

BYLAWS OF
SOAR (STIMULATING OPPORTUNITIES AFTER RETIREMENT)

Approved July 5, 2001

Amended November 8, 2002; Revised November 2005

Revised and Approved May 12, 2006; Corrected May 24, 2006

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Revised and Approved May 25, 2011 (Article X); Revised and Approved May 24, 2017

Revised and Approved May 27, 2020

Article I. Name

The name of the organization shall be Stimulating Opportunities After Retirement (SOAR).

Article II. Purpose

SOAR is a non-profit, participatory organization of persons committed to life-long learning. SOAR is dedicated to meeting the intellectual and cultural needs of its members through shared learning experiences.

Article III. Affiliation

SOAR shall be affiliated with the State University College at Potsdam, New York (SUNY Potsdam) and Road Scholar.

Article IV. Board of Directors (BOD)

There shall be a Board of Directors consisting of no more than fifteen (15) members who are elected annually. All officers shall be members of the Board.

The BOD shall be the primary policy-setting body.

Any unexpired term shall be filled by appointment by the BOD.

Article V. Membership and Dues

Membership shall be open to all persons upon payment of annual dues. There shall be no other qualifications for membership.

The dues shall be proposed by BOD and confirmed by a vote of the membership at the annual meeting. Additional fees may be necessary for some courses or activities.

Members are entitled to participate in any of the classes or programs that are offered.

Article VI. Consultants

SOAR shall use consultants as deemed necessary by the Board of Directors.

Consultants shall report to the Chair of the BOD and/or Chair of the committee involved in such services.

Article VII. Meetings

Annual Meeting

An annual meeting of the membership shall be held. All members shall be notified in writing, by telephone or email and sent at least two (2) weeks in advance of the Annual Meeting. Officers and other Directors shall be elected at the Annual Meeting. The Annual Meeting quorum shall be ten percent (10%) of the membership. A majority of the members present shall be required to make decisions.

Other Meetings of the Membership

The BOD may call other meetings of the membership as needed or by petition of 10% of the members provided the notice has been sent seven (7) days before the meeting. No business shall be conducted unless a quorum consisting of 10% of the members is present. A majority of the members present shall be required to make decisions. The Board Chair or the Chair's designee shall chair all meetings of the membership.

Board of Directors Meetings

The BOD shall meet at least once every quarter. More frequent meetings may be called as necessary. The Board Chair shall preside at all meetings of the BOD. A quorum shall consist of a simple majority. Members of the BOD serve on at least one committee.

Committee Meetings

Committees shall meet as needed at the call of their respective Chairs.

Conduct of Meetings

Roberts Rules of Order, Revised shall be invoked as needed to govern the conduct of all meetings.

Article VIII. Officers

The Officers of SOAR shall be Chair, Vice-Chair, Secretary, and Treasurer.

The officers shall serve one-year terms by election of the members at the Annual Meeting.

The Chair may serve no more than two consecutive terms.

In the event of incapacity or absence, the order of succession shall be as appears above. Any unexpired term shall be filled by appointment by the Board of Directors.

Article IX. Officer Responsibilities

Chair

Calls and presides at meetings of the BOD, the Annual Meeting, and other meetings of the Membership;

Represents the organization involving media and public relations events;

Is an *ex officio*, non-voting member of all committees;

Works closely with the Administrative Assistant to coordinate SOAR activities;

Works closely with the SUNY Liaison in matters affecting the organization's relationship with the University.

Vice-Chair

Performs the duties of the Chair in the absence of the Chair from the meetings of the BOD and/or the Annual Meeting;

Assumes the office of Chair in the event the Chair resigns or otherwise leaves office prior to the expiration of his/her term of office.

Secretary

Takes accurate minutes of BOD meetings and distributes them to the other members of the BOD;

Keeps the Policies and Procedures document current.

Treasurer

The Treasurer maintains two separate account ledgers. These ledgers will include a complete record of income, expenses, and account balance and are reconciled with the PACES ledger periodically.

A. The General Ledger.

In the General Ledger, the primary source of income is membership dues, and the expenses are categorized by the budget as approved by the membership at the Annual Meeting.

B. The Events Ledger.

The source of income in this case is derived from charges of various events as determined by the Events Committee. Expenses paid from this account will be authorized by the Events Committee and are separate from the General Budget.

The Treasurer supplies a report at each BOD meeting on SOAR's income, expenses, and account balance as well as Expenses by Budget Category.

The Treasurer will participate in the preparation of the annual budget with the Administration and Finance Committee.

At the end of the fiscal year, soon after the final PACES ledger for that period becomes available, the Treasurer shall furnish the Administration and Finance Committee with the necessary documents that will enable the committee to audit the Treasurer's report and verify, at a minimum, that the account balance as submitted by the Treasurer and the balance as listed by PACES are in agreement.

Article X. Standing Committees

All committees shall report to the BOD, and at least one committee member shall be a member of the BOD. The BOD Chair shall serve *ex officio* on all committees, but may not vote.

The BOD shall approve Committee Chairs. Committee Chairs, in coordination with existing members of the committee, shall solicit new committee members as necessary.

In the event that a standing committee fails to be duly constituted as stipulated in these bylaws, the BOD may act in the Committee's place. The BOD shall make every effort to speedily reconstitute the committee. All Committee initiatives shall be approved by the BOD.

Standing Committees shall consist of at least four (4) members unless otherwise specified by the Committee Chair.

Standing Committees are:

- Administration and Finance Committee
The membership shall include the Treasurer and at least three other members.
- Ambassador Committee
- Archives Committee
- Curriculum Committee
- Executive Committee
The membership shall consist of all elected officers.
- Events Committee
- Membership Committee
- Nominating and Awards Committee
The membership shall consist of at least four (4) SOAR members, two (2) of whom are not members of the Board of Directors. Officers of the organization shall not serve on this committee.
- Outreach and Publicity Committee
- Presenter Communications Committee
- Publications Committee
- Registration Committee
- Scheduling Committee
- Technology Committee

Article XI. Ad Hoc and Special Committees

The Board Chair shall name a Committee Chair and together, they will recruit the other members.

Article XII. Revisions

These bylaws may be revised at the Annual Meeting by a majority vote of the members present. Members shall be notified a minimum of two (2) weeks in advance.