

**Converse County Aging Services, Inc.
Bylaws**

Revised October 8, 2024

Article 1

IDENTIFICATION:

NAMES:

The name of this organization shall be Converse County Aging Services, Incorporated. This organization may be referred to in this document as CCAS, Inc.

ADDRESS:

The mailing address for the corporation is:

PO Box 192
Douglas, WY 82633

The physical address for the corporation is:

Douglas Senior Center
340 1st Street West
Douglas, WY 82633

Glenrock Senior Center
615 West Deer St.
Glenrock, WY 82637

Article II

PURPOSE:

To form one governing body for the administration and sharing services, facilities, staff, and other assets to facilitate budget efficiency for the day-to-day administration of the two organizations known as the Douglas Senior Center (DSC) and Glenrock Senior Center (GSC). The creation of this board shall in no way diminish the authority to raise and manage locally generated funds for the use in the separate senior centers. Each individual center will be free to plan and execute projects and activities for the benefit of the local patrons and other community activities.

MISSION STATEMENT:

To advocate, assist and provide services for seniors in the communities of Douglas and Glenrock. Promote well-being and quality of life with dignity, safety, and integrity.

Article III

PATRONS:

Government rules and guidelines dictate the eligibility requirements to participate in CCAS, Inc. services. Participants must fill out initial application Aging Needs Evaluation Summary (AGNES) and take part in annual information updates. A patron is a participant 60 years of age or older or disabled at least 18 years of age. Any patron who qualifies at either DSC or GSC will be qualified to participate in CCAS, Inc. services and activities.

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Article IV

BOARD OF DIRECTORS:

The Board of Directors for the Converse County Aging Services (may be referred to as The Board) shall consist of a minimum of five and a maximum of 7. Ideally, 4 members from Douglas and 3 members from Glenrock. This may not always be the case depending on applications. In the attempt to increase board membership to seven (7), A special application process will be held after the November 2023 meeting and be finalized by the December 2023 board meeting. These additional board members will be eligible for re-appointment through the same process starting August 2024. The board members shall serve as a volunteer board with no expectations of compensation.

The Board shall be responsible for the management and administration of CCAS, Inc. in all respects and for all purposes. The Board shall have the power to hire, fire and determine compensation for the executive director and the Board shall have the power to conduct the business of CCAS, Inc.

Board members can serve a minimum of (1) two-year terms. Once a term limit has been filled, a board member may express his/her desire to be considered for a second two-year term. A board member may only serve two (2) two-year terms, the board member will not be eligible to serve again for one year.

Any member of the Board of Directors, past or present, who while serving on the Board of Directors, violates any federal, state, or local laws or regulations that pertain to or relate to their duties as a member of the Board of Directors shall immediately be removed from the Board and shall be ineligible to serve on the CCAS board in the future.

REPLACING BOARD MEMBERS:

Board members will be selected by a CCAS appointing committee utilizing an application process.

As of November 16, 2023, new Board members will be selected by a CCAS appointing committee. The committee shall consist of one (1) County Commissioner, one (1) Senior representative from DSC and one (1) Senior representative from the GSC, one (1) board member of the Special District board and one (1) member of the CCAS board of directors through an application process. The board will accept applications starting on August 1-31st of each year. The board will then set up interviews and select the new member(s) in the month of September. During the October meeting, the new members will be installed.

Article IV (continued)

Duties and Responsibilities of Board Members:

The Board shall be responsible for the adoption of the annual budget.

1. Determine the organization mission and purpose. The Board's fundamental responsibility is to ensure everyone connected directly or indirectly with CCAS, Inc. understands its reasons for existing. CCAS, Inc. does this through its written mission statement. The Board shall periodically review this statement and make changes when necessary.
 - a. The Board should review its own functions and duties on a regular basis. It is important to define the duties of the board.
2. Insure effective organizational planning.
3. Select the Executive Director. This responsibility has a great impact on CCAS, Inc. development and effectiveness.

A carefully considered search process should begin with the Board reviewing the CCAS major strengths, weaknesses, needs and establishing specific priorities for the next executive director.

- a. The Board should assess its major strengths, weaknesses and needs to establish specific priorities and duties for the executive director.
 - b. The Board shall define the characteristics, skill, and style of leadership it seeks in a new executive director and establish clear objectives and expectations for that individual, for at least the first year of his/her service.
 - c. An adequate compensation package and other employment terms shall be developed.
 - d. A review of the board's own functions and duties should also be completed. It is important to define duties of the board as different from those of the director and staff.
4. Support the Executive Director
 - a. It is the director's responsibility to select and supervise a management team. The Board does not necessarily need to get involved in the day-to-day decisions and processes of the said team but may provide oversight if deemed necessary or requested by the director.
 - b. Review his/her performance. The Board should ensure that the director:
 - c. Receives frequent and constructive feedback. At a minimum, this will include an annual review of the director by the board in its entirety, or a committee designated by the chairman in the month of January.

Article IV
Duties and Responsibilities of Board Members (continued):

- d. Is introduced to other community leaders and organizations.
- e. Is supported in decisions made by the Director and The Board.
- f. Receives notification of issues brought to the attention of The Board members by seniors, other interested parties or board members themselves and addresses such issues at board meetings.
- g. Receives assistance when any board member, as an individual, oversteps prerogatives or misunderstands their role as a board member.

Article V

In the event a board member resigns from the CCAS, the Board will select a replacement through the application process. Said person will fill the unexpired term of the board member that resigns and must apply for the next term. The unexpired term will not count as a full term in deference to the two-consecutive, two-year status. All Board members will be required to renew the following policies at the October Board meeting every year:

- a. Conflict of Interest Policy
- b. Confidentiality Policy
- c. Nepotism Policy
- d. Bylaws

Article VI

MEETINGS:

- 1. Meetings are to be held monthly at a time and place to be announced.
- 2. Special meetings of the board may be called by the Chairperson or any two (2) members.
- 3. A quorum will consist of majority of the board.
- 4. “Major items brought before the board will automatically be tabled until the next meeting for a vote. This allows time for discussion, research and consideration as needed. The board may vote to not table an action item if it is a time-sensitive matter, but this shall be an exception.”
- 5. Roberts Rules of Order will be followed at all meetings.

OFFICERS:

The officers of the Board of Directors shall consist of a Chairperson, Vice-Chairperson, Secretary and Treasurer, each of whom shall be elected by the Board.

Fraud training will be provided to all board members every 2 years, by the local bank/s or through the Wyoming State Department of Audit.

Article VI

OFFICERS (continued):

The chairperson and secretary will be elected for one year, and the vice chairperson and treasurer shall be elected the next year. The new year for elected officers begins October 1st. Offices may rotate between Douglas and Glenrock as the membership allows. All terms will begin October 1st and end September 30th.

No contracts/grant applications shall leave the building in the possession of a board member.

DUTIES OF THE OFFICERS:

Chairperson: The Chairperson shall preside at meetings of the board of directors, appoint committees, sign contracts and obligations authorized by the board. The board chair is generally the primary person who works with the executive director to make sure things are running smoothly and keep the board informed and perform other duties usually pertaining to the office of Chairperson.

Vice Chairperson: Perform all the duties of the chairperson in the absence of that officer, serves as the CCAS spokesperson as needed and serves as a backup leader to the board chairman so the board is never without leadership.

Secretary: Shall take minutes at each board meeting and provide all official documents to each board member for their binders. schedule board meetings, assist in board member orientation Be responsible for updating the binder with the agendas, signed and approved monthly minutes of prior meetings, and perform other duties as assigned by the board.

Treasurer: Shall be responsible for the oversight of the finances for CCAS, Inc. Shall keep the organization regularly informed of financial events, concerns and assessment of fiscal health of the organization. Chairs the finance committee, answers questions about audit and other duties assigned by the board.

Member at Large: Shall attend all board meetings, actively engage in board discussion and be willing to serve on committees. The members will fill in as needed in every capacity should a in office vacancy occur.

ABSENCES:

If a board member is absent from three (3) or more meetings within one fiscal year (October 1 to September 30) without good cause, the office shall be declared vacant. In such cases, the established procedure for choosing a new board member will be followed.

Article VII

AMENDMENTS TO THE BYLAWS:

Members wishing to alter the bylaws of the Board of Directors must submit the request of the change/s to The Board in writing at least 14 days prior to the following regular monthly meeting for the changes to be considered for a vote.

Approved by the Converse County Aging Services Board

_____	Date: _____
Chairman	
_____	Date: _____
Vice-Chairman	
_____	Date: _____
Secretary	
_____	Date: _____
Treasurer	
_____	Date: _____
At-Large	
_____	Date: _____
At-Large	
_____	Date: _____
At-Large	