



MAINE GERONTOLOGICAL SOCIETY, INC.

BY-LAWS

ARTICLE I NAME AND PURPOSE

The corporate name of this organization shall be the Maine Gerontological Society, Inc.

The purpose of the Maine Gerontological Society, Inc. shall be to further, by all proper and legitimate agencies and means, the study, research, teaching and application of the principles of gerontology and geriatrics. This shall include - but not be limited to the— provision of education programs in gerontology and geriatrics; dissemination of information on related programs and services; writing and/or distribution of publications; reception of gifts, legacies and donations in order to carry out the objectives of the Society; bequest of gifts and appropriations from the Society's resources to further the Society purpose; and exercise of all such power and authority necessary to carry out the above specified objects objectives.

A special emphasis of the Society shall be the fostering of interdisciplinary contact and collaboration.

It is expressly declared that this is an organization not for gain or individual profit and that no dividend shall ever be declared or paid to any of its members or directors and that none of its property, real or personal, shall ever be used or expended except in carrying into effect the legitimate ends and aims of its being.

ARTICLE II OFFICERS

The officers shall be a President, a President-elect, a Treasurer, a Secretary, and such officers, as a Board of Directors shall deem advisable.

Section I Election Process

Officers shall be elected from within the Board of Directors by the Board of Directors.

Section II Term of Office

The term for each officer shall be two years and thereafter until the officer's successor shall be elected, except that no person shall serve more than three consecutive terms in any one office. . The President and Secretary shall be voted in on even years and the President-Elect and Treasurer during the odd years.

Section III Officers and Responsibilities

All officers shall assume their offices on the final day of the Maine Geriatrics Conference of same year that follows the board election. The duties and powers of the officers of the Society shall be as follows:

- (a) **President.:** The President shall be the chief executive officer of the Maine Gerontological Society, Inc. The President will prepare the agenda for, and preside at all meetings of the Board of Directors and business meetings of the membership. The President shall appoint the chairpersons of all the various MGS Committees, and shall perform those functions considered usual and customary to the office of the President.
- (b) **President-Elect:** In the absence or incapacity of the President, the President-elect shall assume the duties of President..
- (c) **Immediate Past-President.** The Immediate Past-President shall serve as an official voting member of the Executive Committee for a one-year term, immediately following his/her term as President. During this term of office, he/she shall serve as Chairperson of the Nominations Committee, the committee responsible for identifying candidates for the annual election of the Society. The Immediate Past-President shall assist the President as necessary in matters relating to the prosperity and welfare of the Society.
- (d) **Treasurer:** The Treasurer shall be responsible for the collection and expenditure of all income of the Maine Gerontological Society, Inc. His/her signature shall be necessary for the withdrawal and expenditure of funds

The Treasurer shall submit an annual financial report to the Board of Directors, which shall be available to the membership. Additionally, the Treasurer shall submit periodic financial reports as and when requested by the Board, making such reports available to the membership.

- (e) **Secretary:** The Secretary shall keep records of all the minutes of the Society, conduct and keep records of official correspondence, certify official documents, maintain a list of members and their addresses, and notify members of meetings and programs. The Secretary shall serve as Chair or member of the Membership Committee.

Section IV Vacancies

Vacancies in any of the offices shall be filled by appointment made by the Board of Directors for the duration of the term of office.

ARTICLE III BOARD OF DIRECTORS

Section I Composition

All members of the Board of Directors shall be active members of the Society, eligible to vote in Society matters. The Board shall consist of at least 9 members but not more than 15 members, and shall include one student member in good standing. The Board shall be representative of geographic regions of the state, as well as of professional disciplines, and shall include representation of older individuals. Board members shall serve two-year terms and may be re-elected to three consecutive terms.

Section II Election Process

Each year, members of the Society shall make nominations for the Board to the Nominating Committee. After deliberations, and presentation of the candidates to the Board of Directors, the Nominating Committee shall present the final nominees to members-at-large, for election via electronic polling to the MGS Membership, to be conducted over a defined period of time, prior to the annual meeting. New members of the Board of Directors shall begin their elected terms of office at the close of the annual meeting. A simple majority of eligible votes cast shall be sufficient to elect.

Any member in good standing who is unable to vote electronically shall be able to obtain paper ballot materials from the Secretary, and shall submit his or her ballot, in timely fashion, to the Secretary for tabulation.

Section III Meetings

Regular meetings of the Board of Directors shall be held at least once a year. Special meetings may be called by the President at any time, and must be called when requested, in writing, by four Directors. The President shall fix the time and manner of giving notice of each of the meetings and may determine the form and content of the notice to be given except that the members shall have at least three days advance written notice of each meeting. Such notice may be waived with respect to any meeting if all of the members of the Board of Directors agree.

Section IV Quorum

Unless otherwise specified in the notice, any and all business may be transacted at any meeting of the Board of Directors provided a quorum of fifty-one percent is present. A simple majority of votes shall be required to transact business during Board meetings.

Section V Responsibilities

The Board of Directors shall adhere to the bylaws of the organization, and administer the routine business activities of the Society not otherwise delegated, and shall authorize expenditures for and on behalf of the Society. The Board of Directors shall have the control and management of the business and property of the corporation and also shall have and exercise all the powers conferred upon it as set forth in the

charter of the corporation and in these general laws or these by-laws without in any manner limiting the general powers otherwise conferred. In all matters, the members of the Board of Directors shall consider the issues and concerns of the organization from statewide and multidisciplinary perspectives rather than attending to individual or specific areas of interest.

The Board of Directors shall have the following powers: to purchase, lease or otherwise acquire for the corporation real or personal property whenever they, in their judgment, deem it beneficial for the purpose of the corporation and to pay for the same on such terms and conditions and for such considerations as they may think fit. The Board of Directors shall be responsible for the legal affairs of the Society, its tangible property, and for its financial affairs. It shall be responsible for the appointment of salaried employees, their remuneration and supervision. The Board of Directors shall be responsible for consideration and approval of recommendations from Standing Committees, including but not limited to membership fees and categories, conference themes, formal organizational liaisons and relationships, legislative positions, and public statements made on behalf of the organization.

Section VI Conduct of Meetings

All meetings of the Society shall be conducted in accordance with Roberts Rules of Order, revised.

Section VII Vacancies

A non-officer vacancy occurring on the MGS Board of Directors, between elections, may be filled by appointment by the President, with the consent of the Board, for the duration of the remaining term(s) of office. All such appointees shall present themselves for consideration through the regular nominations process if they shall be interested in continuing to serve on the Board of Directors beyond the appointed term.

ARTICLE IV MEMBERSHIP

Section I Eligibility

A. Members: Membership shall be open to those individuals or organizations interested in furthering the study, research, teaching, and application of the principles of gerontology and/or geriatrics. Full voting privileges on Society matters are extended to those individual and organizational members in good standing, in accordance with Membership Committee guidelines.

B. Student Members: Membership shall be open to students registered at Maine colleges, universities, vocational and high schools who have expressed an interest in gerontology or geriatrics. Students' major or minor field of study may be in any area. Full voting privileges on Society matters are extended to student members in good standing who are enrolled in Maine colleges and universities, in accordance with Membership Committee guidelines.

Section II Membership Year

The membership year shall be from April 1 through March 31, twelve months length, unless specified otherwise and voted on by the Board of Directors.

Section III Membership Dues

The annual membership fee for each of the categories of membership will be proposed by the Finance Committee, in collaboration with the Membership Committee, and approved by the Board of Directors. When applications are received during the latter portions of the membership year, membership dues may be prorated to consider the months that the applicant will be a member of the Society.

Section IV Membership Categories

Membership categories shall include individual, organizational, student, and honorary. Eligibility criteria for these categories shall be the purview of the Membership Committee, with final approval by the Board of Directors. Those individuals qualifying for student membership shall always be called "student members" in Society documents.

ARTICLE V MEETINGS

Section I Annual Meeting

There will be an annual meeting. Notice of annual meetings will be provided to the community via a Save the Date card six months prior to the meeting date.

Section II Special Meetings

The President may call a special meeting at any time and must do so within at least four weeks of receiving the written request of five active members, or four Directors, as entered above. The Secretary must duly notify members and student members in writing of the meeting at least one week before the meeting takes place. This notification is to include the purpose of the meeting.

Section III Quorum

During membership meetings, fifteen active members (including not more than three student members) shall constitute a quorum at Society meetings. During Board meetings, 50% of the board members shall constitute a quorum to conduct official MGS board business. A simple majority of the votes of the board members present shall be required to transact business.

Section IV Student Attendance

Student members are invited to attend all meetings including the annual meeting of the Society and special meetings called by the MGS board and/or officers.

ARTICLE VI STANDING COMMITTEES

Section I Overview

The Standing Committees shall be responsible for the administration of those functions specifically delegated to them by the Board of Directors. From time to time, the Board of Directors may charge other activities to these committees as well. The Standing Committees shall be the;

Membership Committee,
Education Committee,
Finance Committee,
Legislative Affairs Committee and the
Marketing/Publicity Committee.

The Board of Directors shall appoint a Nominating Committee, ad hoc, as needed. The Board of Directors shall have the right to create other Standing Committees, sub-committees, and ad hoc task forces as needed.

Section II Membership Committee

The primary purposes of the Membership Committee shall be to recruit and support members of the Society. The President shall appoint the Chair of the Committee, and the Committee shall consist of all members of the Board of Directors, and other such members of the Society as shall be required to carry out the functions of the Committee.

Section III Education Committee

The Mission of the Education Committee shall be to administer the training and education functions of the Maine Gerontological Society in accordance with the mission and vision of the Society.

The Purpose of the Education Committee includes but is not limited to the following:

- Facilitate the direct education to MGS members through board approved collaborative partnerships such as, but not limited to, the annual Maine Geriatrics Conference,
- Facilitate the education and training to students of all levels through a variety of educational experiences including but not limited to:
 - Development of K-12 programming to enhance student understanding of issues of aging through intergenerational collaboration
 - Involvement in statewide competency and educational programs related to aging at the college level such as, but not limited to

preceptorships/mentorships, interdisciplinary competency development, and direct education through student chapter development.

- Provide educational materials and resources in collaboration with the Marketing and Public Relations committee such as the Geriatrics Hot Topics email distribution for MGS members,
- Assist the Board in the development of Speakers' Bureau from MGS members to enhance statewide educational outreach availability for the Society

The Committee shall consist of such members of the Society as to be required to carry out the functions of the Committee, except that the Student Advisor will be, at the least, a defacto member of the Education Committee.

Section IV Finance/Awards Committee

The Finance/Awards Committee shall be responsible for proposing annual dues; fees for the annual meeting; and, other fees deemed appropriate, to the Board of Directors for approval. Additionally, this Committee will receive and review such requests for grants from the Society as may come in, after which they shall bring them, with their recommendations to the Board of Directors for final action.

The Treasurer shall serve as either Chair or a member of this Committee. The Committee shall otherwise consist of such members of the Society as shall be required to carry out the functions of the Committee.

Section V Legislative Affairs Committee

The primary purpose of the Legislative Affairs Committee is to identify and develop the issues of legislative concern to the organization; from state and national perspectives, and present recommendations to the Board of Directors regarding appropriate organizational responses.

The Committee shall consist of those members of the Society necessary to carry out the functions of the Committee.

Section VI Marketing/Publicity Committee

The primary purpose of the Marketing/Publicity Committee is to create, communicate and deliver offerings that have value for members and non-members alike. Means of accomplishment may include sponsorship of events pertaining to aging; contributing newsworthy articles to organizational newsletters/journals including the Society's newsletter; offering informational assistance to medical students; mentoring services to medical preceptors, etc.

The Committee shall consist of those members of the Society necessary to carry out the functions of the Committee.

ARTICLE VII – Sections, Units and Affiliations

Section I Student Section

The purpose of the Maine Gerontological Society Student Section (MGS-SS) shall be to support students' interests in gerontology and geriatrics through the study, research, teaching and application of the principles of aging across the lifespan. This shall include but not be limited to: access to education resources in gerontology and geriatrics; dissemination of information on aging-related programs and services; writing and/or distribution of aging-related publications and reports; and opportunity to participate in and present age-related research and best practice principles at professional and community venues.

MGS Student Section shall foster interdisciplinary contact and collaboration among gerontological and geriatric specialists. The MGS-SS shall provide support, mentorship, and opportunities for learning and growth in the fields of gerontology and geriatrics to its student members in the areas of health and human services, public health, social and behavioral sciences, biological sciences, public policy, wellness/fitness, etc.

Section II Student Section Advisor

Responsibilities of the Student Section Advisor include: Primary contact for Society student activities; Receives student materials for distribution to MGS officers; Advises Society officers on the formation and implementation of the Student Section's goals, objectives and programs; and Ensures that the Student Section members understand the mission, role, and function of the Society. The Student Advisor will be a defacto member of the Education Committee.

Section III Student Section Executive Officers

The officers of a Student Section shall consist of a president, vice president, secretary, and treasurer. Only students enrolled at Maine Colleges or Universities are eligible to be nominated and elected as officers of the Student Section.

Responsibilities include:

A. Student President.

Shall preside at all meetings of the Section, and shall be an ex-officio member of all Student Section committees except the Nominating Committee. The president shall generate and update the Section's mission statement and annual goals/objectives. The president shall appoint chairpersons for standing, ad hoc, and temporary committees, and shall administer the business of the Section between regular meetings.

B. Student Vice President.

Shall perform the duties of the president in the event of his or her absence, disability or at the president's request. The vice president shall also be responsible for coordinating the year calendar of events for the Section.

C. Student Secretary.

Shall take minutes of meetings, distribute meeting agenda and previous meeting minutes, circulate sign-in and sign-up sheets at Student Section meetings, and perform other secretarial duties as indicated.

D. Student Treasurer.

The treasurer has the responsibility for managing the Section's funds with the assistance of the MGS Treasurer and Section Advisor.

Section IV Student Vacancies

Vacancies within the offices of the Student Section shall be filled by appointment made by the Student Section President or remaining officers, after consultation with the Advisor. Such appointments shall be for the duration of the term of office.

Section V Student Terms of Office

Officers in the Student Section shall serve for a one-year term. No person shall serve more than three consecutive terms in any one office.

ARTICLE VIII Dissolution

Upon the dissolution of the corporation, all remaining assets, after settlement of all debts, shall be dispersed to one or more organizations holding non-profit status as a 501(c)3 corporation under prevailing rules of the Internal Revenue Service. It is preferred that the assets are dispersed to one or more organizations that serve the people of Maine and, where possible, older adults.

ARTICLE IX AMENDMENTS

Amendments to the By-laws may be proposed in writing by the Board of Directors or by five active members at a regular or special meeting of the Society. No amendment shall be deemed approved by the Society unless a quorum exists and there is a concurrence for the amendment by 2/3 of the vote of the members present.