

**BY-LAWS**

**GOVERNING THE OPERATION**

**OF THE**

**SANDOWN SENIOR**

**AFFAIRS**

**TRANSPORTATION**

**PROGRAM**

**ADOPTED AND APPROVED JUNE 28, 2011**

**Amended February 28, 2012**

**Amended June 18, 2013**

**Amended December 12, 2017**

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## **ARTICLE I**

### **NAME**

The name of the Association shall be:

**Sandown Senior Affairs Transportation Program (SSATP)**

## **ARTICLE II**

### **PURPOSE AND MISSION STATEMENT**

1. To assist the elderly and those in need by financial means for items deemed necessary for their mental and physical well being and safety. The association will work with the Sandown Police Department as well as the agencies of the Town and the State in achieving its purpose.
2. To support the activities of the Sandown Police Explorers. To support programs to help maintain their mental and physical well being which includes but not limited to:

Annual Flu Clinics  
Transportation  
Announcements  
Assistance with Town related benefits

## **ARTICLE III**

### **PLACE OF BUSINESS**

The place of business for the association shall be:

Sandown Police Department  
314 Main Street  
PO Box 309  
Sandown NH 03873

## **ARTICLE IV**

### **BOARD OF DIRECTORS**

The Committee shall be managed by no less than five (5) Board members. The Board members shall be empowered by these by-laws to manage and support the charitable operations of the Association.

## **ARTICLE V**

## **MEMBERSHIP**

Initially, the Director of Senior Affairs shall appoint members to the Board. Membership will remain until a letter of resignation is presented or physical or mental status of an individual prevents such a person from fulfilling his (her) duties on the Board of Directors. Any vacancy that occurs shall be filled by the Board of Directors.

## **ARTICLE VI**

### **DUTIES OF OFFICERS**

1. The Director of Senior Affairs will serve as Chairperson of all business meetings of the Association.
2. The Vice President shall serve as Chairperson in the absence of the Director of Senior Affairs.
3. The Treasurer shall be responsible for all moneys belonging to the Committee and keep an accurate record of all receipts and payments. He/She will submit to the Board of Directors a written financial report monthly and supply financial reports as requested by the Board of Directors. All expenditures shall require signatures of a majority of the Committee and a majority of the Board of Selectmen on any invoice or request for payment. Invoices or requests for payment will be submitted to the town's Trustees of the Trust Fund for payment.
4. Secretary shall take all minutes at all meetings.
5. Corresponding secretary shall handle all correspondence of the Committee.
6. Board shall consist of up to two (2) alternates.

## **ARTICLE VII**

### **MEETINGS**

1. Committee meetings of the members will be held monthly. Additional meetings may be called by the Director as he deems necessary.
2. Number of members needed for an official business meeting to be conducted shall be three (3).
3. A simple majority vote will be required to pass a motion at a business meeting.

## **ARTICLE VIII**

### **AMENDMENTS TO THESE BY-LAWS**

Amendments to these by-laws must be proposed in the form of a motion and must be duly seconded. After ample discussion they shall be voted on by a show of hands. If the count indicates a majority of members present voting in the affirmative, the motion shall proceed to a roll call vote, and no vote shall be complete until a vote affirmation, negative or abstaining has been registered against each name on the roll.

## **ARTICLE IX**

### **PECUNIARY BENEFIT TRANSACTIONS**

1. This policy regulating Pecuniary Benefit Transactions provides compliance with New Hampshire RSA 7:19a. All financial transactions for goods or services between the Sandown Senior Affairs Transportation Program (SSATP) and any Committee member (defined as a pecuniary transaction) shall be governed by this Article VI.
2. Prior to the Committee entering into a purchase or service contract with any member, the completion of such contract must be shown to meet a need and benefit the SSATP. The approval of any such transaction must be approved by the membership at a regular or special called meeting of the Committee. The approval of the motion to expend must meet the special criteria of 51% of the registered members voting and later by a majority approval by the Board of Selectmen.
3. No administrative officer shall receive payment from the Committee for services rendered as an officer in performing their duties.
4. Loans of Committee funds to Administrative Officers or members of the Committee are prohibited.
5. No Administrative Officer or member of the Committee shall receive payment from the Committee for expenses other than the following: Purchase of goods, supplies or fees including fund raising for the general operations of the Committee.

## **ARTICLE X**

### **GENERAL PROVISIONS**

- A. No part of the net earnings of the Committee shall inure to the benefit of, or be distributable to its Board, Trustees, Officers, or other private person except that the Committee shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments to further the purpose of the Committee.
- B. No part of the Committee funds will be used to carry on propaganda otherwise attempt to influence legislation, nor shall the Committee participate in or intervene in publishing any political campaign materials on behalf of any individual attempting to obtain office.
- C. The only asset to be owned by the SSATP shall be moneys raised or donated from the general public. Any items donated to or purchased by the SSATP (general operating

supplies excluded) shall in turn automatically become the property of the SSATP and the Town of Sandown.

D. The fiscal year of the Association shall end on the last day of December each year.

## **ARTICLE XI**

### **LIABILITY OF TRUSTEES, DIRECTORS OR OFFICERS**

The Trustees, Directors or Officers of the Association shall not be personally liable for any debt liability of the Committee. To the fullest extent now or hereafter permitted by law, no Trustee, Director or Officer shall be personally liable to the Committee for monetary damages neither for breach of the fiduciary duties as described, nor for any bodily injury, personal injury or property damage if the claim for such damage arises from an act committed in good faith during the course of carrying out the Committee's purpose.

## **ARTICLE XII**

### **CONFLICT OF INTEREST**

Any possible conflict of interest on the part of any member of the Committee, Officer or other member of the Committee shall be disclosed in writing to the Board of Directors and the Board of Selectmen and made a matter of record through an annual procedure and also when the interest involved a specific issue before the Board. Where the transaction involving a Committee member, trustee or officer exceeds five hundred dollars (\$500) in a fiscal year, then a two-thirds vote of the disinterested shall be required. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself. Every new member of the Committee will be advised of this policy upon entering the duties of his or her office, and shall sign a statement acknowledging understanding of and agreement to this policy. The Committee will comply with all requirements of the New Hampshire law in this area and the New Hampshire requirements are incorporated into and made a part of this statement.

## **ARTICLE XIII**

### **DISSOLUTION PROVISION**

Remaining Funds after payment of all its liabilities shall be distributed to the Sandown Food Pantry upon dissolution of the Sandown Senior Affairs Transportation program.

## **ARTICLE XIV**

### **RECORDS OF AMENDMENT**

Adopted June 28, 2011

Amended September 20, 2011- Amendment to Article II to remove item no. 2 regarding the acquisition of equipment.

Amended February 28, 2012 - Amendment to change Association to Committee throughout the document.

Amended February 28, 2012 - Amendment to Article VIII to remove “another non-profit.”

Amended June 18, 2013 - Amendment to Article XIII to remove “Town of Sandown’s General Fund” and replace with “Sandown Food Pantry.”

December 12, 2017 - Amendment to Article VI to add item no. 6 to add two (2) alternate Board members.