

Ashby Ponds Resident Advisory Council Constitution & Bylaws

Constitution

Article I—Name

Section 1.

The name of the organization shall be the Ashby Ponds Resident Advisory Council, hereinafter called “RAC” or the “Council”. **The Council shall be an unincorporated association under applicable state laws.**

Article II—Purpose

Section 1.

The Resident Advisory Council plays a vital role in promoting healthy communication between residents and the community managers. The Resident Advisory Council is the primary conduit between Management and the residents and serves as a vehicle to evaluate residents’ suggestions and concerns and to discuss them with Management. The Resident Advisory Council is also the entity through which residents communicate with the Community Board of Directors.

Article III—Election of Members

Section 1.

Annually, a Special (Ad Hoc) Election Committee composed of a minimum of five (5) persons shall be appointed by the Chair and presented to the Council for approval by no later than 90 days prior to the election. One member shall be a current or former Council member and not running for the upcoming election. The remaining members of the Election Committee may not be Council members and are not eligible to be candidates for election to the Council.

Section 2.

On or before 60 days before the election, the Election Committee shall advertise for candidates by placing notices on bulletin boards, the community newsletter, and TV station. All notices shall provide instructions on how to nominate a candidate. The Election Committee shall confirm with all potential candidates that they have consented to have their names placed in nomination.

Section 3.

The Election Committee shall present the names of the nominees to the Council as soon as possible. One month before the election, a list of the nominees shall be publicized. The election may be held during the first week of the month, between December and March, or as otherwise determined by the Council to achieve a start of term between December 1 and April 1. All newly

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elected Resident Advisory Council members will begin the term of service immediately upon election, or by the first of a subsequent month as determined by majority vote of the Council.

Section 4.

Every resident shall be entitled to one vote. Voting may be in person or by absentee ballot. Voting shall be by secret ballot, and the results promptly tabulated by the Election Committee. In the event of a tie, the RAC officers will select the most qualified candidate based on their election biography and skill sets needed on the Council. The names of the new Council members will be publicized in alphabetical order within seven (7) days of the election.

Article IV—Membership

Section 1.

The Council shall be composed of seven (7) to eleven (11) residents.

Section 2.

For new communities, the best time to initiate the process of forming a RAC begins when the community reaches about 250 residents. The initial RAC will consist of seven (7) residents. The Council's composition may be increased to up to eleven (11) residents as the community's resident population increases. A decision to change the Council's composition will require concurrence by a majority vote of the Council.

Section 3.

A member of the Council may at any time resign his or her office by written notice, delivered to the Council Chair or Vice Chair. Such resignation shall be effective upon receipt unless a later date is specified. A member of the Council may be removed at any time for cause, such as three consecutive absences of regularly scheduled monthly Council meetings, breach of confidentiality, disruptive or unprofessional behavior, or for any other cause identified by a majority vote of the Council. The member may be removed only after a reasonable notice of ten (10) days and opportunity to be heard. If a Council position becomes vacant, the RAC Chair, with a majority vote of the Council, may appoint a member to serve the remaining term of the vacated position, or to serve until the next regularly scheduled election. Any resident may then seek election to the remainder, if any, of the unexpired term. Residents nominated but not elected in the previous election shall be given priority consideration for appointment. For eligibility of persons considered for appointment to fill a vacancy, note Article 3, Section 4 provides a required interval of at least one year after serving two successive Council terms. For any person so appointed to serve in a vacated Council position, said term shall not be considered in determining future eligibility provided less than 50% of the term is served by the appointee.

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Section 4.

A term is defined either as a two- (2) or three- (3) year tenure of service. A member shall be limited to two (2) successive terms. After an interval of at least one year, each resident is eligible to again serve on the Council in either elected or appointed capacities. The outgoing Chair may serve as a member of the new Council to support a smooth transition for up to one year at the discretion of the incoming Chair. The incoming Chair, with the approval of the Council by a majority vote, decides the voting status of the outgoing Chair.

Article V—Officers

Section 1.

The officers of the Council shall consist of a Chair, a Vice Chair, and a Secretary.

Section 2.

The officers shall be elected annually by and from the membership of the Council by a majority vote of the Council. Election may be by secret ballot.

Section 3.

The nomination and election of officers shall take place at a scheduled meeting; newly elected officers shall serve beginning immediately.

Section 4.

Vacancies in any office shall be filled through nomination and election by a majority of the current members of the Council.

Article VI—Committees

Section 1.

The Chair and/or the Council will create Standing Committees and one or more Special (Ad Hoc) Committees as the need may arise. Standing Committees are: Finance Committee, Philanthropy Committee, Health and Wellness Committee, Dining Committee, General Services Committee, Resident Life Committee, and the Diversity, Inclusion, and Community Social Responsibility Committee. In the event the Council determines a need, it may at its discretion create up to three additional Standing Committees. An example of a Special (Ad Hoc) Committee is the Election Committee.

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Section 2.

The Resident Advisory Council will designate from among its members representatives to serve as liaisons to the Standing or Special (Ad Hoc) Committees. Council Committee Liaisons will work in partnership with the Standing Committee Chair and appropriate department leadership in relation to the Committee they are supporting. Council Committee Liaisons will also participate in Committee meetings to listen to resident feedback.

Section 3.

Each Standing or Special (Ad Hoc) Committee Chair shall be recommended by the Resident Advisory Council Chair or Council Committee Liaison and approved by a majority vote of the Council. The Committee Chair may be a member of the Council, must be a resident of the community, and will conduct the Committee's business and ensure that minutes of the Committee's business sessions are submitted to the Council. The Committee Chair may appoint a resident of the community as Vice Chair to assist with the conduct of Committee meetings and business.

Article VII—Amendments

Section 1.

This Constitution & Bylaws may be amended as requested by the Council to the not-for-profit community Board Chair. Such changes and amendments will be evaluated annually by the not-for-profit **Community Board and National Senior Campuses**.

Section 2.

When a review of the Constitution & Bylaws results in revisions, the revised Constitution & Bylaws will be provided to the Executive Director.

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Article I—Meetings

Section 1.

Council meetings will be held at least monthly and will be announced in advance.

Section 2.

Special meetings may be called by the Chair or when requested by a majority of the members of the Council. The Chair shall give at least three (3) days of notice for each special meeting and shall state the purpose of the meeting in the notice thereof. The meeting shall be limited to the purpose specified in the notice.

Section 3.

The majority of the Council members shall constitute a quorum.

Section 4.

The Executive Director shall be invited to attend at least one meeting each month.

Article II—Conduct of Meetings

Section 1.

At all regular meetings of the Council, the order of business shall be:

- A. Call to order and roll call
- B. Review agenda
- C. Approval of the minutes of the previous meeting
- D. Reports of committees
- E. Unfinished business
- F. New business (agenda items)
- G. Adjournment

Section 2.

At all special meetings of the Council, the order of business shall be:

- A. Call to order and roll call
- B. The business of the meeting shall be limited specifically to the agenda item(s) for which the meeting is called

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Section 3.

The Chair may, because of the length of the meeting's agenda, defer certain items, unless demanded to be considered at the meeting by a majority agreement. **Such deferred items must be placed on the agenda for the next meeting.**

Article III—Duties of Officers

Section 1.

The duties of the Chair shall be:

- A. To call all regular and special meetings
- B. To preside at all Council meetings
- C. To cause notices to be sent in sufficient time before all meetings
- D. To recommend a Chair of all Standing and Special (Ad Hoc) Committees for the approval of the Council and to serve as an ex officio member of all committees
- E. To fulfill other responsibilities as outlined in the RAC Chair Position Description

The duties of the Vice Chair shall be:

- A. To assist the Chair in all matters requested, and, in his/her absence, to fulfill the Chair's duties with all powers thereof

The duties of the Secretary, or the Secretary's designee, shall be:

- A. To record in writing the minutes of all Council meetings
- B. To keep on file all committee reports
- C. To send copies of the minutes of all Council meetings as early as possible following a meeting to all members of the Council
- D. To cause copies of approved minutes to be available to residents on the email distribution list, with copies placed in each neighborhood's assigned location and continuing care (applicable if Council determines minutes are to be distributed to residents)
- E. To maintain a record of attendance of all Council members
- F. To maintain a copy of the Constitution & Bylaws, including all amendments thereto, and to provide copies to all new members

Article IV—Activities of the Council

Section 1.

In addition to the roles outlined in the Resident Advisory Council Handbook, the Council will have a process to consider concerns and suggestions directed to the Council by a resident. Before filing individual concerns with the Council, the resident shall attempt to resolve the matter with

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the appropriate department. Unresolved concerns or suggestions may be submitted to the Council in writing at any time either in hard copy or via email and shall include the concerned person's name, building name and apartment number, a description of the concern, and a telephone number to ensure a timely and appropriate response.

Section 2.

Wherever possible, the Council shall recommend corrective actions and include its recommendation in the initial report to management.

- A. Management may meet with the Council to discuss any of the concerns, resolutions, or other matters; the Council may also meet with Management for the same purpose.
- B. A status log shall be maintained on each concern, to be reviewed each month by the Executive Director and the Council; appropriate action shall be taken on all unresolved concerns.

Section 3.

Management shall provide meeting space for the Council and access to residents' mail cubbies for dissemination of Council business. Before any mass distribution takes place (e.g., letters or flyers in the cubby boxes, announcements), the Executive Director's office shall approve the communication. Management shall also provide duplicating and other office services for the business of the Council.

Requirements for operation of the Resident Advisory Council, including its Constitution & Bylaws, are defined in the RAC Handbook, initially approved by the NSC Board on November 16, 2006, and revised and hereby adopted in June 2020.

Constitution & Bylaws adopted by the NSC Board in 2019, revised and hereby adopted in June 2020.

Constitution and Bylaws adopted by the Ashby Ponds Resident Advisory Council August 19, 2020.

National Senior Campuses, Inc. (NSC)

Is operated as a not-for-profit organization committed to providing housing, health care (including elder care and nursing care) and other related services to middle income seniors. NSC is organized as a "Supporting Organization" under the Internal Revenue Code and therefore, provides oversight, supervision, management and strategic planning for supported not-for-profit organizations that own and operate continuing care retirement communities.

National Senior Campuses Inc.

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