



McLean Auxiliary

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THE McLEAN AUXILIARY BYLAWS

1.0 Name and Relationship

The name of this organization shall be the McLean Auxiliary. The McLean Auxiliary shall function under the direction of the Development Office of McLean Affiliates.

2.0 Purpose

The purpose of the McLean Auxiliary shall be to promote and support the objectives of McLean and its various programs, including the McLean Health Center, the Village, Home Care and Hospice and the McLean Game Refuge; to interpret these objectives through ways approved by the McLean Development Committee; and to operate a gift shop; all for the benefit of McLean residents, employees, guests and the community.

3.0 Fiscal Year

The fiscal year of the McLean Auxiliary shall be from October 1 – September 30. The membership year is based on the calendar year, January through December.

4.0 Meetings of the McLean Auxiliary

- 4.1 The Board of Directors of the McLean Auxiliary (Auxiliary Board) shall meet a minimum of 6 times per year, as scheduled by the Auxiliary President.
- 4.2 The McLean Auxiliary Annual Membership Meeting shall be held in June each year for the election of Officers, annual reports, and any such other business that may properly come before the membership.
- 4.3 The Auxiliary Board shall determine the need for, and may call, other membership meetings, as required.

5.0 Membership

- 5.1 Membership shall be open to all persons who have an interest in promoting the objectives of McLean.

- 5.2 Membership types
 - 5.2.1 Annual – Those who wish to support the objectives of the Auxiliary through an annual contribution.
 - 5.2.2 Life Member – Those who wish to support the objectives of the Auxiliary through a more substantial one-time contribution.
- 5.3 Dues shall be set annually by the Auxiliary Board. Dues are payable to the McLean Auxiliary. Dues notices are sent in October, and dues are applied to the following calendar year. (For example, dues notices for 2018 shall be sent in October 2017, and any dues payments made from the date of the notice through the end of the calendar year are applied to the following calendar year.)
- 5.4 Any new member joining the Auxiliary between October and December of a given year shall have their membership valid immediately, and shall be considered a member in good standing through the end of the following calendar year.

6.0 Board of Directors of the McLean Auxiliary (Auxiliary Board)

- 6.1 The Auxiliary Board shall administer and control the affairs, funds and property of the McLean Auxiliary subject to the approval of the McLean Development Committee, with liaison through the President of McLean or his/her representative.
- 6.2 The Auxiliary Board shall consist of the Officers of the McLean Auxiliary and an additional 6 - 10 at-large members appointed by the Auxiliary President. All Auxiliary Board members must be members of the Auxiliary in good standing. Auxiliary Board members serve at the pleasure of the Auxiliary President.
 - 6.2.1 The Auxiliary President shall assign each Auxiliary Board member responsibility for one or more job within the Auxiliary. Specific responsibilities for each position are described in Auxiliary Job Descriptions. These Job Descriptions may be modified, as needed, and shall include guidelines to ensure the jobs can be performed with limited coaching.
 - 6.2.2 The primary holder of each job shall report on the status of that activity or job during regular Board meetings, as requested by the President.
 - 6.2.3 Some Auxiliary jobs may be held by an Auxiliary member in good standing who is not a Board member. Periodically the President may ask the job holder to present a status report at a Board Meeting.
- 6.3 The President of McLean or his/her representative shall be an ex-officio member of the McLean Auxiliary Board of Directors, without a vote.
- 6.4 Board “meetings” may be held in person, via phone, or by electronic means, such as e-mail. Voting may be in person, or via appropriate electronic means, such as e-mail.

- 6.4.1 A quorum shall be in attendance (whether in person or by phone or electronic means) at any board meeting to be considered a valid meeting. A simple majority of board members shall constitute a quorum, and must include a minimum of two Officers of the Board.
- 6.4.2 The Auxiliary President may request McLean staff members or resident(s) of the McLean community to attend certain board meetings in order to communicate to the Board areas where the Auxiliary may better serve McLean, its facilities, and residents.
- 6.4.3 Board meetings shall include, at a minimum, a report of the status of the Auxiliary, and a treasurer's report.

7.0 Officers of the McLean Auxiliary

- 7.1 The Officers of the McLean Auxiliary shall be President, Vice-President, Recording Secretary, Treasurer, and Corresponding Secretary.
 - 7.1.1 The Auxiliary President is the chief executive officer of the McLean Auxiliary and shall be chairperson of the Auxiliary Board. The Auxiliary President shall also serve, or shall designate another Auxiliary Board member to serve, as a member of the McLean Development Committee. The Auxiliary President shall report the activities of the McLean Auxiliary to the President of McLean or his/her representative.
 - 7.1.2 The Vice President shall assist the President, and shall perform the duties of the President in the absence of, or at the request of, the President.
 - 7.1.3 The Recording Secretary shall keep records of all official meetings of the Auxiliary, including Board meetings and Annual meetings.
 - 7.1.4 The Treasurer shall maintain all finances and financial records of the McLean Auxiliary.
 - 7.1.5 The Corresponding Secretary shall write or coordinate all Auxiliary external correspondence.
- 7.2 The Officers shall be elected at the annual meeting of the McLean Auxiliary for a term of one year and assume office on October 1. Incoming new Officers, in particular the President and Treasurer, shall work with outgoing Officers from the election to the beginning of the term to ensure a smooth transition.
- 7.3 The President and Vice-President shall not be held for more than two consecutive terms by the same person. However, with a one-year interim, a person may again be eligible for a term.
- 7.4 If there is a vacancy in the office of the President, the Vice-President shall assume the office of the President. If the Vice-President is unwilling or unable to assume the office of the President, the Nominating Committee shall select and present a candidate for President to the remaining Officers. The Officers shall vote to approve the candidate. The new President shall be selected as soon as practicable, and shall serve for the remaining term of their predecessor.

- 7.5 Any vacancy occurring among the remaining Officers during a term shall be filled by vote of the Auxiliary Board from candidates presented by the Nominating Committee. Candidates shall serve for the unexpired term of their predecessor and shall be selected as soon as practicable following the vacancy.
- 7.6 In the event of incompetence on the part of any member of the Board, this member shall be relieved of his/her position by a majority vote at a special meeting of the Officers.
- 7.7 The Officers may convene to review items of an urgent or sensitive nature which President determines cannot be held over until the next regular meeting of the Auxiliary Board, or items relating to vacancies of the Board.
 - 7.7.1 The Officers shall exercise all powers of the Auxiliary Board. Actions of the Officers shall subject to review and ratification of the full Auxiliary Board other than board composition issues identified in paragraph 7.4 or 7.6.
 - 7.7.2 A simple majority of the Officers shall constitute a quorum.

8.0 Key Board Positions

- 8.1 The Gift Shop Manager must be a member of the Auxiliary Board and shall be responsible for the operation of the McLean Auxiliary Gift Shop(s), under the direction of the Auxiliary Board. The Gift Shop Manager shall interface directly with the Auxiliary Treasurer.
- 8.2 The Nominating Committee Chair must be a member of the Auxiliary Board and shall form a committee, in conjunction with the Auxiliary President, to develop and present a slate of Officers at the Auxiliary Annual Meeting. The committee shall consist of two - three members of the Auxiliary, including one member who has served on the out-going Nominating Committee. The Nominating Committee shall function throughout the year to name candidates for any vacancies among the Officers as identified in paragraph 7.4 and 7.5.

9.0 McLean Auxiliary Funds

- 9.1 All fund-raising activities, other than regular McLean Auxiliary dues, shall be subject to the approval of the President of McLean or his/her designee.
- 9.2 All funds raised shall be used for the benefit of McLean, after deduction of regular operating expenses of the McLean Auxiliary.
- 9.3 No Officers or members of the McLean Auxiliary shall receive any pecuniary profits from the operation unless hired in a professional capacity with the approval of the Auxiliary Board.
- 9.4 The McLean Auxiliary shall pay travel and/or conference expenses for the President of the McLean Auxiliary, the Gift Shop Manager, their alternate and one delegate with the approval of the Auxiliary Board.

10.0 Parliamentary Authority

Robert's Rules of Order shall govern the McLean Auxiliary.

11.0 Amendments

11.1 These bylaws may be amended at any regular meeting of the Auxiliary Board by a majority of the voting members present.

11.2 Notice of proposed changes must be sent to all members of the Auxiliary Board at least two weeks in advance of the meeting where they will be voted upon.

11.3 Upon approval of the Auxiliary Board, the proposed amendment shall be submitted for approval by the Directors of McLean Affiliates and the President of McLean.

11.4 Amendments to the bylaws shall not become effective until approved by the President of McLean.

11.5 Revision History

Initial release – 2/75

Revised – 2/98

Revised – 7/01

Revised – 6/05

Revised – 4/1/13

Revised – 9/14/15

Revised – 2/18

Approved and Adopted on: 2/26/2018

By: David J. Bordonaro, President, McLean