

BY-LAWS OF THE SAGE SOCIETY, CSUN

(Adopted by the Membership, April 3, 2017)

ARTICLE I – NAME

The name of this organization shall be “The SAGE Society” (hereinafter “SAGE”). SAGE is the acronym for **STUDY! ACTIVITY! GROWTH! ENRICHMENT!**

ARTICLE II – OBJECTIVE AND MISSION STATEMENT

Section 1: Objective

SAGE is a self-directed, self-governing learning-in-retirement group which operates under the aegis of the Tseng College at California State University, Northridge (hereinafter “CSUN”). SAGE is a volunteer organization. All members are expected to share the responsibility for the intellectual and administrative maintenance of the organization.

Section 2: Mission Statement

- A. To provide participatory learning opportunities for intellectually active senior adults through Study/Discussion Groups[1], forums and other activities.
- B. To provide seniors a more stimulating intellectual experience than may be available at other senior organizations.
- C. To provide an opportunity for seniors to combine the joy of learning for personal enrichment with the pleasure of socializing in a friendly, relaxed environment.

ARTICLE III – ORGANIZATION

SAGE shall be governed by these By-laws and the policies and procedures established thereunder. These policies and procedures shall be consistent with the rules and policies of CSUN.

ARTICLE IV – MEMBERS

Section 1: Eligibility for membership and procedure for becoming a member.

A. Membership in SAGE shall be open to any person who will abide by its rules, policies and procedures.

B. An individual shall become a member by submitting an Application for Membership and paying the membership fee required as of the time of submission.

Section 2: Requirements of Membership

A. Members are expected to participate in at least two (2) Study/Discussion Groups in each Membership Year. If a member is unable or unwilling to accept or carry out this obligation, the Board may drop said person from membership at the end of her/his current Membership Year as that term is defined in Section 4.

B. A member who causes a serious problem or interferes in the orderly conduct of a Study/Discussion Group or in SAGE's administration or operation, or who is unwilling or unable to abide by the rules, procedures and traditions of SAGE, may have his/her membership terminated as provided in Article X.

C. All members (except emeritus members as defined in Article IX) are expected to do a presentation in each Study/Discussion Group in which they participate based upon research, and designed to generate discussion on a topic approved by the coordinator of the Study/Discussion Group.

Section 3: Rights of Members

A. Members shall have the right to nominate and elect the officers of SAGE in accordance with these By-laws, and to attend regular meetings of the Board.

B. A member, who, due to permanent impairment of health, is no longer able to function effectively in the Study/Discussion Groups shall have the right to request "Emeritus" status from the Board in accordance with Article IX.

C. A member, except for an Emeritus member, may participate in as many Study/Discussion Groups as such member wishes, subject to the rules, policies and procedures of SAGE.

Section 4: Membership Year and Fees

A. The SAGE annual year shall be from September 1 to August 31 (the “Membership Year”). The annual fee for the Membership Year shall be set by the Board at a level sufficient to cover the costs of SAGE’s operation.

B. The annual fee for the Membership Year shall be payable on or before September 1 of the applicable Membership Year. An individual whose membership becomes effective after the first semester may pay a prorated fee for the first Membership Year.

ARTICLE V – THE SAGE BOARD

Section 1: Authority

A. Subject to the regulations and policies of CSUN and subject to any limitations contained in these By-laws, the Board shall have the power to:

1. Establish procedures, policies and rules to guide the administration and operation of SAGE.
2. Conduct, manage and control the affairs and activities of the organization including but not limited to purchasing equipment and supplies, renting facilities for classrooms and office, arranging for personnel, and authorizing officers to collect, deposit and disburse funds received from members.
3. Adopt policies that will further the objectives and mission of SAGE.

Section 2: Members of the Board

- A. The Executive Council as defined in Article VI, Section 1.
- B. Chairs of standing committees defined in Article VII, Section 1.
- C. Other director positions listed in Article VII, Section 5.
- D. Additional members and positions decided by the Board

from time to time.

Section 3: Quorum, Vote Required for Decisions, and Executive Sessions

A. A quorum shall require at least six (6) members unless the total membership of the Board exceeds eleven (11) in which event a quorum shall be not less than fifty (50%) percent of the total membership of the Board plus one (1).

B. All actions or decisions of the Board shall require a majority of those in attendance provided there is a quorum.

C. When sensitive issues are being discussed, the Board may go into executive session.

Section 4: Vacancies

A vacancy on the Board, shall be filled by nomination by the President and approved by a majority of the Board at the next regular or special meeting of the Board following the occurrence of such vacancy. The person selected to fill such vacancy shall serve until the next regularly scheduled election. Such person may then be elected for a two-year term.

Section 5: Duties of a Board Member

A. Attends all regular and special meetings of the Board.

B. Participates in the establishment and support of committees necessary for the operation of SAGE.

C. Votes on issues presented to the Board and submits suggestions and motions to help SAGE function more effectively and efficiently.

D. Supports the policies and programs adopted by the Board.

E. Affirms the objective, mission and values of SAGE, and helps to explain them and the rules, policies and procedures to members and the outside world.

Section 6: Suspension of Board Members

A. The Executive Council shall determine by a majority vote if any Board member is unable or fails to discharge the powers

and duties of the office he/she holds. If the Council determines that such inability or failure exists, the Council shall recommend to the Board that the subject Board Member be either suspended or dismissed.

B. If the Board ratifies the Executive Council's recommendation, then the Executive Council shall nominate the person to replace the subject Board member and assume the duties, responsibilities and rights of such Board member, subject to ratification by the Board. Notwithstanding the foregoing, the Vice President/President Elect shall assume the duties of President in the event the Executive Council determines the President to be unable to discharge the powers and duties of the office and the Board ratifies that such inability exists and the period of the suspension. Section 4 of this Article shall govern the terms of such replacement appointments. Periods when the Vice President/President Elect assumes all Presidential duties shall **not** be considered as part of the twoyear term of President to which the Vice President/President Elect is entitled.

C. Any suspended Board Member may apply to the Board for reinstatement whenever she/he believes that the inability causing the suspension no longer exists. If the Board determines that the inability no longer exists then the appointed replacement Board member shall cease to exercise such duties, responsibilities and rights when the suspended Board Member is reinstated.

ARTICLE VI – OFFICERS

Section 1: The Executive Council

The Executive Council shall consist of the elected officers of SAGE:

President

Vice-President/President Elect

Secretary

Treasurer

Immediate Past President

Section 2: The Authority of the Executive Council

The Executive Council shall have the authority to act for the Board whenever the President or any other member of the Council considers a meeting necessary to deal with an urgent or sensitive issue prior to a meeting of the Board. Three members of the Executive Council constitute a quorum. Decisions require a majority vote. All such actions by the Executive Council are subject to ratification by the Board at its next regular meeting.

Section 3: Term of Office of Elected and Appointed Officers

Officers, except for the President who succeeds to this office after serving as Vice-President/President Elect, shall be elected in accordance with the provisions of Section 4. The term of office shall be two years, July 1 through June 30. No officer may serve more than two consecutive years in the same office. One year of absence shall re-establish eligibility. Officers appointed to serve an unfinished term may be elected for a term of two years after serving the appointed term.

Section 4: Election of Officers

A. The Nominating Committee shall be chaired by the immediate past President of SAGE. He/she shall appoint two members from the SAGE membership who are not members of the Board. This committee shall be ratified by the Board at the January Board meeting of each even numbered year. The

Nominating Committee shall present a report, signed by all members of the

Committee, setting forth a single slate of officers

(VicePresident/President

Elect, Secretary, Treasurer) at the February meeting of the Board. The Nominating Committee Chair shall present the slate to the SAGE membership by:

1. Posting a signed copy of the Nominating Committee Report setting forth the slate of officers on the bulletin board within two

weeks after the February Board meeting.

2. Disseminating the signed Nominating Committee report to the general membership by U.S. Mail or email by March 1. Instructions for proposing candidates other than those nominated by the Committee must be included with this report as specified in Article VI, Section 4B.

B. Candidates other than those nominated by the Nominating Committee may be proposed by petition. This petition must:

1. have the written consent of the nominee.
2. have the signatures of ten members of SAGE.
3. be presented to the Chair of the Nominating Committee at least one week prior to the Spring Forum, or by a date set by the Board if there is no Spring Forum.

C. If there are no opposition candidates, the new slate of officers shall be presented at the Spring Forum meeting, and SAGE members present at the Forum shall elect the slate presented by the Nominating Committee, and the Chair of the Nominating Committee shall post a list of the elected officers on the bulletin board and send the list to the editor of *SAGE Observations*. If there is no Spring Forum, unopposed candidates will take office on July 1 without a formal election by the membership.

D. If there are opposition candidates the following procedures should be followed.

1. The chair of the nominating committee shall prepare a ballot listing the candidates for each office along with a short descriptive paragraph about each candidate, and arrange for the ballot to be sent by U.S. Mail or email to each member by May 15.
2. The ballots must be returned to the chair of the nominating committee by June 1 or the Monday after June 1 if June 1 falls on a week end.
3. All members of the nominating committee shall participate in counting the ballots.

4. The chair of the nominating committee shall post the elected slate of officers on the bulletin board no later than June 15 and notify the *SAGE Observations* editor who shall publish the result in the next edition.

Section 5: The Duties of Each SAGE Officer

A. President

1. Is the Chief Executive Officer of SAGE with responsibility and authority for the execution and administration of the day to day affairs of the Organization.
2. Is the chair of the Board.
3. Proposes budgetary and membership goals to the Board.
4. As required, assumes responsibility for selecting and procuring the SAGE meeting place.
5. Presents, for review of the Board, any suggestions submitted by SAGE members pertaining to operational matters, new activities, etc.
6. Is an ex-officio member of all SAGE committees.
7. May call special meetings.
8. From time to time may invite the administration of CSUN to meet with the Board or the Executive Council to talk over issues affecting SAGE including but not limited to future plans and directions.

B. Vice President/President Elect

1. Assumes all Presidential duties during absence of the President.
2. Undertakes assignments delegated by the President.
3. Serves as chair of ad hoc committees appointed pursuant to Article X.

C. Secretary

1. Prepares Board Meeting minutes.
2. Distributes Board meeting minutes to members of the Board

and posts a copy of minutes on the SAGE bulletin board.

3. At the President's request, informs Board members of meeting dates, etc.
4. Notifies office secretary to keep a file of the minutes and policies of the Board.
5. Files one (1) copy of all minutes in the SAGE Minute Book which shall be available to all members, except as limited by Articles IX and X.
6. Maintains file of documents related to all Board actions regarding policies and procedures for SAGE operations.

D. Treasurer

1. Accounts for all SAGE funds "payable and receivable".
2. Receives and analyzes monthly report of the SAGE CSUN account.
3. With President, prepares budget recommendations for Board.
4. Reports budget status at all Board meetings.
5. Receives and logs a record of annual membership payments, and subsequently transmits payments to CSUN.
6. Oversees sending of notices to members when annual fees are due and monitors annual fee payment delinquencies.
7. Provides current membership report to Board and Curriculum and Membership Committees as requested.
8. Manages petty cash fund, reimburses SAGE members for expenditures made on behalf of SAGE, and periodically replenishes the fund from the SAGE CSUN account.
9. Coordinates with Forum Committee regarding financing of Forum events.
10. Posts annually a copy of the SAGE financial report on its bulletin board, following the end of the SAGE fiscal year. (The SAGE Fiscal Year is July 1 through June 30, except as may be revised by CSUN.) Such report shall state, as of that date, the

status of all SAGE funds, any unpaid debts and all money taken in and paid out during the preceding year. Such report shall be signed by the Treasurer and shall remain posted for a period of 30 days.

ARTICLE VII – COMMITTEES AND OTHER BOARD POSITIONS

Section 1: Standing Committees

Standing Committees shall be Coordinator Support, Curriculum, Membership, and such additional Committees as shall be created and authorized by the Board. The existence and duties of such committees shall be subject to revision by the Board from time to time.

Section 2: Ad Hoc Committees

Ad Hoc Committees may be appointed by the President. All such Committees shall be furnished with a written charge that has been properly given by the Board. All appointments shall expire no later than the next June 30.

Section 3: Standing Committee Chairs

A. Each chair of a Standing Committee shall by April 15 of the second year in office recommend to the Vice-President Elect his/her successor.

B. The Vice-President/President Elect shall with the advice and consent of the Board make all chair appointments to the Standing Committees.

C. The chair's term is from July 1 through June 30 and is limited to two consecutive years. One year of absence shall re-establish eligibility.

D. The chair shall recruit members to serve on the committee as necessary to carry out the functions of the committee. The chair may, at her/his discretion, remove members from the committee.

Section 4. Standing Committees Responsibilities

A. Coordinator Support

1. Recruits Coordinators for the Study/Discussion Groups.
2. Conducts periodic training sessions for Coordinators, Co-Coordinators and potential Coordinators.
3. Develops Coordinator guidelines.
4. Provides other support to Coordinators as may be necessary.
5. Is a member of the Curriculum Committee.

B Curriculum

1. Issues requests for potential candidate Study/Discussion subjects to SAGE Membership.
2. Selects classes, prepares a schedule and prepares class description package showing the Study/Discussion subjects to be offered during the next term.
3. Processes member's selections and prepares the class assignment lists.
4. When needed, prepares and issues class evaluation forms and reviews the membership responses.
5. Works with Office Secretary to support completion of above.
6. Prepares an annual schedule of important dates for the course selection and enrollment process in each term.

C Membership

1. Schedules the times that various committee members are responsible for answering calls accumulated on the answering machine in the SAGE office.
2. Establishes with the President procedures for recruitment of new members.
3. Prepares and mails materials to individuals inquiring about SAGE.
4. Receives and processes membership applications and related materials for new members.

5. Contact members who have not renewed for the current year.
6. Maintains an up-to-date membership list and directory.

Section 5: Responsibilities of other Board positions

A. Definition, rationale, and appointment

1. Other Board positions shall be CSUN Liaison, Forum Chair, *Observations* Editor, Webmaster, and such other positions as shall be created and authorized by the Board. Recognizing that these positions require specific skills that may not be readily available, the term of office is two years (concurrent with the president's term) and may be renewed depending on the availability of a qualified replacement. These positions may recruit assistants as they deem necessary.
2. These positions are appointed by the vice-president/president-elect with the advice and consent of the Board.

B. CSUN Liaison

1. As directed by the President, represents SAGE in all interaction with CSUN.

C. Forum Chair

1. Procures Forum speakers.
2. Makes arrangements for Forum venue, adequate seating, audio/visual aids, electrical power supply, etc.
3. Develops a flyer announcing the forthcoming Forum events and supervises the distribution to SAGE membership.
4. Coordinates with the Treasurer regarding financing of event.
5. Guides the Office Secretary in the administrative functions related to the Forum events.

D. *Observations* Editor

1. Arranges for and prepares articles for each *Observations* edition.
2. Arranges for the printing and the distribution of each *Observations* edition.

E. Webmaster

1. Maintains the SAGE Website and Facebook page.
2. Notifies the Board of proposed changes in the website.
3. Emails changes to the CSUN web architect and designer who posts the information on the website.

ARTICLE VIII – AMENDMENT OF BY-LAWS

Section 1: Requirements

- A. Amendments may be proposed by a majority of the Board or by petition of at least twenty-five members.
- B. A mail ballot shall be used for the membership vote on the proposed amendments.
- C. Approval of two-thirds of those members voting will be needed to amend the Bylaws.

Section 2: Procedures

Notice of a proposed By-laws amendment shall be given in SAGE's Study/Discussion Groups and posted on the bulletin board one month prior to the time the ballots are mailed. Ballots must be returned to the SAGE office within two weeks of the time they are mailed, and results of the vote will be announced at the next Board Meeting and posted on the bulletin board.

ARTICLE IX – EMERITUS MEMBERSHIP PLAN

Section 1: Purpose

The purpose of this plan is to provide an alternate, dignified membership arrangement for SAGE members who, for continuing reasons of health, are no longer able to function effectively in Study/Discussion Groups.

Section 2: Definition of Emeritus Memberships

Emeritus membership may be offered to certain individuals who have been SAGE members for more than three years, and who

follow the procedures listed below.

Emeritus members may participate in, but not do presentations in, up to two Study/Discussion Groups per semester. Emeritus members may participate in retreats, forums and other extra-curricular activities. Emeritus members are not eligible to serve as coordinators, to serve on any standing or ad hoc committees, or to serve on the Board.

Section 3: Procedure for Member's Initiative

- A. A member who recognizes his/her own incapacities may petition the Board for Emeritus Membership by direct letter request to the President of SAGE.
- B. The President may refer the request to a panel of three interviewers for investigation and recommendation to the Board. [The interviewers are not required to be Board members.] The panel may require appropriate evidence of disability.
- C. The panel, by majority vote, will recommend to the Board whether Emeritus status should be granted.
- D. The Board will decide by majority vote whether to approve Emeritus status. In cases where the panel has recommended denial of Emeritus Membership, the petitioner will be given the opportunity to appear before the Board before it votes.
- E. The member will be informed of the Board's decision by the President of SAGE.

Section 4: Procedure for Coordinator's Initiative

- A. If the Coordinator of a Study/Discussion group determines that a member seems not able to participate meaningfully for physical or mental reasons, he/she will refer the matter to the President for an appropriate follow-up.
- B. After a reasonable amount of time, if the matter has not been resolved, the President will refer the matter to the Board.
- C. The Board will make the final decision in accordance with Article IX, Paragraph 3.
- D.

Section 5: Confidentiality

All actions, records, minutes and discussions of matters that might result in Emeritus status will be kept in strict confidence by all SAGE members involved.

ARTICLE X – PROBLEM BEHAVIOR IN STUDY/ DISCUSSION GROUPS

Section 1: Purpose

The purpose of this plan is to provide a fair, humane and orderly means whereby members who are causing chronic problems in Study/Discussion Groups can be rehabilitated or removed from SAGE.

Section 2: Procedure

A. If the Coordinator of a Study/Discussion Group determines that a member is persistently causing a problem within the group, he/she will discuss the matter with the member, referred to as the subject member in this section. After a reasonable time, if satisfactory improvement has not been made, the Coordinator will refer the matter to the SAGE Vice President. If the Coordinator does not recognize the problem, any member of the Study/Discussion Group may ask the Coordinator to address the problem. If the Coordinator fails to do so, the member may ask the Vice President to intervene as described in Section 2.B below.

B. The Vice-President shall report the complaint to the Board at the first meeting after she/he has received the report. The Board may take one of the following actions:

1. Ask the president to appoint an ad hoc committee, chaired by the Vice President, to investigate and report back to the Board with a recommended course of action.
2. Direct the Vice-President to discuss the problem with the subject member and propose a course of action for that member to follow to alleviate the problem in a specified time, not to exceed two months. If the course of action proposed by the Vice-President is not effective in the time specified, the Board

will ask the President to appoint an ad hoc committee as in Section 2.B.1, above.

C. The ad hoc committee will investigate further, if necessary; and recommend to the Board that (i) no further action is required, (ii) the subject member should take specific actions to alleviate the problem within a specified time frame or (iii) the membership of the subject member should be terminated.

D. The ad hoc committee shall prepare a full report justifying its recommendations to be delivered orally to the Board.

E. The Board will consider the recommendations of the Ad Hoc Committee and will offer the subject member an opportunity to state his/her case before the Board. The subject member shall be given an oral summary of the report of the Ad Hoc Committee, but shall not be entitled (a) to receive the names of those complaining or (b) to have the complaining members attend the Board meeting and be cross examined unless any complaining member wishes to attend.

F. A decision to terminate the membership of the subject member requires a two thirds vote of the full membership of the Board.

G. The terminated member shall be given a prorated refund of membership dues paid.

H. For any situation not specified in this section, the Board shall be responsible for implementing a course of action to resolve the issue. The process from the initial Board discussion to a final resolution should take no longer than four months.

Section 3: Confidentiality

All actions, records, minutes and discussions of matters taken up under this Article will be kept in strict confidence by all SAGE members involved.

[1] SAGE uses the term “study/discussion group” instead of classes to emphasize the goal of SAGE to enhance learning by study and discussion in its classes. Most SAGE members talk about the

classes they are taking in a given term as a convenient shorthand. In these bylaws the terms classes and study/discussion groups are considered equivalent terms.