

BY-LAWS DARIEN MEN'S ASSOCIATION

ARTICLE I: NAME AND AFFILIATION

The name of this organization shall be the "DARIEN MEN'S ASSOCIATION", hereinafter referred to as the Association or the DMA. It is sponsored by The Darien Community Association, Inc., hereinafter referred to as the DCA, which offers facilities for a meeting place, aid, advice, and services in the operation of the Association. In grateful recognition of these benefits, the members of the Association shall support the programs of the DCA whenever and however possible.

ARTICLE II: PURPOSE AND POLICY

Section 1. It shall be the purpose of this Association to provide means for the friendly association of men; to promote among them a feeling of fellowship and a spirit of mutual helpfulness; to participate in such undertakings as may be deemed to provide for the happiness, well-being, and usefulness of the membership; and to participate in affairs beneficial to the community.

Section 2. In pursuance of the above purposes and in the mutual interest of all members, this Association shall be non-partisan in its policy, non-sectarian in its programs, and shall honor our flag and country and support efforts to achieve good government.

Section 3. All operations of the Association shall be under the control of its Officers and Directors.

Section 4. No Director, Officer, or other member shall be permitted to gain or profit from any activities of the Association, although such person may be reimbursed for reasonable expenditures made by him in the conduct of such activity.

Section 5. Notwithstanding any other provision of the By-laws, no Director, Officer, or other member shall take any action or carry on any activity by or on behalf of the Association not permitted to be carried on by an organization which is tax-exempt under the provisions of the Internal Revenue Code and its Regulations as they now exist or as they may be amended. Upon dissolution or winding up the affairs of this Association, all of its net assets, after the satisfaction of its debts and other obligations, shall be transferred to any organization which is tax-exempt under such Code and Regulations.

ARTICLE III: MEMBERSHIP

Section 1. All men of the Darien area aged 50 or over who are interested in the objectives of the Association and wish to participate actively in it are eligible for membership.

Section 2. The total membership of the Association shall be as recommended by the Board of Directors and approved by the members of the Association.

Section 3. The membership year and the fiscal year shall run from June 1 to May 31 of the following year.

Section 4. A membership directory is published annually for the confidential use of members of the Association. The Board of Directors is authorized to take action against anyone who willfully misuses such Directory.

ARTICLE IV: OFFICERS AND DIRECTORS

Section 1. The Officers shall consist of the President, 1st Vice President, 2nd Vice President, Treasurer, Assistant Treasurer, Secretary, and Assistant Secretary. Each of these Officers shall serve for a term of one year. Officers shall not be elected to more than two successive terms for the same office, unless approved by the Board.

Section 2. Two members who are not Officers and two members who are past Presidents, including the immediate past President, shall be elected as Directors to serve for one year and shall not serve for more than two successive terms.

Section 3. The Board of Directors shall consist of the seven Officers, the Chairman of the Social Events Committee, the Chairman of the Membership and Hospitality Committee, the Chairman of the Community Services Committee, the Chairman of the Communications Committee, and the four elected members. The presence of eight Directors shall constitute a quorum.

ARTICLE V: ELECTIONS

Section 1. A Nominating Committee shall consist of five members, three of whom shall be appointed by the President and shall serve for staggered terms of three years. Each year the President shall appoint one new member to fill the vacancy created when an appointed member completes his term. Any other vacancy of the appointed members shall be filled by the remaining members of the entire Nominating Committee. The other members shall be the two most recent past Presidents who are still available. The most recent past President shall serve as chairman until his successor becomes a member of the Nominating Committee.

Section 2. The Nominating Committee shall present a complete slate of proposed Officers and Directors at the next-to-last regular meeting in April. Other nominations may be made by any member from the floor only at the next subsequent meeting. Election shall be by majority vote at the second regular meeting after the Nominating Committee has presented such slate.

Section 3. Officers and Directors elected shall assume office at the first regular meeting in June.

ARTICLE VI: DUTIES OF OFFICERS

Section 1. The President shall preside at all meetings and perform all the duties usually pertaining to his office. In the absence or disability of the President, the 1st Vice President, if present and able, or, if not, then the 2nd Vice President, shall perform the duties of the President.

Section 2. The Secretary or, in his absence, the Assistant Secretary shall record the minutes of all meetings including those of the Board of Directors.

Section 3. The Treasurer or, in his absence, the Assistant Treasurer shall receive all operating funds which he shall deliver to the DCA for custody. He shall initiate disbursements through the DCA in payment of normal bills and such special expenditures as are authorized by the Board of Directors. He shall maintain appropriate accounts and records detailing the Association's financial results and condition.

Section 4. Any Officer shall perform such additional duties as may be assigned by the Board of Directors.

ARTICLE VII: VACANCIES

Taking into account recommendations of the Nominating Committee, the Board of Directors shall fill any vacancy occurring in the Board of Directors and Officers, except that of President, for the balance of the vacated term.

ARTICLE VIII: COMMITTEES

Except in the case of the Program Committee and the Nominating Committee, the President shall appoint all Committee Chairmen and shall appoint a member of the Association to fill any vacancy of a Committee Chairman. Each appointed Committee Chairman shall select the members of his committee.

Section 1. The following standing committees shall be established:

The Program Committee shall be chaired by the 1st Vice President, assisted by the 2nd Vice President, and shall coordinate the activities of members in selecting speakers, entertainers, films, etc. for regular meetings or other affairs of interest to the members.

The Social Events Committee shall arrange outings, parties, trips, and other social affairs of interest to the members.

The Community Services Committee shall be responsible for advising the membership of upcoming community programs, arranging for the Association's participation in service events, and, in general, promoting and overseeing such activities consistent with the Association's goal to provide service to Darien and surrounding communities.

The Communications Committee shall be responsible for the DMA Newsletter and other communications to the members. It shall also prepare copy for publication in various external media concerning the meetings and outside activities of the Association.

The Membership and Hospitality Committee shall maintain the membership file and directory, provide badges for members and application forms for proposed members, and shall arrange for the formal introduction of new members at a regular meeting.

The Technology Support Committee shall provide technical, audio, and visual equipment as required for presentations at the regular meetings.

The DMA Cares Committee shall maintain contact with sick and shut-in members and arrange for expressions of concern as deemed appropriate.

The Nominating Committee shall act in accordance with ARTICLE V.

There shall be an Executive Committee of five (5) Board members, consisting of the President, 1st Vice President, 2nd Vice President, Secretary, and Treasurer. The President shall convene the Executive Committee to assist him in the conduct of the on-going business of the Association requiring immediate action prior to the next regularly scheduled meeting of the Board. A quorum for the taking of any action by the Executive Committee shall require the affirmative votes of four (4) members thereof. The Executive Committee shall take no action involving a financial commitment by the Association in excess of Five Hundred Dollars (\$500.00). Any action taken by the Executive Committee shall be presented to the Board at its next regularly scheduled meeting for ratification or, if practicable, for reversal.

Section 2. Additional committees and their duties, terms, and sizes may be established by the Board of Directors.

Section 3. Each recreational activity carried on through the Association shall be represented by a person from among the members participating in that activity.

ARTICLE IX: MEETINGS

Regular meetings of the members, unless otherwise agreed upon by the Board of Directors, shall be held at the DCA on Wednesday of each week at 10:00 a.m. The meetings shall open with the singing of America, the Beautiful or another suitable

patriotic song followed by the Pledge of Allegiance to the flag. The regular order of business shall include reading of the minutes of the last meeting, reports of Officers and Committee Chairmen, unfinished business, introduction of new members and guests, and any new business. After a coffee break the balance of the time until noon shall be allotted to the program arranged for the day. Roberts Rules of Order shall prevail.

ARTICLE X: DUES

Section 1. Membership dues shall be as approved by the Board of Directors.

Section 2. Members who fail to pay annual dues for the membership year shall forfeit all privileges of membership unless the Membership and Hospitality Committee determines otherwise.

Section 3. New members joining and paying dues after January 1 of a given year shall pay a reduced rate as determined by the Board of Directors.

ARTICLE XI: RESPONSIBILITY

Section 1. The Association shall not be liable for loss of personal property, injury, or accident sustained during meetings or other functions. No insurance is provided by the Association. The Association is a non-profit entity and owns no real estate.

Section 2. No member shall publicly state opinions or give commitments purporting to have the support of the Association except duly-elected Officers.

ARTICLE XII: AMENDMENTS TO THE BY-LAWS

Proposed amendments to the By-laws shall be submitted to the President in writing for review by the Board of Directors at its next meeting. The proposed amendment shall be presented to the members of the Association at its first meeting following such Board meeting and shall be acted upon at the next meeting of the Association following the presentation to the membership. A majority vote of those members present shall be required for acceptance.

Updated to September 18, 2019