VIRGINIA COALITION FOR THE PREVENTION OF ELDER ABUSE

# BY-LAWS

(Last approved by the General Membership at the Twenty-first Annual Meeting,

May 29, 2015)

## ARTICLE 1

## General

**Section 1 Name** The name of the organization shall be the Virginia Coalition for the Prevention of Elder Abuse (VCPEA); hereinafter referred to as the Coalition.

**Section 2 Address** The address of VCPEA is PO Box 70054, Richmond, VA 23225.

**Section 3** **Mission Statement** VCPEA is a Coalition of individuals and organizations working cooperatively through public awareness, advocacy, and education to assure older Virginians a life free of abuse, neglect, and exploitation.

**Section 4 Purpose** The purposes of the Coalition are:

1. **Public Awareness:** To disseminate information to the public about elder abuse and how persons can help to combat elder abuse.
2. **Professional Awareness:** To compile, publish and disseminate to targeted professional groups and stakeholders information and materials about best practices in order to prevent, report, remedy and combat elder abuse.
3. **Advocacy:**  To advocate for public policy and program development that

enhances the safety and well being of elder Virginians who are vulnerable to abuse, neglect, and exploitation.

**Section 5 Fiscal Year** The fiscal year of the Coalition shall be from July 1 through June 30.

#### ARTICLE II

## Membership

**Section 1 Eligibility** The Coalition is comprised of organizations and individuals, public

or private, who support the purposes of the Coalition and pay annual dues.

**Section 2 Annual Dues** will be set by the Board of Directors. Annual dues shall cover the membership year.

**Section 3 Membership Year** The membership year is July 1 – June 30.

#### ARTICLE III

**Meetings**

**Section 1 Meetings** The Board of Directors shall hold at least six regular meetings a year. The Board of Directors meetings are open to the Coalition membership. The Coalition’s Annual Meeting shall be held once a year.

**Section 2** **Voting** A Board Member must be present at the Board Meeting in order to vote.

**Section 3** **Notice** The Secretary shall provide notice of all meetings in a manner approved by the Board at least ten (10) calendar days prior to the meeting date.

#### ARTICLE IV

**Board of Directors**

**Section 1 Membership** The Board of Directors shall consist of no less than eleven (11) and no more than nineteen (19) persons, each being a voting member.

**Section 2 Term of Office** Members of the Board of Directors shall serve a two-year term beginning July 1. The Board of Directors may fill an unexpired term of a Board Member prior to the Coalition’s Annual Meeting. The new Board Member will be voted on at the Coalition’s Annual Meeting for any term of office beyond the unexpired term.

**Section 3 Responsibilities** The responsibilities of the Board shall include but not be

limited to:

1. Develop and implement annual goals, objectives and a work plan for the Coalition.
2. Communicate with Coalition members on announcements and action proposals to achieve the purposes of the Coalition.
3. Develop an annual budget, including membership fee schedule, for approval at the first Board of Directors meeting of the new fiscal year.
4. Authorize expenditure of funds and ensure that proper financial records are maintained.
5. Attend meetings of the Board of Directors.

**Section 4 Attendance** A Board Member who fails to attend three consecutive Board

Meetings may be removed by a majority vote of the Board.

**Section 5 Quorum** A total of five Board Members present at the Board Meeting shall constitute a quorum.

**Section 6** **Return of Property** Board Members shall agree to return all VCPEA property to an Officer of the Board at the end of their service on the Board.

**ARTICLE V**

**Election of Officers and Terms of Office**

##### Section 1 Officers The Officers shall be elected and installed at the Coalition’s Annual Meeting. The Officers shall include the President, Vice President, Secretary, and Treasurer.

**Section 2 Elections** The President and Treasurer, elected by majority vote of the membership at the Coalition’s Annual Meeting, shall be elected in the even-numbered years, and the Vice President and Secretary in the odd-numbered years.

### Section 3 Term of Office The President shall serve no more than two consecutive, two year terms; all other Officers shall serve no more than three consecutive, two year terms. An Officer may be voted on by the majority of the Board of Directors prior to the Coalition’s Annual Meeting to fill an unexpired term.

###### ARTICLE VI

**Duties of Officers**

**Section 1 President** The President shall:

1. Preside at and conduct the Coalition’s Annual and Board of Directors meetings.
2. Call special meetings of the Board as necessary.
3. Act as spokesperson for the Coalition.
4. Appoint standing, special, and ad hoc Committees and their Chairs, with approval of the Board of Directors. All committee appointments shall be announced at Board meetings.
5. Serve ex officio on all Committees, except the Nominating Committee.
6. Have signing authority for all financial transactions.
7. Have all other duties as are usually associated with this office.

**Section 2 Vice President**  The Vice President shall:

1. Assume the President’s duties and responsibilities in the absence or inability of the President to serve.
2. Serve as the Chair of the By-Laws Committee.
3. Assume the Presidency if the President resigns or is otherwise unable to fulfill their term.

**Section 3 Treasurer** The Treasurer shall:

1. Receive, maintain in a bank account, and manage all monies and securities belonging to the Coalition.
2. Disburse monies in accordance with specific budgets approved by the Coalition or the Executive Committee.
3. Prepare and render a current financial report to the Board of Directors at each of its meetings and prepare an annual financial report to be filed with the appropriate State agency.
4. Prepare all of the Coalition’s financial paperwork in accordance with accepted accounting principles.
5. Chair the Finance Committee.
6. Have signing authority for all financial transactions.
7. The Treasurer may be aided by an Assistant Treasurer appointed by the Board of Directors.

**Section 4 Secretary** The Secretary shall:

1. Keep the minutes for each membership meeting, all Board of Directors meetings, and the Executive Committee meetings of the Coalition.
2. Distribute minutes of all Board meetings within twenty-one (21) days following the meeting.
3. Maintain and distribute a list of all members and all Committees.
4. Maintain contact information for all Board Members.
5. Maintain a copy of the Coalition’s current Bylaws.

ARTICLE VII

**Standing Committees**

**Section 1 General** The President shall appoint not fewer than three (3) members of the Board of Directors to all standing committees. Each standing committee shall update the Board on committee activities, projects, or concerns at each Board Meeting.

**Section 2 Public and Professional Awareness Committee** This committee shall be responsible for (1) activities related to increasing the public’s awareness of the issue of elder abuse and ((2) disseminating information and materials to professionals about preventing, reporting, remedying and combating elder abuse.

Subcommittees of this Committee include:

**2a. Annual Conference Committee.** This committee shall be responsible for planning, organizing, and hosting VCPEA’s Annual Conference.

**2b. Training and Professional Awareness Support (TAPAS) Mini-Grant Committee.** This committee shall be responsible for receiving, reviewing, and awarding TAPAS Grants.

**2c. Social Media**. This committee shall identify and implement strategies to promote the mission and activities of the VCPEA through social media.

**Section 3 Finance Committee** shall be responsible for monitoring and promoting the fiscal health and well-being of the Coalition. This committee shall recommend fiscal policies and procedures to assure the continuous operation and health of the Coalition.

**Section 4 Advocacy and Outreach Committee** This committee shall be responsible for advocating for public policy that enhances the safety and well being of elder Virginians who are vulnerable to abuse, neglect and exploitation.

**Section 5 Membership Committee** This committee shall be responsible for recruitment of members. This committee shall recommend policies and procedures to stimulate recruitment and retention of members.

**Section 6** **Nominating Committee** This committee shall be responsible for presenting a slate of qualified nominees to the Board of Directors. This Committee shall make an effort to achieve a balanced slate representing a broad spectrum of persons, organizations and/or agencies from various geographical areas in Virginia who (1) represent the interests of major stakeholders in the field of elder abuse, neglect or exploitation; and (2) who can support and further the purposes of the Coalition.

**Section 7 Executive Committee** This committee shall consist of all of the elected officers of the Board.

**Section 8 By-Laws Committee** This committee shall examine the By-Laws and recommend revisions as need arises, but not less than once every two (2) years.

**ARTICLE VIII**

**Earnings and Finances**

**Section1 Fund Use** No member of the Coalition shall be entitled to any portion of the net earnings of this Coalition except as approved as a reasonable expense by the Board of Directors and said earnings shall not inure to the benefit of any private person. Approved expenses include those linked directly to the mission and purpose areas of the Coalition or otherwise approved by the Board of Directors.

**Section 2 Payment of Money** The Treasurer shall be apprised of all checks, drafts, or other orders of payment of money, notes or other evidence of indebtedness, issued in the name of or payable to the Coalition.

**Section 3 Dissolution** In the event of dissolution of the Coalition, all Coalition assets will be donated to a Virginia-based 501c3 organization to support elder abuse, neglect, and exploitation educational or awareness projects.

**ARTICLE IX**

**Records**

**Section1 Inspection of Records** Books and records shall be open for inspection to Coalition members within 30 days of a member’s written request.

**ARTICLE X**

**Amendments**

These By-Laws may be amended by a majority vote of the Board Members and ratified by a majority of membership present at the Coalition’s Annual Meeting. A copy of the proposed amendments shall be made available to Coalition Members prior to the Coalition’s Annual Meeting.

ARTICLE XI

**Parliamentary Procedure**

Robert’s Rules of Order, newly revised, shall apply in all proceedings of the Coalition

which are not covered by these By-Laws.

Revised: May 13, 2015