

**AUXILIARY BY-LAWS OF  
NORMANDIE RIDGE  
YORK, PA**

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**NORMANDIE RIDGE Auxiliary  
York, Pennsylvania**

**BY-LAWS**

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**ARTICLE I. GENERAL PROVISIONS**

**SECTION 1.1 NAME**

The name of the organization is the “Normandie Ridge Auxiliary, York, Pennsylvania” referred to in these By-Laws as the “Auxiliary”.

**SECTION 1.2 PURPOSE**

The purpose of this organization shall be to enhance the comfort and enjoyment of the residents of the facility owned and operated by Albright Care Services (ACS) and known as Normandie Ridge Senior Living Community. The Auxiliary shall provide services and equipment not covered by the facility’s budget through methods approved or proposed by the Board of Trustees of Albright Care Services, regardless of race, color, national origin, ancestry, age or sex.

**SECTION 1.3 PLACE OF BUSINESS**

The place of business of the Auxiliary shall be Normandie Ridge in West Manchester Township, York County, Pennsylvania.

**SECTION 1.4 FISCAL YEAR**

The fiscal year of the Auxiliary shall be from January 1 to December 31.

**ARTICLE II. MEMBERSHIP**

## **SECTION 2.1 ELIGIBILITY**

Membership in the Auxiliary shall be open to all persons who are interested in the well-being of the residents of the facility.

## **SECTION 2.2 QUALIFICATIONS FOR MEMBERSHIP**

Any individual who pays the annual dues as set by the Board of Directors shall be a member of the Auxiliary.

## **SECTION 2.3 VOTING RIGHTS**

Any active member in good standing shall have the right to vote and to participate in meetings.

## **SECTION 2.4 REGULAR MEETINGS**

Regular meetings of the members of the Auxiliary shall be held the second Monday of February, May, and September.

## **SECTION 2.5 QUORUM**

Fifteen (15) members of the Auxiliary shall constitute a quorum.

# **ARTICLE III. BOARD OF DIRECTORS**

## **SECTION 3.1 NUMBER OF DIRECTORS**

The Board of Directors of the Auxiliary shall consist of the Officers of the Auxiliary, the immediate Past-President, the Chairpersons of all Standing Committees, Historian, and Members at Large.

3.1.1 The Executive Director or a designated representative of the Facility shall be an ex-officio member of the Board.

## **SECTION 3.2 DUTIES AND RESPONSIBILITIES OF DIRECTORS**

Management and control of the property, funds and the affairs of the Auxiliary shall be administered by the Board of Directors.

### **SECTION 3.3 RULES OF PROCEDURE**

The Board of Directors shall adopt its own rules of procedure consistent with the By-Laws of the Auxiliary.

### **SECTION 3.4 LIMITATIONS ON ACTION**

All actions of the Board are subject to the approval of the Governing Board of the facility with liaison through the Executive Director of the facility.

### **SECTION 3.5 REGULAR MEETINGS**

Regular meetings of the Board shall be held once each month, except as determined by the Board, at such time and place as the Board or the President may determine.

3.5.1 No written notice of regular meetings of the Board shall be required.

### **SECTION 3.6 SPECIAL MEETINGS**

Special meetings of the Board may be held at any time and place determined by the President.

3.6.1 Notice of a special meeting of the Board may be given by the Secretary at the direction of the President no less than 24 hours in advance of the meeting by telephone, in which case the Secretary shall record the attempts made to reach each member of the Board.

## **SECTION 3.7 QUORUM**

Members present shall constitute a quorum at any meeting of the Board.

## **SECTION 3.8 COMMITTEES OF THE BOARD OF DIRECTORS**

Committees of the Board of Directors for the following year shall be designated by the President-elect after the annual election of officers in September.

# **ARTICLE IV. OFFICERS**

## **SECTION 4.1 POSITIONS**

The officers of the Auxiliary shall be a President, Vice-President, Secretary, Assistant Secretary, Treasurer and Assistant-Treasurer.

## **SECTION 4.2 ELIGIBILITY**

Any active member in good standing, except a member who is a resident of the Nursing Care Center or an employee of any facility operated by ACS, shall be eligible to hold office in the Auxiliary.

## **SECTION 4.3 TERM OF OFFICE**

Each officer of the Auxiliary shall be elected to serve for a term of two (2) years commencing on January 1.

4.3.1 No individual may serve more than three (3) consecutive terms in the same office, with the exception of the Treasurer who may succeed himself/herself indefinitely.

## **SECTION 4.4 MANNER AND DATE OF ELECTION**

The officers shall be elected by the members of the Auxiliary at a duly-called meeting during the month of September and shall take office at the first meeting after the following January 1.

## **SECTION 4.5 PRESIDENT**

4.5.1 The President shall:

4.5.1 Serve as the Auxiliary's representative to the Normandie Ridge Advisory Committee.

4.5.2 Be the Chief Executive Officer of the Auxiliary and Chairman of its Board of Directors.

4.5.3 Supervise the general management of the Auxiliary.

4.5.4 Appoint, unless otherwise provided in these By-Laws, the Chairpersons of Standing and Special Committees as well as members of the Nominating Committee in the event of a vacancy.

## **SECTION 4.6 VICE-PRESIDENT**

The Vice-President shall:

4.6.1 Be vested with all the powers and be required to perform all the duties of the President in his/her absence or incapacity and shall perform such other duties as may be prescribed by the Board of Directors.

4.6.2 Be Chairperson of the Program Committee.

## **SECTION 4.7 SECRETARY**

The Secretary shall:

4.7.1 Be Secretary of and attend meetings of the Board of Directors and the Auxiliary.

4.7.2 Act as clerk of those meetings and record all the proceedings of those meetings in a minute book kept for that purpose, which shall remain open for inspection by any member at any reasonable time.

- 4.7.3 Give proper notice of meetings to the members of the Board and Auxiliary.
- 4.7.4 Present the minutes from previous meetings at each meeting of the Auxiliary and Executive Board.
- 4.7.5 Handle the correspondence of the Auxiliary
- 4.7.6 Perform such other duties as may be prescribed by the President or the Board of Directors.

## **SECTION 4.8 ASSISTANT SECRETARY**

In the absence of the Secretary, the Assistant Secretary shall handle all duties set forth above.

## **SECTION 4.9 TREASURER**

The Treasurer shall:

- 4.9.1 Keep an accurate record of all financial affairs of the Auxiliary.
- 4.9.2 Render a report audited annually by the CFO of ACS or his/her designee, and at such other times as requested by the Board of Directors.
- 4.9.3 Have charge of all funds belonging to the Auxiliary subject to the control and supervision of the Board of Directors.
- 4.9.4 Pay all obligations or arrange for such payment in a manner which shall be determined by the Board of Directors.
- 4.9.5 Deposit all moneys and other valuables of the Auxiliary in such depositories as may qualify for and maintain deposit insurance and which are designated by the Board of Directors.

4.9.6 Perform such other duties as may be prescribed by the Board of Directors.

## **SECTION 4.10 ASSISTANT TREASURER**

4.10.1 In the absence or incapacity of the Treasurer the Assistant Treasurer shall perform all duties as set forth in Section 4.9.

## **SECTION 4.11 REMOVAL OF OFFICERS**

Any officer of the Auxiliary may be removed by the Board of Directors whenever the best interests of the Auxiliary will be served by such action.

# **ARTICLE V. HISTORIAN**

## **SECTION 5.1 APPOINTMENT**

The Historian shall be appointed by the President.

## **SECTION 5.2 BOARD MEMBERSHIP**

The Historian shall serve as a member of the Board of Directors.

## **SECTION 5.3 DUTIES**

The Historian shall keep an up-to-date history of the Auxiliary, including a scrapbook of newspaper clippings, pictures, and any news items relevant to the Auxiliary.

# **ARTICLE VI. MEMBERS AT LARGE**

## **SECTION 6.1 APPOINTMENT**

The President may appoint up to six (6) Members at Large after consultation with the Nominating Committee and Membership Chair to verify that they are in good standing.

6.1.1 They shall be appointed at the September meeting and begin serving the following January 1.

6.1.2 Members at Large shall serve a term of two years and may serve three consecutive terms.

6.1.3 Members at Large may not be residents of Normandie Ridge at the time of their appointment. If they become residents during their term, they may continue to serve out the remainder of that term but may not succeed themselves.

## **ARTICLE VII. STANDING COMMITTEES**

### **SECTION 7.1 STANDING COMMITTEES**

The Auxiliary shall have the following Standing Committees; consisting of at least three (3) members.

7.1.1 The Chairpersons of the Standing Committees shall be appointed at the September meeting of the Auxiliary by the newly elected President.

7.1.2 Each Standing Committee Chairperson, in consultation with the President, shall appoint the members of his/her Committee, except as otherwise directed by these By-Laws.

### **SECTION 7.2 THE NOMINATING COMMITTEE**

Which shall:

7.2.1 Consist of three members appointed by the President to staggered three year terms so that one term expires each year.

7.2.2 Receive nominations for officers of the Auxiliary up to the date which is one month prior to the September meeting.

7.2.3 Submit to the September meeting of the Auxiliary a slate of candidates for the offices of the Auxiliary.

7.2.4 Name an individual to fill any unexpired term of an office, unless other provision is made in these By-Laws.

### **SECTION 7.3 THE MEMBERSHIP COMMITTEE**

Which shall:

7.3.1 Keep an accurate list of the members of the Auxiliary.

7.3.2 Seek in every way possible to promote an efficient and active membership in harmony with the purposes of the Auxiliary.

### **SECTION 7.4 THE PROGRAM COMMITTEE**

Which shall:

7.4.1 Consist of three members, one of whom shall be the Vice-President of the Auxiliary who shall serve as its Chairperson.

7.4.2 Plan programs for all membership meetings.

### **SECTION 7.5 THE PUBLIC RELATIONS COMMITTEE**

Which shall:

7.5.1 Work with the Executive Director in educating the Auxiliary members to a full understanding of the problems of the facility, the purpose of the Auxiliary, and the functions of the facility.

7.5.2 Be responsible for all Auxiliary publicity material.

7.5.3 Work with other Committees in presenting their needs.

## **SECTION 7.6 THE HOSPITALITY COMMITTEE**

Which shall:

7.6.1 Be responsible for all social activities sponsored by the Auxiliary, either in connection with the Auxiliary meetings or other functions sponsored by the Auxiliary.

## **SECTION 7.7 THE WAYS AND MEANS COMMITTEE**

Which shall:

7.7.1 Be responsible for suggesting the fundraising projects for the year with Board approval, and may appoint a coordinator for each of these events.

## **SECTION 7.8 COMMITTEE REPORTS**

The Chairperson of each Committee shall be responsible for making a report at each meeting of the Auxiliary and the Board of Directors.

## **SECTION 7.9 ADDITIONAL STANDING AND SPECIAL COMMITTEES**

Other Standing Committees may be created or Special Committees designated as deemed necessary by the Board of Directors.

7.9.1 Any Special Committee shall automatically dissolve when its special assignment has been completed.  
(i.e. Anniversary Committee)

## **ARTICLE VIII. FINANCIAL MATTERS**

## **SECTION 8.1 RECEIPT OF FUNDS**

All funds and other valuables received by the Auxiliary shall be turned over to the Treasurer for disposition according to his/her duties as outlined in these By-Laws.

## **SECTION 8.2 EXPENDITURE OF FUNDS**

All expenditures, other than routine operating expenditures as that term is defined by the Board, must be approved in advance by the Board of Directors.

8.2.1 All expenditures of Auxiliary funds shall be only for the purposes approved by the Board of the Auxiliary and with the concurrence of the Executive Director within the policies established by ALBRIGHT CARE SERVICES.

8.2.2 At the first meeting of the Executive Board in the new year, the Treasurer shall present a report of the income and expenses of the previous year.

## **SECTION 8.3 CHECKS**

All checks or other instruments of withdrawal against funds of the Auxiliary shall be signed by any two of the President, Vice President, Treasurer, or Assistant Treasurer. The Treasurer/CFO of Albright Care Services shall also have authority to sign instruments of such withdrawal.

## **SECTION 8.4 OWNERSHIP OF FUNDS AND DISSOLUTION**

At all times, funds under the control of the Auxiliary shall be deemed to be held solely for the benefit of the residents of the Facility owned and operated by Albright Care Services and known as Normandie Ridge Senior Living Community. Upon dissolution of the Auxiliary, those funds shall be paid over to Normandie Ridge Senior Living Community.

## **ARTICLE IV. AMENDMENTS**

### **SECTION 9.1 AMENDMENTS TO BY-LAWS**

A proposal for amendment of these By-Laws may be made by resolution adopted by the Board of Directors or by a written request of no less than five (5) members of the Auxiliary.

- 9.1.1 The resolution or request shall contain the precise language of the proposed amendment, including a clear indication of any portion of the By-Laws which is to be stricken.
- 9.1.2 The proposal shall be placed upon the agenda of the next regular meeting of the Auxiliary.
- 9.1.3 The proposed amendment shall be read at that meeting and shall be voted upon at the next regular meeting.
- 9.1.4 The proposed amendment shall be adopted upon receiving the affirmative vote of two-thirds of the members present and voting at the meeting.
- 9.1.5 The amendment shall become effective upon approval by the Albright Care Services Board of Trustees.

## **ARTICLE X. APPROVAL OF BY-LAWS**

### **SECTION 10.1 BOARD APPROVAL**

Unless otherwise stated, these By-Laws and any subsequent amendments to them shall become effective immediately upon ratification by the Albright Care Services Board of Trustees.