



PROPOSED OPERATING POLICIES AND BY-LAWS FOR POLIO EPIC, INC. TO BE VOTED ON JUNE 11th, 2015

All Changes are shown Italicized

ARTICLE I – PURPOSE AND GOALS

SECTION 1: Polio Epic, Inc., is a non- profit 501(c) (3) organization of polio survivors and their families, community professionals and other interested parties. It shall function as a support group to empower its members with tools necessary to make adjustments needed to continue a life of dignity, independence and interdependence.

SECTION 2: The organization shall strive to further interests of people affected by polio and to support such activities, including educational seminars, classes of instruction and symposiums, conducive to the broader understanding of the impact of polio in the *State of Arizona*, including for such purposes, making distributions to organizations that qualify as exempt under Section 501 (c) (3) and whose purposes are similar to the purposes of this organization; to further promote an understanding of the adjustments needed to continue a life of dignity and independence.

ARTICLE II – ORGANIZATION

SECTION 1: The geographical area of the organization shall include all of Arizona and the primary meeting location will be in the city of Tucson.

SECTION 2: Committees, *headed by a board member*, shall undertake projects such as social functions, liaison between this organization and the medical community, as well as other projects deemed appropriate by the Board of Directors.

SECTION 3: *A Board Member shall be selected to create copies of all records, reports, correspondence, receipts, minutes and all prepared data initiated or received on to a yearly permanent electronic storage for each board member at the end of the fiscal year. All records of the organization shall be the property of Polio Epic and shall be received and filed and stored in a location determined by the Executive Board. Record retention shall be ten years.*

SECTION 4: All related documentation, reports, data, etc., shall be transferred to the newly elected officers within thirty (30) days after the end of each term of office by the former officer.

ARTICLE III – MEMBERSHIP

SECTION 1: Membership is open to all interested parties, -contingent upon paid or approved waiver of annual dues.

SECTION 2: The Board of Directors shall have the power to assess membership dues based on the review of outside financial assistance as compared to projected expenses of the organization. Dues shall be a minimum of \$10.00 per member per year with a maximum not to exceed \$15.00 through 2020. Waiver of dues based on financial hardship and for networking exchanges of newsletters will be appropriate.

SECTION 3. The Board of Directors shall be comprised of all duly elected officers and other directors, elected by the membership at the annual meeting. Newly elected directors will assume their duties at the beginning of the fiscal year.

A. Annual meeting will be held in the month of June.

B. Fiscal year will be September 1, through August 31.

ARTICLE IV – OFFICERS

SECTION 1: The officers of the organization shall be a **President, Chairperson of the Board, Secretary, Treasurer,** and any other director appointed by the Board of Directors. The Board of Directors is charged with reviewing and approving programs, budget, evaluating and assessing the organizations progress in meeting goals, setting policies and appointing committees as necessary for the overall operation of Polio Epic.

SECTION 2: A slate of candidates for the Board positions shall be presented by the nominating committee with nominations open from the floor at the annual meeting. Candidates for any position on the Board of Directors must be willing to assume responsibilities of that position and be current paid members, or have approved waiver of annual dues and sign the Director and Officer Annual Conflict of Interest Statement form for the IRS. Election of Executive Board shall be by majority vote of the membership in attendance. Chairperson of the board shall have tenure of no less than five years on the Board of Directors. Election of Board Members shall be by majority vote of board members.

SECTION 3: A **President, Chairperson of the Board, Secretary, and Treasurer,** will be elected each year. The responsibilities of each executive office position are established and in the paperwork provided to all new board members, and updated yearly by the Board of Directors.

SECTION 4: A minimum of three (3) Board officers shall be Polio survivors.

ARTICLE V -MEETINGS

SECTION 1: General membership meetings shall be held at a suitable time and accessible meeting place. A brief synopsis of the proceedings will be recorded and submitted to the Board.

SECTION 2: The Board of Directors shall meet prior to the general meeting. Minutes of such meetings will be taken and distributed to Board Members one week prior to next Board Meeting and made available upon request to general membership.

SECTION 3: A quorum of seven board members must be present, including two of whom must be officers at Board of Directors meetings for the transaction of business.

SECTION 4: Special and Closed meetings of the Board of Directors may be called at any time by the President. Any Board member can request that the President call either a special or closed meeting. Electronic communication may be used to conduct a meeting.

SECTION 5: Any member of the Board of Directors who has unexcused absences to three (3) consecutive Board Meetings, without notifying a board member shall justify his/her removal from the Board of Directors. The Board shall then fill the vacancy by appointment.

ARTICLE VI – VOTING RIGHTS

SECTION 1: Each member in attendance shall have one vote in all matters to come to a vote at any general meeting of the organization. The President shall not vote unless there is a tie, and then shall cast the deciding vote.

SECTION 2: Each member shall have a right to the floor after receiving proper recognition by the presiding officer at a general meeting of the organization.

SECTION 3: A “Closed” Meeting shall be called when there are matters to discuss and vote upon that require discretion and privacy at the behest of the President.

SECTION 4: A Board Member may be removed at the behest of a majority vote of the other board members. Reasons for removal may include, but are not limited to:

Refusal to sign the Director and Officer Annual Conflict of Interest Statement

Misrepresentation of Polio Epic, Inc. purpose, goals and Mission Statement.

Misconduct, such as:

Creating inability for the Board to complete their mission

Consistently disruptive, speaking out of turn or off-topic during board meetings

Board members may not lobby changes outside of a board meeting, after a proper vote has been taken

Misappropriation or misuse of Polio Epic, Inc. funds and assets for personal gain

ARTICLE VII- ORGANIZATIONAL FINANCE

SECTION 1: The Board of Directors is responsible for developing an annual operating budget for presentation and approval at the annual meeting. This approved budget, subject to change with the approval of the board, will take effect at the beginning of the fiscal year.

SECTION 2: In addition to dues, contributions, and donations, financial assistance will be gratefully accepted from the March of Dimes, the Easter Seal Society, individuals and other entities deemed appropriate by the Board of Directors.

SECTION 3: An annual audit review shall be conducted of the financial records of the organization at the end of each fiscal year. A committee headed by a board member shall review and insure accuracy of the yearly reconciliations. The Treasurer is required to furnish all documents and records; and the audit completed within sixty (60) days of the completion of each fiscal calendar year.

SECTION 4: A Finance Committee shall be comprised of the elected Treasurer, and two other board members. The Finance Committee can share the duties, reporting, cash handling and reporting monthly to the Board of Directors.

ARTICLE VIII – SALARIED AND/OR CONTRACTUAL AGREEMENTS

SECTION 1: All contracts with outside sources, whether for medical advice, programs, legal advice or fund raising activities, shall be entered into in writing; and all such contracts must be approved by the Board of Directors and considered within the budget constraints.

ARTICLE IX – GENERAL

SECTION 1: Changes to these Operating Policies must be presented to the Board of Directors for review and approval. Any changes must be published and made available to all current members before the next general meeting. At the general meeting these changes will become effective immediately.

SECTION 2: Robert’s Rules of Order (Revised) shall govern the meetings of this organization but shall not supersede or replace any of the aforementioned Organizational Policies of the organization.

ARTICLE X – ARTICLES OF INCORPORATION

Polio Epic, Inc. is incorporated under the rules of the Corporation Commission of the State of Arizona. The Finance Committee shall update, review and pay the fees for the annual renewal of the articles of corporation.

