

CONTINUING CARE COMMUNITY RESIDENTS OF NC BYLAWS

(As of October 23, 2008)

ARTICLE I - Name and Location

The Continuing Care Community Residents of North Carolina (CCCR of NC) is a voluntary, non-profit organization that has been created and organized by residents of continuing care retirement communities (CCRCs) in North Carolina which are licensed by the State Department of Insurance. The office of this organization is 100 Carolina Meadows, Chapel Hill, North Carolina 27517. The organization shall operate in accordance with the Bylaws incorporated herein.

ARTICLE II - Purpose of the Organization

The purpose of the CCCR of NC is to further the interests of residents of continuing care retirement communities to live secure and useful lives and to monitor legislation in the North Carolina General Assembly to assure none is detrimental to the well-being of CCRC residents.

ARTICLE III - Membership

Section 1. Communities

Each continuing care retirement community licensed as such by the North Carolina Department of Insurance, whether it be a not-for-profit organization or not, is eligible to be a Community Member of CCCR of NC. Any licensed community is deemed to be a member of CCCR of NC if one or more residents of that community is an individual member in good standing. Each Community Member may select a Community Representative to serve on the Board of Directors of CCCR of NC, as well as an Alternate Representative to serve in place of the Community Representative if necessary. Community Members shall be assigned to geographical regions within the State of North Carolina according to standards adopted by the Board of Directors.

Section 2. Individuals

Residents of licensed CCRCs are eligible for membership upon payment of annual dues or payment for a life membership. The amount and conditions for dues payment shall be established by the Board of Directors. The rights and privileges of membership shall be the same for each type of member so long as payments for annual membership are kept current.

ARTICLE IV - Officers and Elections

Section 1. Officers

The officers of this organization shall consist of a President, a Vice-president, a Secretary, and a Treasurer. Each officer shall be elected by the members of the organization for a term of one year or until such time as a successor is elected. The Treasurer may be re-elected for a total of three consecutive terms. The other officers may be re-elected for a total of two consecutive terms in the same office. For the purposes of determining eligibility, an officer who has served more than a half term is considered to have served a full term.

Officers shall be current members of CCCR of NC in good standing.

Section 2. Election of Officers

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- a. The chairperson of the Nominating Committee shall be the immediate past president who shall appoint three members, one representing each of the three regions of the State.
- b. This Committee, having secured the consent of the nominees, shall submit a list of candidates to the President at least 30 days prior to the Annual Meeting.
- c. Further nominations, upon the prior consent of those being nominated, may be made from the floor at the time of the election.
- d. Elections shall take place at the CCCR of NC Annual Meeting by voice vote unless there is more than one nominee for any office.
- e. Vacancies in the positions of officers shall be filled by vote of the Executive Committee. Upon acceptance of an appointment, the appointee shall serve the balance of the term of the member being replaced.

Section 3. Duties of Officers

- a. The President shall preside at the meetings of the Board of Directors and the Executive Committee.
- b. The Vice-President shall preside in the absence of the President. If the President is deemed unable to continue to serve, the Vice-President will serve as President. A new Vice-President shall be appointed by vote of the Executive Committee.
- c. The Secretary shall keep an accurate record of all business conducted at the Annual Meeting, the meetings of the Board of Directors, and of the Executive Committee. The Secretary will notify members of all meetings listed above.
- d. The Treasurer shall keep funds in bank accounts approved by the Executive Committee. All expenses will be paid by check as authorized by the budget or the President.
- e. The fiscal year shall be October 1 to September 30 of the following calendar year.

ARTICLE V - Annual Meeting

1. The Annual Meeting will be held in October of each year. The agenda shall include, but is not limited to, the election of officers, approval of the budget, and a vote on any proposed amendments to or revisions of the Bylaws.
2. A quorum shall consist of a majority of those members present
3. Election of officers and approval of all business brought before the body will be by majority vote of those present and voting .
4. Advance notice will be required for all business to come before the Annual Meeting. This notice may be provided by the *Hotline* news bulletin or other printed material distributed to all members.

ARTICLE VI - Board of Directors

1. The Board of Directors shall consist of the four officers, the Chairman of each of the regions or their designee, the immediate Past President and the Community Representative from each member community so long as such

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- representative is a current member in good standing. The President shall appoint a Parliamentarian to be a non-voting member of the Board of Directors. A community does not forego the right to a representative by virtue of one or more officers being from that community.
2. The Board of Directors shall meet in April or May of each year in addition to the Annual Meeting to review the actions of the Executive Committee and to conduct such other business as is brought before it. Only the Board has the right to speak and act on behalf of CCCR of NC.
 3. Community Representatives are responsible for keeping accurate membership records for their community, for communicating with their residents to encourage and facilitate increasing membership, and for the distribution of the *Hotline*. An Alternate attending a Board meeting in place of a Community Representative shall have the same rights and privileges in the meeting as would the Representative.
 4. Members of the Board shall serve without pay but, upon receipt of itemized expenses, may be reimbursed for reasonable out-of-pocket expenses incurred in furthering the interests of the organization.
 5. All meetings are open to the full membership.

ARTICLE VII - Executive Committee

1. The Executive Committee of the Board of Directors shall consist of the four officers, , the Chairman of each region or its designee, and the immediate Past President.
2. The Executive Committee is empowered to act for the Board of Directors in all regards except for financial matters and issues relating to governmental legislation.
3. All actions of the Executive Committee shall be reported to the Board of Directors.
4. The Executive Committee shall meet at the call of the President.
5. Five members shall constitute a quorum.

ARTICLE VIII - Standing Committees

Standing committees may be established by the Board of Directors.

ARTICLE IX - Regions

1. To facilitate maximum participation by members, the State of North Carolina shall be divided geographically by the Board of Directors into Eastern, Central, and Western Regions based on the location of facilities and the travel time needed to reach them. The Board of Directors shall allocate a portion of annual dues income to each region for the support of its program.
2. Each region shall hold an annual meeting of the members who reside in the CCRCs located within the region, at a time determined by the region, for the purpose of electing officers and conducting other business. The region may hold additional meetings or programs as it chooses for the benefit of its members. Attendance at meetings shall be open to all individual members of CCCR of NC whether or not they reside within the region.

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3. Each region shall elect a Chairman, a Vice Chairman, a Secretary and a Treasurer to serve for one year or until a successor has been elected. An officer may serve a maximum of two consecutive terms in any one office. A regional officer must be a member of CCCR of NC in good standing but may not be a state officer of CCCR of NC. He or she may hold the office of Community Representative simultaneously. Vacancies shall be filled by vote of the remaining officers.
4. The Chairman, or in his or her absence the Vice Chairman, shall serve on the Executive Committee and the Board of Directors as the representative from the region. A region may select an alternate representative in place of the Chairman or Vice Chairman.
5. The Treasurer shall be responsible for the handling of funds allocated to the region from the general CCCR of NC treasury and for such other funds as may be received or expended internally. The repository for funds shall be determined by the officers of the region. An accounting for these funds shall be submitted to the Treasurer of CCCR of NC annually at the completion of the fiscal year.

ARTICLE X - Parliamentary Authority

The Parliamentary Authority shall be the current edition of Robert's Rules of Order Newly Revised, which governs all cases to which they are applicable, insofar as they are not inconsistent with the Bylaws.

ARTICLE XI - Amendments

These Bylaws may be amended at any Annual Meeting of the membership by a majority vote of those present and voting, provided that at least 30 days advance notice of the proposed amendments has been given to all members.

ARTICLE XII - Dissolution

Upon the dissolution of the CCCR of NC corporation all assets and property of the corporation shall be distributed as required by the North Carolina statutes relating to nonprofit corporations. Any remaining assets shall be distributed to the appropriate resident body of each of the participating continuing care retirement communities according to the number of paid members in each community.