

# GOEBEL SENIOR CENTER COMMISSION, INC.

A Non-Profit, Tax Exempt Corporation

(805) 381-2744

## BYLAWS

### PREAMBLE

The real property associated with the Goebel Senior Adult Center is legally vested with the City of Thousand Oaks. The City of Thousand Oaks has contracted with the Conejo Recreation and Park District to:

- ❖ Operate recreation programs and related services designed primarily for senior citizens
- ❖ Supply the expertise, professional knowledge, competence and staff for operation of programs and services
- ❖ Act as the coordinating agency for the senior citizen activities and assist with scheduling of activities within the center

The Goebel Senior Center Commission has been established to assist the Conejo Recreation and Park District in meeting the terms of the agreement between the City of Thousand Oaks and the District. The Commission shall function as a non-profit community service organization responsible to the Conejo Recreation and Park District Board of Directors in the operation of the Goebel Senior Adult Center as a public senior center consistent with the terms of the aforementioned contractual responsibilities.

### ARTICLE I - NAME

The name of this organization shall be the Goebel Senior Center Commission, Inc.

## ARTICLE II - PURPOSES AND POWERS

### Section 1 Specific and Primary Purposes

The specific and primary purposes of the Goebel Senior Center Commission are as follows:

- (1) To establish/recommend policies relative to the operation of the Goebel Senior Adult Center to benefit all senior citizens residing within the boundaries of the Conejo Recreation and Park District.
- (2) To acquire and allocate funds to benefit the Goebel Senior Adult Center.
- (3) To promote community support of the Goebel Senior Adult Center.
- (4) To assist in establishing priorities and coordinate use of the Goebel Senior Adult Center in accordance with the provisions of the City of Thousand Oaks and the Conejo Recreation and Park District contractual obligations.
- (5) To conduct research through surveys, questionnaires, interviews and/or other means to evaluate the effectiveness of the Goebel Senior Adult Center and various associated programs.
- (6) To make recommendations and coordinate planning for programs, facilities and equipment to meet identified needs at the Goebel Senior Adult Center.
- (7) To assist in and/or organize and conduct activities at the Goebel Senior Adult Center.
- (8) To promote public relations through publicity and outreach programs.

### Section 2 General Purposes and Powers

- (1) The general purposes and powers are to have and exercise all rights and powers conferred on non-profit corporations under the laws of California, including the power to contract, rent, buy and sell personal or real property. This Commission shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this Commission.

- (2) No substantial part of the activities of this Commission shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Commission shall not participate or intervene in any political campaign, (including the publishing or distribution of statements) on behalf of any candidate for public office.
- (3) This Commission is organized pursuant to the general non-profit corporation laws of the State of California. It does not contemplate pecuniary gain or profit to the members thereof and it is organized for non-profit purposes.
- (4) No part of the net earnings of the Commission shall inure to the benefit or be distributable to its members, officers, or other private persons, except that the Commission shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.
- (5) Commissioners may not accept gratuities in any form related to their activities as a commissioner.

### ARTICLE III MEMBERSHIP

#### Section 1 Governing Body

The governing body of the Goebel Senior Center Commission shall be known as the Board of Commissioners and shall consist of up to 15 but not less than 7 members.

#### Section 2 Eligibility

The Board of Commissioners shall be composed of seniors residing within the boundaries of the Conejo Recreation and Park District, particularly individuals who are

knowledgeable of the needs and interests of older people, community resources, and who are willing to devote their time and skill to the service of seniors and who are at least 50 years of age. No two persons may serve concurrently on the Board of Commissioners who are related by blood or marriage and/or domestic partners within the first degree. For purposes of these bylaws, first degree relationships include children, parents, brothers, sisters, and first degree in-laws.

### Section 3     Appointments

Appointments to the Board of Commissioners shall be made by the Conejo Recreation and Park District Board of Directors from candidates nominated for such appointment by the Goebel Senior Center Commission. The Board of Commissioners shall recommend qualified individuals for appointment or reappointment to each vacancy to the Conejo Recreation and Park District Board of Directors for ratification. . In January of each year, the District/Commission will distribute and publish a notice announcing pending vacancies on the Board of Commissioners.. In March of each year, the Commission will consider a list of all individuals who have applied for an appointment. Commissioner absentee voting will not be allowed.

### Section 4     Terms of Commissioners

Appointments shall be made for a term of three years commencing July 1st. In the event of a vacancy occurring by reason of a Commissioner being unable to complete his/her term, the newly appointed Commissioner may be appointed for the remainder of such term.

### Section 5     Ex Officio Member

The General Manager of the Conejo Recreation and Park District or his/her designated representative shall be a non-voting ex officio member of the Board of Commissioners.

#### Section 6     Attendance

Commissioners are required to attend all Commission meetings. Commission members shall notify the Secretary or the President in the event they are unable to attend. A member of the Board of Commissioners who is absent from three regularly scheduled Board of Commissioners meetings during the course of one fiscal year may forfeit membership on the Board of Commissioners. The member shall be notified by letter of the absences and of the potential action by the Commission. Commissioners are required to regularly attend all meetings of committees to which they are assigned. If they are unable to attend a meeting, they shall notify the committee chair.

#### Section 7     Code of Conduct

The Goebel Senior Center Commission members are expected to meet the letter and the spirit of the Bylaws of the Commission. If their performance does not meet these standards it will be the responsibility of the Executive Committee to remedy the situation.

### ARTICLE IV FISCAL POLICIES

#### Section 1     Fiscal Year

The fiscal year for the Goebel Senior Center Commission shall be from July 1 through June 30.

#### Section 2     Financial Review

The Commission shall be responsible to assure a financial review is conducted at least once every third year.

## ARTICLE V OFFICERS

### Section 1 Officers of the Board

The officers of the Board shall be President, Vice-President, Secretary, and Treasurer. The term of office shall be one year beginning July 1 and ending June 30.

### Section 2 President

The President is responsible for guiding, planning, organizing, and using the available talents and resources to attain the maximum benefit for the seniors in the community. The President shall preside at all meetings of the Board of Commissioners and shall have the authority to appoint or remove standing or special committee chairpersons as approved by the Board. She/he shall be an ex officio member of all committees except the nominating committee. The President will conduct the meetings of the Commission using generally accepted parliamentary rules of conduct.

### Section 3 Vice President

The Vice President shall conduct meetings in the absence of the President and shall succeed to the office of President in case of resignation or death. The Vice President shall assist the President.

### Section 4 Secretary

The Secretary shall be responsible to assure that the minutes are kept for all Commission meetings and Executive Committee meetings, to keep accurate and complete records of commission meeting attendance and all business transacted, and other duties as assigned by the Board of Commissioners.

### Section 5 Treasurer

The Treasurer shall be responsible for assuring that all financial transactions are conducted in accordance with the requirements of the Board of Commissioner's

applicable procedures and policies. The Treasurer shall maintain bank checking accounts with the President, Vice President, Treasurer, and Secretary as authorized signatories. Checks, and all other financial instruments (i.e. certificates of deposits, investments) shall require two of the four authorized signatures in any combination. The Treasurer shall be a member of the Budget and Finance Committee, (and in conjunction with the Budget and Finance Committee Chairperson) shall manage investments within the guidelines provided by the Board of Commissioners. The Treasurer shall submit a monthly year-to-date cash and investment status report, and assist in the preparation of the triennial financial review.

## ARTICLE VI - NOMINATIONS AND ELECTIONS

### Section 1 Nominations of Board of Commissioner Officers

The nominating committee, which shall consist of three commissioners with one appointed as the chairperson, shall present a slate of candidates for office to the full commission at the regular meeting in May. Previous consent of all candidates must have been secured, and candidates must be members of the Board of Commissioners. Nominations shall also be permitted from the floor at the meeting which precedes the election. The list of candidates shall be mailed to the membership at least 72 hours prior to the election scheduled for the annual meeting in June.

### Section 2 Election of Officers

Upon achieving quorum, a majority vote of commissioners present is required to elect officers.

### Section 3 Vacancies on the Board

If a vacancy occurs on the Goebel Senior Center Board of Commissioners, the Board shall recommend candidates to the Conejo Recreation and Park District Board of

Directors for appointment.

## ARTICLE VII COMMITTEES

### Section 1 Standing Committees

Those committees shown in Sections 2 through 5 in Article VII shall constitute Standing Committees and as such require a quorum of a majority of the members.

### Section 2 Executive Committee

The Executive Committee shall consist of the elected officers as indicated in Article V and the immediate past president. The Executive committee shall transact emergency business that may arise during interim between Board meetings and shall exercise such powers as shall be delegated to it by the Board of Commissioners. Proceedings of an executive meeting shall be reported to the Board at its next meeting.

### Section 3 Budget and Finance Committee

This committee shall prepare an annual budget of estimated expenditures and revenues, and make recommendations to the Board of Commissioners relative to proposed annual expenditures and revenue. The committee shall manage investments within the guidelines approved by the Board of Commissioners and provide quarterly reports to the Commission.

### Section 4 Bingo Committee

The committee shall make recommendations to the Commission regarding rule changes, significant operations and/or equipment needs. The committee shall make a written monthly report to the Commission to include reconciliation of monies collected and number of players.



Section 5     Programs and Promotions Committee

The Programs and Promotions Committee provides support to the staff as it relates to staff-directed programs. The Committee shall also develop, promote and facilitate additional programs, fundraisers, and special events. .

Section 6     Special Committees

The President may appoint special and/or ad hoc committees as deemed necessary to fulfill the work of the Board. (An ad hoc committee exists until its assigned work has been completed.) Such appointments shall be subject to approval by the Board of Commissioners. A quorum is not required for these committees to conduct their assigned responsibilities.

Section 7     Committee Minutes

Minutes of all committee meetings shall be included in monthly Commission meeting packets.

ARTICLE VIII MEETINGS

Section 1     Regular Meetings

The Board of Commissioners shall meet regularly no less than once every month on the 4th Wednesday at 1:00 PM at the Goebel Senior Adult Center unless that date falls on a legal holiday; except that the November and December meetings will be combined and held on the second Wednesday in December. A majority of the total Commission members constitutes a quorum. A majority of those members in attendance is required for approval of any business.

Pursuant to the State of California Open Meeting Law (The Brown Act), a notice and agenda will be posted at least 72 hours prior to all meetings of the Commission and its committees. All meetings of the Goebel Senior Center Commission and any committee meetings shall be open to the public to ensure that all actions, discussions, and deliberations be conducted openly from the posted agenda except as provided in the act. No action will be taken on any item not appearing on the posted agenda. If action is necessary to be taken on any item not on the agenda, an emergency condition or need must be identified subsequent to the posting of the agenda and a two-thirds vote is required to consider an item so identified. Issues arising during regular meetings requiring a vote of the body may only be made at a subsequent properly noticed meeting.

## Section 2    Annual Meetings

A regular annual meeting of this organization shall be held each year in the month of June.

## Section 3    Special Meetings

Special meetings may be called by the President when necessary. Commissioners shall be notified of such meetings by mail or email, sent to their current address as listed with the Secretary, and postmarked at least 72 hours prior to the meeting.

## ARTICLE IX - AMENDMENTS

These bylaws may be amended at any regular Commission meeting by a majority vote of members present when there is a quorum, provided that a notice of such proposed amendment has been given at the previous regular meeting, and a copy of such proposed amendment has been posted at Goebel Senior Adult Center not less than 30 days prior to adoption. Upon adoption by the Commission, amended bylaws must be ratified by the Conejo Recreation & Park

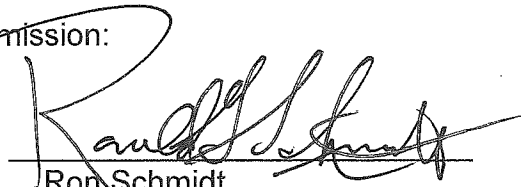
District Board of Directors before becoming effective. These bylaws shall be reviewed a minimum of every five years by an ad hoc committee consisting of no more than five members of the Board of Commissions.

#### ARTICLE X - PARLIAMENTARY AUTHORITY

All meetings shall be conducted in accordance with generally accepted parliamentary rules of conduct..

Approved by Goebel Senior Center Commission:

Date: May 23, 2012



Ron Schmidt  
GSCC President

Approved by Conejo Recreation & Park District Board of Directors

Date: July 19, 2012