

## **By-laws of Colorado Prime Timers**

*Mission: Colorado Prime Timers is a social organization of gay, bisexual, and transgender men for friendship, social interactions, cultural and educational activities, and personal growth, in a supportive and caring atmosphere.*

NOTE: the terms “Member” “Members” and “Membership” are used interchangeably, but all refer to persons who have paid for membership and are in good standing.

SECTION 1. NAME. This organization will be known as Colorado Prime Timers. Colorado Prime Timers is affiliated with Prime Timers Worldwide. Colorado Prime Timers, a Colorado nonprofit Corporation, is a registered trade name in the State of Colorado. The official mailing address for all correspondence pertaining to the organization shall be Colorado Prime Timers, P.O. Box 300274, Denver, CO 80203-0274. The website address is:

[www.coloradoprimetimers.org](http://www.coloradoprimetimers.org)

SECTION 2. OBJECTIVE. Colorado Prime Timers is a social organization whose objectives include the promotion of friendships, social interactions, cultural activities, educational activities, in a supportive atmosphere. All Members are encouraged to participate and to be considerate of differences in other Members.

SECTION 3. OFFICERS. The Executive officers shall be the President, Treasurer, and Secretary.

- 1) The President shall preside at Board meetings and other business meetings and provide liaison between Colorado Prime Timers and Prime Timers affiliates in other cities, as well as with other organizations. With the approval of the Board, the President shall have the authority to appoint committees and other liaison positions as needed. The President shall appoint all Coordinators with the approval of the Board. The President shall provide guidance to officers and encourage the formation of various interest activities.
- 2) The Treasurer shall be a member in good standing for at least (1) one year before eligibility. The Treasurer shall receive all moneys from dues, Membership processing and event fees, newsletter advertising, and all fund-raisers sponsored by Colorado Prime

Timers. The Treasurer has authority to write checks to pay budgeted expenditures and other expenditures authorized by The Board. The Treasurer shall be responsible for establishing and maintaining the Colorado Prime Timers account in a Denver - based financial institution. The Treasurer shall be responsible for reconciling the checking account and preparing monthly detailed income and expense statements to be presented at each regular Board Meeting. The Treasurer shall be responsible for preparing and presenting a budget for each fiscal year. The annual budget shall include a comparison of actual income and expenses for the current year. Following review by the Board, copies of the proposed budget shall be available to all Members in the 1st quarter.

- 3) The Secretary shall be responsible for recording and maintaining the minutes of the Board Meetings including correspondence, copies of financial reports, current By-laws, and other information pertinent to the activities of the chapter. All other pertinent documents will follow the Document Retention Policy.

SECTION 4. DIRECTORS. The Board officers may appoint Directors as needed: Vice-President, Membership Director, Activities Director, Special Projects Director, etc. All Directors must be Members in good standing.

SECTION 5. THE BOARD: The Board shall consist of a minimum of three (3) officers plus Directors. A quorum of the Directors shall consist of a simple majority of the board. The Board shall enact any issue which passes by a simple majority. All expenditures other than those included in the current annual budget must have the prior approval of the Directors. Each Board Member is responsible for being aware of all the By-laws affecting his individual responsibilities. Robert's Rules of Order is the preferred Board procedure. The Board shall be accountable to governance procedure polices.

SECTION 6. ELECTIONS. Election of Executive officers shall take place every 2 years and shall be based on a simple majority of all votes cast by Members in attendance.

- 1) Nominations – *September/October*:
  - a) Electronic solicitation of nominees shall take place during September.
  - b) All participating Members and candidates shall be in good standing.

- c) Any other nominees shall be nominated from the floor at the October General Meeting and/or communicated electronically.
- d) Nominations will be closed by the October General Meeting.
- 2) Handling of the ballots – *November*:
  - a) Ballots shall be cast prior the November General Meeting by the Members.
  - b) A committee of volunteers (non-board Members and non-candidates) shall be appointed and count the votes.
  - c) If there is only one candidate for a listed position, the Members are still required to vote by acclamation.
- 3) Absentee Voting: Members are encouraged to vote in person.
- 4) Decision and Disclosure – *November*:
  - a) Results will be disclosed at the November General Meeting and sent electronically.
- 5) Effect date: The newly elected officers shall take office on the first day of January.
- 6) Term Limits: Directors shall serve two consecutive terms per office unless there are no Members or volunteers to run for those positions.
- 7) Resignations and Successions: In the event the President resigns, the Vice-President shall immediately assume the office of Acting President for the remainder of the unexpired term and a new Vice-President shall be appointed by a simple majority vote of the Board. If any other officer resigns, the Board shall appoint a member in good standing to fill the unexpired term, subject to a simple majority vote of the Board.
- 8) Timeline adjustments: The Board shall modify the election timeline, based on meeting restrictions and/or any occurrences that are beyond the organization’s control.

SECTION 7. MEETINGS. This section details the official meetings of the organization. For committees, please see “SECTION 7. COMMITTEES.”

- 1) Board Meetings: There shall be at least six (6) Board meetings within the year.
  - a) Quorum rules are set forth in “SECTION 5. QUORUM” of the By-laws.
  - b) All Board meetings are open to Members in good standing except Executive Sessions.
  - c) Only Board Members can vote on any motions.

- 2) Emergency Board Meetings: Shall be held only when necessary and need not be publicized in advance.
  - a) Any Board member may call an emergency meeting, and must notify each Board member, but no official binding action shall be taken by the Board unless at least three (3) Board Members are present and voting.
  - b) As an alternative to an emergency meeting, any Board member may initiate a telephone or e-mail poll, they must notify each Board member of the specific issue. But no official binding action shall be taken by the Board unless at least three (3) Board Members are present and voting.
  - c) A phone or e-mail consensus shall cover only one (1) specific topic or issue.
  - d) All emergency Board meetings and phone or e-mail consensus of the Board must be recorded in the minutes by the Secretary.
- 3) General Membership Updates: General Membership updates shall be held monthly.
  - a) Any member in good standing may bring up a new item and request that it be considered by the Board.

SECTION 8. COMMITTEES AND LIAISONS. With the approval of the Board, the President shall appoint committees, coordinators, and other liaison positions as needed. These positions can conduct business on behalf of the organization but cannot enter into binding agreements unless directed by the Board.

SECTION 9. MEMBERSHIPS. The Colorado Prime Timers is open to all gay, bisexual, and transgender men 21 years of age and over.

- 1) Persons wishing to join shall complete a Membership application.
- 2) Each member is encouraged to participate in club activities, volunteer within the organization, and be considerate of other Members' differences.
- 3) Any member shall have the right to not be published as a member of the organization.
- 4) A complete Membership list shall be maintained by the Board of Directors.
  - a) Due to privacy and piracy concerns, requests for Membership information or lists must be made and writing to the Board.

- b) Membership lists in the possession of Members are the property of Colorado Prime Timers and may not be used for any commercial purpose or shown to anyone outside Colorado Prime Timers.
- c) Violation of this policy is subject to demonstrated action by the Board, which may include the cancellation of their affiliated Membership.

SECTION 10. MEMBERSHIP DUES. The Board shall propose Membership dues/fees and will be presented to the Membership for endorsement.

- 1) Membership dues shall be paid annually.
- 2) A "member in good standing" or "member with voting status" is defined as a member of Colorado Prime Timers whose dues are current and abides by the CODE OF CONDUCT.
- 3) Any member who allows his annual Membership to lapse, their Membership will be suspended.
- 4) Liability: Each member assumes complete personal and financial responsibility for himself and his personal property at all Colorado Prime Timers functions.
  - a) Colorado Prime Timers is not responsible for the actions of any of its Members or guests.
  - b) Colorado Prime Timers is not responsible for accidents or mishaps which may occur to, or involve, any of its Members or guests.

SECTION 11. GRIEVANCE AND DISCIPLINE. Any member can bring a complaint reporting any other member(s) who are in violation of Colorado Prime Timers' values and CODE OF CONDUCT.

- 1) Upon receipt of a written complaint from one or more Members in good standing, the Board shall investigate allegations of misconduct by that member and follow the written COMPLAINT/PROCESS PROCEEDURE.
- 2) After investigation, the decisions by the Board may include actions, up to and including expulsion as deemed necessary.
- 3) All inquired shall remain confidential and property of the Board.

SECTION 12. PROPERTY AND DISSOLUTION.

- 1) The title to and ownership of all property, effects, assets, and inventories of Colorado Prime Timers shall be in the name of Colorado Prime Timers.
- 2) In the event of the dissolution of Colorado Prime Timers, such assets and property shall be distributed in accordance with the law of the State of Colorado governing Non-Profit Organizations.

SECTION 13. ACCEPTANCE AND CHANGES TO BY-LAWS. These By-laws and periodic revisions shall be subject to acceptance by a simple majority of the Members voting.

- 1) Acting by itself as a "Committee of the whole" or by appointing a committee, the Board shall review the entire body of by-laws as needed.
- 2) Any member of Colorado Prime Timers in good standing also may submit written suggestions for consideration by the Board.
- 3) The Secretary shall maintain an archive of past and current by-laws which specifies the date on which proposed revisions were submitted to the Membership and the dates revisions were approved and enacted.

**By-laws, Revised May 2021**