shall consist of at least seven [7] members, including one member from the preceding Nominating and Elections Committee. Additional members shall be taken from outgoing members of the Council and/or members of the Association at large.
 - b. The names of the Nominating and Elections Committee shall be released immediately to the Association.
 - c. The duties of the committee shall be to prepare a list of the names of the nominees to be given to the Residents' Council and to prepare for the elections.

- d. All nominees for the Council must submit a bio along with a written consent to serve.
- e. Any 5 or more residents may also propose nominees by submitting the written consent and bio of the candidate. Such nominations must be presented to the chair of the Nominating and Elections Committee by May 15.
- f. The names of the nominees shall be presented to the Council by the chair of the committee at the June meeting.
- g. The list of the nominees shall be published in the next *Sunburst*.
- h. The names, bios, and pictures of the nominees shall be displayed in public places at least a month prior to the elections.

Section 3

Election Procedures

- a. The election shall be held on the Wednesday preceding the annual meeting.
- b. Each member of the Association shall be entitled to vote. Absentee ballots shall be issued upon signed request at least fourteen [14] days before the election. Completed absentee ballots shall be returned before the day of the election.
- c. Any resident confined on the day of the election may, upon written request by noon, have a ballot delivered by a member of the Nominating and Elections Committee, who shall assure that the vote is cast.
- d. Voting shall be by secret ballot and the results immediately tabulated by the Nominating and Elections Committee. The 7 candidates receiving the greatest number of votes shall be elected to the Council. The names of the newly elected Council members shall be announced in alphabetical order and shall be immediately posted in public places and published in the next *Sunburst*.
- e. A tally of the voting shall be preserved in the Council files.
- f. The newly elected members of the Council shall be presented at the annual meeting of the Association.
- g. In the event of extraordinary circumstances, the Nominating and Elections Committee shall follow the procedures listed in Section 3 (a-f) above as closely as possible. Where not possible, the Executive Committee shall adopt procedures to (1) protect voter privacy and (2) assure every resident the opportunity to vote.

Section 4

Term

- a. Council members shall serve for a three-year term beginning after the installation at the annual meeting.
- b. No Council member may serve two full consecutive terms. At least one year must elapse between terms.

Section 5

Duties of Council Members

- a. To elect officers of the Council/Association

- Section 6 b. To administer the affairs of the Council/Association Resignations or Vacancies
- a. A Council member may resign by giving written notice to the president or secretary.
- b. A Council member who misses three regular meetings in a fiscal year may be required to resign by majority vote of the Council.
- c. Any vacancy of a member of the Council shall be filled by appointing the candidate who had the next highest number of votes at the previous election of Council members and who is willing to accept such appointment. If there are no remaining candidates from the previous election or if such candidates are unwilling to accept such appointment, then the President shall appoint, with the approval of the Council, a member of the Association to fill the vacancy. The appointee shall serve for the unexpired term of the vacancy and may be a nominee for the following term.
- Article V - Officers**
- Section 1 The officers of the Council shall consist of a President, a Vice President, a Secretary, and a Treasurer and shall serve for one year. These officers shall also serve concurrently as officers of the Association.
- Section 2 Election of Officers
- a. Each June, the president shall appoint a committee of three Council members, chaired by one of the outgoing members, to prepare a slate of officers for the Residents' Council for the following year, reviewing qualifications to ascertain that the nominees can perform the duties of their respective offices.
- b. The chair of the committee shall present the slate of officers at the July meeting.
- c. The election of Council officers shall take place at the August meeting of the Residents' Council. Additional nominations from the floor may be made.
- Section 3 Duties of the Officers
- a. Duties of the President of the Council shall be to
1. Preside at all meetings of the Association and the Council;
 2. Establish and maintain liaison among members of the Association, committee chairs, management and staff, and the Charlestown Board of Directors;
 3. Fill vacancies among the officers as approved by the Council;
 4. Appoint a chair from the Council for each standing and special committee and inform each chair of the appropriate administrative contact;
 5. Appoint a Parliamentarian;

6. Appoint an Audit Committee with the approval of the Council;
 7. Perform such other duties as applicable to the office as presented by the parliamentary authority adopted by the Association; and
 8. Serve as ex-officio on all committees except the Nominating and Elections Committee.
- b. Duties of the Vice President shall be to
1. Understudy the president and carry out all duties of the president in case of the absence or inability of the president to serve and
 2. Assume responsibilities as requested by the President.
- c. Duties of the Secretary shall be to
1. Record minutes of all meetings of the Council and the Association;
 2. Maintain permanent records of the Council and the Association;
 3. Arrange for maintenance of the office of the Council and order supplies required by members of the Council to complete their duties.
- d. Duties of the Treasurer shall be to
1. Receive and account for all monies of the Association;
 2. Prepare and present an annual budget at the October meeting for approval by the Council;
 3. Present to the Council for approval all requests for non-budgeted disbursement;
 4. Report to the Council the current monthly income expenses and non-obligated balance of all accounts;
 5. Submit the Treasurer's accounts for audit at the end of the fiscal year;
 6. Arrange for the collection of dues as specified by the Council; and
 7. Perform such other duties applicable to the office as presented by the parliamentary authority adopted by the Association.

Article VI - Executive Committee

- Section 1 The officers of the Council shall constitute the Executive Committee.
- Section 2 A meeting of the Executive Committee may be called by the president when deemed necessary.
- Section 3 Actions taken by the Executive Committee shall be reported to the Council at the next meeting.

Article VII - Committees

- Section 1 The Council shall establish standing committees and may establish special committees.
- Section 2 The standing committees shall include
- Benevolent Care Fund and Foundation,
 - Bylaws, and Policies and Procedures,
 - Communications,
 - Conservation,
 - Dining Services,
 - Finance,
 - Grounds,
 - Health Services,
 - Housekeeping,
 - Legislative/Political,
 - Maintenance and Engineering,
 - Nominating and Elections,
 - Resident Life,
 - Safety and Security.

Article VIII - Meetings

- Section 1 Annual Meeting
A meeting of the full membership of the Association shall be held annually on the second Monday of August to provide a report of the activities of the Association for the preceding twelve [12] months, to thank outgoing Council members, to introduce Council members, to install officers, and to conduct any other necessary business. Seventy-five [75] members shall constitute a quorum to transact the business of the Association during the Annual Meeting.
- Section 2 Special Meetings
- a) Special meetings shall be called by the vote of the Council giving two weeks' notice to the membership, or
 - b) Special meetings shall be called by the president within 30 days of receipt of a written request of no fewer than fifty [50] members. The President must give no less than two weeks' notice to the membership.
 - c) Special meetings shall be limited to the purpose specified by the Council or in the written request.
 - d) Following the notice requirements of the foregoing Sections a, b, and c, the President shall call a Special Meeting, using all available means of communication to announce the special meeting.
 - e) Seventy-five [75] members shall constitute a quorum to transact the business of the Association during any special meeting.

- Section 3 Residents' Council
The Residents' Council shall meet twice monthly: a public Council meeting and a work session. A simple majority of eleven [11] Council members shall constitute a quorum for meetings of the Residents' Council. Members participating electronically will be considered present for quorum and voting purposes. Absentee or proxy voting shall not be acceptable for Council meetings.
- Article IX - Amendment of Bylaws**
- Section 1 Amendments may be proposed by the Council or by a petition signed by twenty-five [25] members of the Association a month before the voting.
- Section 2 The Council must approve any proposed amendments to these bylaws before they are submitted to the Association members for their vote.
- Section 3 When approved by the Council, a written copy of any proposed change to the bylaws shall be circulated to all members of the Association at least fourteen [14] days in advance of the scheduled meeting when the vote is to be taken.
- Section 4. These bylaws may be amended by a two-thirds vote of the Association members present and voting at an association meeting at which a quorum is present.
- Article X - Parliamentary Authority**
- Section 1 The rules contained in the latest edition of *Robert's Rules of Order, Newly Revised* shall govern the Association and the Council in all cases to which they are applicable and in which they are not inconsistent with these bylaws and special rules of order the Association may adopt.
- Article XI - Policies and Procedures**
- Section 1 The operations of the Council and its committees shall conform to the published *Policies and Procedures Manual of the Charlestown Residents' Council*.
- Article XII - Fiscal Year**
- Section 1 The fiscal year of the Association shall begin on September 1 and end the following August 31.
- Article XIII - Limitations**
- Section 1 The activities of the Association shall not violate the terms of the Residence and Care Agreement between Charlestown Community, Inc. and its residents.

– END –

Appendix – Bylaw History

Originally adopted as Articles of Association August 23, 1984

Articles of Association amended effective

September 1, 1986,

September 1, 1988,

September 1, 1989,

September 1, 1995.

Revised and adopted as Bylaws of the Charlestown Residents' Association February 7, 1997

Bylaws of the Charlestown Residents' Association amended effective

March 22, 2001,

August 11, 2003,

August 11, 2008,

August 9, 2010,

August 7, 2012,

August 11, 2014,

August 9, 2021.