

**LEHIGH VALLEY HEALTH NETWORK  
RETIREES' ASSOCIATION**

**GOVERNING PRINCIPLES**

## **ARTICLE 1: GOVERNANCE**

- Section 1: The name of this organization shall be “The Lehigh Valley Health Network Retirees' Association”. The organization is an unincorporated nonprofit association formed under the laws of the Commonwealth of Pennsylvania, 15 P.S. §9101 et seq (the “Law”).
- Section 2: The purpose of this organization shall be to provide fellowship for retired employees of LVHN.
- Section 3: Membership in the organization shall be open to all retired employees of LVHN.
- Section 4: The organization is permitted to use the name “LVHN” within its own name in accordance with the provisions of a license agreement with Lehigh Valley Health Network. In the event such license is terminated or revoked, the organization shall amend its name. Use of the name shall not be construed to mean any type of relationship (whether as parent, subsidiary, joint venture or otherwise) with Lehigh Valley Health Network, and this organization maintains its legal existence separately and independently from LVHN.
- Section 5: The organization's fiscal year shall be January 1 to December 31.
- Section 6: All members shall pay yearly dues as set by the Advisory Board and the Officers. Members joining the organization after October 1 shall be deemed to have paid dues for the full year following their joining.
- Section 7: All current paying members shall be eligible to vote.
- Section 8: Members present at a meeting shall constitute a quorum. A majority vote of the members present at a meeting shall be sufficient to pass an item.
- Section 9: The organization shall have such meetings of the members as may be necessary or convenient from time to time, at such time and place as called by the President. The organization shall have at least one meeting per calendar year. The November meeting of the group shall be deemed the annual meeting. Notice of the meetings shall be provided by the President to the members at least fourteen (14) days in advance of such meeting, except that the President may establish an annual meeting schedule at the beginning of each year, and shall thereafter not be required to provide notice of each regularly scheduled meeting. Members may participate in meetings via telephone, video-conference or other electronic means at the discretion of the Officers.

## **ARTICLE 2: OFFICERS**

- Section 1: The officers of the organization shall be the President, the Vice President, the Secretary, and Treasurer, who shall also be members of the organization.
- Section 2: Voting for officers shall occur via mail prior to the November meeting to enable the induction of officers at the November meeting.
- Section 3: Officers shall serve a term of two years.

- Section 4: The Treasurer shall serve at will.
- Section 5: Terms of officers shall begin with the February meeting following their election.
- Section 6: Resignation of officers shall be in writing to the President. The President shall resign in writing to the Vice President.
- Section 7: Departing officers shall serve as the Advisory Board, not to exceed four years.

### **ARTICLE 3: DUTIES OF OFFICERS**

- Section 1: The President shall schedule and preside at all meetings.
- Section 2: The Vice President shall be responsible for planning the program and shall perform the President's duties in the President's absence.
- Section 3: The Secretary shall take meeting minutes and keep an archive of minutes and newsletters. Minutes shall be included in the newsletters.
- Section 4: The Treasurer shall manage the group's finances, pay all appropriate bills, and report on the status of the finances at each meeting.

### **ARTICLE 4: APPROVAL BY MEMBERS**

- Section 1: This organization must have the approval of a majority of its members to:
- A. Adopt, amend, or repeal these governing principles;
  - B. Dissolve under section 9134 of the Law;
  - C. Undertake any other act outside the ordinary course of the activities of the organization; or
  - D. Determine the policy and purposes of the organization.
- Section 2: Approval of a matter by the members requires the affirmative vote of at least a majority of the votes cast at a meeting of the members. Each member is entitled to one vote on each matter that is submitted for approval by the members.

### **ARTICLE 5: COMMITTEE STRUCTURE**

- Section 1: Standing Committees
- A. Hospitality – The Hospitality Coordinator will select the menu and coordinate reservations.
  - B. Newsletter Editor – The Newsletter Editor shall develop the newsletter and additional mailing inserts (i.e., trip flyers, special notices) as needed.
  - C. Membership Coordinator – The Membership Coordinator shall receive the annual dues and forward them to the Treasurer.

Section 2: Ad Hoc committees will be formed as needed to conduct business of the organization.

## **ARTICLE 6: AMENDMENTS**

Section 1: These governing principles may be amended by a majority vote of the members.

Section 2: Notice of a vote to amend these governing principles must be made to the group at least one month in advance of the vote.

Adopted June 9, 2004

Revised May 1, 2008

Revised July, 2010

Revised August 1, 2012

Revised October 29, 2015

Revised September 21, 2016

Reviewed November 2019

Revised December 23, 2020