



# The *hotline*

## **NCCCRA ANNUAL GENERAL MEETING**

**TUESDAY, OCTOBER 6, 2015**

**Christ United Methodist Church, 410 N. Holden Road, Greensboro, NC**

### **PRESIDENT'S COLUMN**

This edition of the Hotline brings you information about our 2015 Annual Meeting being held at Christ United Methodist Church in Greensboro, NC, starting at 10:30 on October 6, 2015. The meeting will be particularly important in several ways this year. Legislative issues of importance to us relating to income and sales taxes currently await discussion and decision within the Budget Conference Committee of the NC Senate and House. And the NCCCRA Bylaws Committee established last winter has prepared a newly revised Bylaws document for you to approve at this meeting.

I am also pleased to tell you I am expecting that Mr. Wayne Goodwin, the North Carolina Commissioner of Insurance, will attend our Annual Meeting this year. The Commissioner is appointed by the Governor, and heads both the Department of Insurance and the Office of the State Fire Marshal. He has a lot to do with our lives, not only regulating insurance companies and agents, but also advising us on Medicare and Medicaid questions through the Seniors' Health Insurance Information Program, protecting consumers from fraud, education on child safety, fire protection, natural disaster preparation, and family safety, interpreting the state's building codes, suggesting new and improved codes to protect NC citizens, and a number of other tasks

promoting citizen safety and protecting state-owned buildings and structures of all types. And, of course, the Department of Insurance contains the Special Entities Section headed by Mr. Steve Johnson responsible for the licensing of, and financial and regulatory reviews on, non-traditional insurance entities including all of our Continuing Care Retirement Communities. This will be the first time a state figure of this high level has graced one of our meetings, and I hope you will join me in showing Mr. Goodwin the proper honor for doing so.

This year, I am asking you to approve a number of amendments to the NCCCRA Bylaws proposed by our Bylaws Committee. You may recall that at the end of last year's meeting a motion was proposed for NCCCRA advocacy on a legislative issue. The motion was determined to be out of order, and not acted upon. The Executive Committee, after some heated discussion, established an ad-hoc legislative committee to address the concerns of the membership expressed at the meeting and a bylaws committee to review our Bylaws and Standing Rules for needed changes. Sindy Barker agreed to chair the legislative committee and Bill Gentry agreed to chair the bylaws committee.

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Many nations have a constitution to lay down the most basic laws of the country. Bylaws are the equivalent document for a corporation. Bylaws define and state the organization's charter and purpose and lay out the framework and basic principles within which the organization will operate. Standing rules supplement the bylaws and provide day-to-day and year-to-year operating procedures and instructions for the organization. Bylaws are relatively inviolate and can only be changed by the members at an annual meeting. Standing Rules fall under the purview of the Board of Directors. In our review, we did find the bylaws very restrictive, assigning the business of the organization to the Board of Directors and tying the hands of the officers to take immediate action in response to the desires and needs of the members. Changes to the bylaws and standing rules were recommended to charge the Board of Directors with developing NCCCRA's policies, plans, and direction, and the Executive Committee and officers with their execution. Other changes to make operations more fluid and responsive were also included in response to these needs. The Board of Directors has reviewed the proposed Bylaws amendments and recommends their approval to you. The Board also gave final approval to the new Standing Rules. Both documents are included in full in this issue of the Hotline for your convenience, review, and information.

With these new Bylaws and Standing Rules, if the situation last October were to recur, the President can immediately call the Board of Directors into session to address the issue and develop a course of action for NCCCRA to follow.

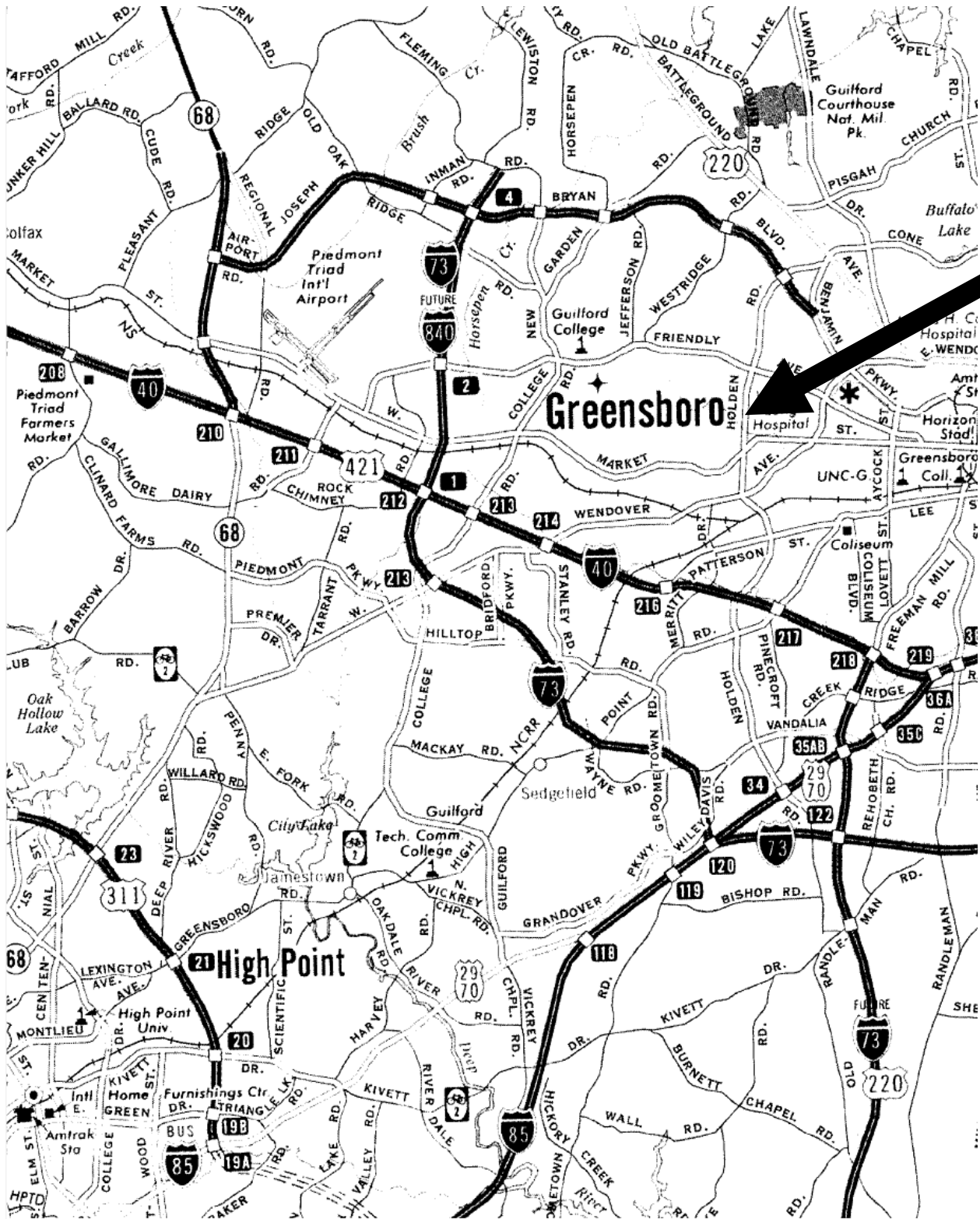
The joint committee of the state legislature addressing the 2016 budget remains in session and we await their decisions. It now appears more likely that the medical deduction on personal income taxes

will be returned. The open issue is what type and level of cap restrictions (if any) may be imposed on the amount that can be claimed by individuals. Sindy Barker's communications with Nelson Dollar's staff is keeping us current and reporting that our emails and letters are making an impact, and I hope you are continuing to keep them up. The more we send, the more likely we are to have a positive impact on the negotiated result. The Senate appears to have changed its limits for not-for-profit sales tax refunds from a firm \$45,000 to a formula that scales down to \$1,000,000 over a five-year period. This level should not impact CCRCs in normal years, but could raise the costs for new CCRCs and for very large expansion/renovation programs designed to make CCRCs more competitive.

There has been confusion over the spring and summer as to when the new dues would be effective. You should know that the Board of Directors decided on July 21 that the new dues would be effective on October 1, 2015.

I am looking forward to a great meeting on October 6, 2015 at Christ United Methodist Church in Greensboro. A map and instructions are included in this issue of The Hotline. I sincerely hope to see you there also.

*Walton Boyer*



DIRECTIONS TO THE AGM

To Reach the Church (410 N Holden Road)

From the West on I-40: Take I-40 (not the new bypass) past Guilford College Road to Wendover Avenue. Go left (east) on Wendover to Holden Road. Go left (north) on Holden past Market Street. The church is a few blocks after Market, on the right, well back from the street but easily visible.

From the East on I-85: Take I-85 to Business I-85; Continue on Business I-85 past US 421 and US 220 to Holden Road. Go right (north) on Holden past Vandalia Road, High Point Road, Patterson Street, Wendover Avenue, and Market Street. The church is a few blocks after Market, on the right, well back from the street but easily visible.

From the South on I-85: Take I-85 to Business I-85. Continue in the same direction (east) on Business I-85 to the next exit at Holden Road. Turn left (north) on Holden past Vandalia Road, High Point Road, Patterson Street, Wendover Avenue, and Market Street. The church is a few blocks after Market, on the right, well back from the street but easily visible.

From the South on US 220: Take US 220 past new I-85 to Business I-85, turn left (south) on Business I-85 to the next exit, Holden Road. Turn right (north) on Holden past Vandalia Road, High Point Road, Patterson Street, Wendover Avenue, and Market Street. The church is a few blocks after Market, on the right, well back from the street but easily visible.

WHAT THE ARTIST TAUGHT ME

Sally Atkins (Deerfield)

When you can make art, you must.  
When you can't, you read  
And watch TV.

Art goes with fine chocolate,  
Champagne, and Wagner.  
Art seeps into all your crevices  
Like a slow, soft river  
Or crashes through your blood  
Like whitewater.

Art is alive.  
It grabs you at night, keeps you  
Working until dawn,  
In the morning keeps you  
Looking, looking  
Seeing with your whole body,  
Keeps you open like flowers,  
Bursting like seed pods,  
Keeps you speaking aloud  
The truth you did not know  
You knew.

CARPE DIEM

Mariana Warner (Deerfield)

Yellow blooms burst  
against blue sky  
on the towering shoot  
of a century plant.  
Only bumblebees  
buzzing with lust  
can reach these blossoms  
thirty feet up,  
or hummingbirds,  
whirring and zooming  
amongst the blooms  
as if they and the bees  
are trying to fly  
as fast as time,  
as if they know  
that this century,  
this moment  
is their one and only.

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**ASHEVILLE LIVING TREASURES—MARIANNA AND BILL BAILEY: A LOVE STORY**

Susan White (Deerfield)

Marianna and Bill were recognized as Asheville Living Treasures at the Osher Center on May 31, 2015, for their lifelong involvement and leadership in community organizing in which they taught others how to build consensus, honor each other and collaborate effectively. Their lives have reflected the concept of Agape love—the unconditional love that accepts a person regardless of flaws.

The Baileys' love story began in Mt. Airy, NC, where they met at his seventh birthday party. Bill describes their community as having “a mother in every house who supported and looked out for all of the children.” This unconditional love for family and friends was integral to their lives from childhood on but so was Eros, the passionate love. Marianna talked Bill into eloping with forged birth certificates when he was 17 and she was 16. They kept their secret for months.

Bill attended Duke University on a football scholarship but an injury prevented him from playing. “When one door closes, another opens,” he states. Marianna suggested he become a student—a novel idea to him. He became a very good one and received a Bachelor of Divinity degree from Garret Seminary and an MA in Divinity from Northwestern. His family's financial support and love enabled Bill's education and their raising their children. Later, Marianna graduated from the University of Texas, Dallas, and in the 1980s received an MA in Communications and Women's Studies from the University of Illinois. Platonic love is reflected in the importance of mentors to their young lives. A lifelong friendship developed between Bill and a young religion professor who supported and influenced each of them. Marianna remembers a high school civics teacher, her mentor, who advised her to “be sure you marry someone you really like, not just love,” a reminder that Eros must develop into one of the higher forms of love if it is to last.

In the early 1960s The Ecumenical Institute, using whole system models, developed a pioneering curriculum for comprehensive community development. Bill and Marianna were among the original families trained in Christian worship, study and service and recruited to move to a ghetto neighborhood in Chicago that became known as “Fifth City,” an Intentional or Decisional City. The families lived and worked in an abandoned monastery in the neighborhood. They conducted door-to-door conversations and neighborhood meetings to learn the residents' concerns and together they designed strategies to intervene. These included early childhood education programs for children starting at age six-weeks, along with programs for older children, adults and seniors, as well as health care, housing and economic revitalization.

Bill was instrumental in reaching out to gang members. He remembers a shopping trip to a major department store where his gang procured Christmas gifts for him. In his wisdom he knew to accept their contraband with grace rather than disapproval.

Together the families and the residents rehabilitated apartments, started a community center and opened a shopping

center that hosted five businesses, an auto service center and a car wash. Partnerships were formed with businesses, local government and other non-profit organizations. A new hospital was opened and a Chicago Transit Authority bus garage was built, employing over 1,000 people.

This bold and successful experiment of comprehensive community development by the Ecumenical Institute was replicated next, with Marianna and Bill in Toronto, Oklahoma City, Los Angeles and Washington, DC. Similar service experiences in the Philippines, The Marshall Islands, Western Samoa and New Zealand followed.

Bill and Marianna retired to Asheville in 1998 but continued inspiring and teaching others how to honor, build consensus, and collaborate more effectively in spite of disagreement and conflict. Their leadership in multiple community and neighborhood visioning, planning and organizing led to the following:

- “WECAN” a local neighborhood program
- co-chairing the Coalition of Asheville Neighborhoods
- co-founding Westwood Cohousing Community in West Asheville
- East Asheville Sidewalk Initiative, a mobilization of neighborhood residents and veterans served by the VA Hospital. With the Baileys' leadership, hundreds of people participated in public hearings, city council meetings and a peaceful march on Tunnel Road. The result was four miles of new sidewalk and community empowerment.
- Marianna being appointed by the city to help develop the Public Access TV channel on the Charter Cable TV network and serving for three years as chairwoman of the board.
- Bill providing pastoral care for Jubilee! Asheville, an inclusive faith community.

This courageous and generous couple also became involved in

- facilitating the visioning process for the Center for Creative Retirement (Osher).
- providing training for Asheville City staff in structured facilitation methods for helping groups to think, talk and work together.

Marianna and Bill “have brought people together in the community wherever they live. Longtime social activists with a history of advocating for the disenfranchised, Bill and Marianna embody a spirit of non-judgment toward others, openness, accepting humor and love.” (Asheville Living Treasures Recognition Ceremony program.)

These holy gypsies are Asheville Living Treasures, and now they are also ours.

Note: Ecumenical Institute and Fifth City information courtesy of the Baileys and Luigi Morelli, [www.wordpress.com](http://www.wordpress.com)

**THE GRANDFATHER CLOCK: An Autobiography***Dave Stewart (Deerfield)*

I was used goods when I came into the family on July 14, 1808. I had been bought at auction on the very day when my new owner became a father. Maybe he had been told to leave the house. Birthing after all was women's business. I've been loved now by six generations of that same family with two more in waiting.

My earliest family owners were Quakers and my form reflects their simple tastes. My only ornamentation is four simple wooden columns that frame my face. My case is mahogany, undoubtedly shipped from Central America and unloaded at a dock on the Susquehanna River that served as Lancaster's window to the world. Americans weren't making clock faces then so my visage is English. Other than that, I'm about as American as you can get.

Oh, the stories I could tell after being in one family for so many generations. I've witnessed births, deaths, marriages, quarrels, hardship, love-making, tears and quite a bit of laughter. My first family owner, Jeremiah Brown, Jr., was a member of Congress. When he was on hand, I heard plenty of his Whig politics including his strong opposition of President Tyler's plan to annex Texas as a slave state. It was a venturesome life in that household. Goshen House, my home in the country near the village of Wakefield, was a station on the Underground Railroad. Slaves came and went (at night) through a tunnel that ran from the basement to the creek down below. My second owner was Jeremiah's daughter, Hannah Wood, the baby who was born on the day I was acquired. I remember her as a quiet, gentle soul who wore her white Quaker cap even in the house. Hannah willed me to her son, Samuel David Wood, who had married his distant cousin, Mary Brown, and had joined her father in farming on the prairie near the town of Delavan, Illinois. The redheaded Samuel David was a kind and upright man. My only complaint about him was that he or more probably his wife, Mary, "victorianized" me by adding a very ugly piece of wooden bric-a-brac on my top. I was hugely relieved when this monstrosity was removed. I was meant to be a plain Quaker clock after all.

Samuel David's son, Harry Wood, was my next owner. I struck the hours in his Delavan home for many years until the Great Depression. I remember seeing Harry put his face in his hands and weep when the Delavan bank failed and news of his financial difficulties appeared on the front page of the Peoria newspaper. He had to move to a simple house on the family farm about five miles outside of Delavan. This home may not have been splendid, but Harry and his

wife, Nell, made sure it was made comfortable and filled with laughter as friends, relatives, grandchildren and even great grandchildren arrived for frequent visits.

Harry lived to the very ripe age of 95 and wouldn't part with me even when he and Nell moved into a two-room retirement apartment. Upon his death I was awarded to his oldest daughter, Camilla, who had spent her life as a teacher of history and civics in the Peoria schools. Camilla was a sturdy, no-nonsense person who was not just an aunt but a close friend of her nephew, David Stewart. When Camilla moved to a retirement community in Kalamazoo, she shipped me to David who then lived in Washington, D.C. David, who now lives in Asheville, North Carolina, has seen to it that I am repaired ONLY by qualified old-clock repair men who are very hard to find these days. These folks do appreciate me though. I almost struck an extra hour when one of these clock doctors pronounced my works as "remarkably unmolested" and said that I ran like a Swiss watch. Well, why was this news? I think even the Swiss could have learned a thing or two from the fellow who made me.

So here I am in David's apartment in the Deerfield Retirement Community. I'm in better functional shape than many of the people I see around here and my face is no worse for wear than theirs are. My strike has been a bit muted at the request of David's wife. This was punishment for being a little too assertive in striking the hours when I was located outside a guest room in their former home. Actually I heard only two complaints. One guest said he thought someone was using a pile driver outside. Another said he didn't mind my strike after he covered one ear with a pillow. Such wimps!

Mark, David's son, has been promised he will inherit me IF he stays on the good side of his dad. David and I don't mind waiting a while for that day.



The *Hotline* is published quarterly by Bernard S. Coleman, Deerfield Episcopal Retirement Community, Asheville, NC, for NCCCRA President Walton T. Boyer, Jr, 25 Sheffield Circle, Asheville, NC 28803 (828-277-6493--[Walton.boyer@charter.net](mailto:Walton.boyer@charter.net)). Submissions to the *Hotline* and other *Hotline*-related communications should be addressed to the editor, Bernard S. Coleman ([gothic63@charter.net](mailto:gothic63@charter.net)).

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

The NCCCRA home page  
is your source  
for information.

Check it out!

### Membership Application

Effective October 1, 2015. One-year membership is \$12 for an individual, \$20 for a couple. Life membership is \$80 for an individual. **Checks should be made payable to NCCCRA and given to your community's NCCCRA representative**, so he or she can keep an accurate tally of members. Please indicate whether you are a renewing or new member. If you are not sure who your community's NCCCRA representative is, you may find out by contacting NCCCRA President, Walton T. Boyer, Jr., 25 Sheffield Circle, Asheville, NC 28803; (828) 277-6493; [walton.boyer@charter.net](mailto:walton.boyer@charter.net).

If your community does not have a representative, mail checks to:

NCCCRA, c/o Susan Rhyne, 3913 Muhlenberg Court, Burlington, NC 27215.

The form below is provided for your convenience.

APPLICATION FORM (please print or type)

For membership year 2016

\_\_\_\_\_  
(Your name)

\_\_\_\_\_  
(Spouse's name, if applicable)

Community \_\_\_\_\_

Address \_\_\_\_\_

Status (please check one):  Renewal  New member

Enclosed is payment for (please check one):

One year:  \$12 single  \$20 couple Life:  \$80 individual



**NORTH CAROLINA CONTINUING CARE RESIDENTS ASSOCIATION  
STANDING RULES**

Approved - July 21, 2015

Standing rules are administrative in nature and are published separately from the Association Bylaws. They may be adopted by the Board of Directors at any called meeting of the Board, or by the general membership if not restricted by provisions of the Bylaws, at the Annual Meeting, with or without prior notice, by a majority vote of those present and voting. Standing rules may be amended or deleted by a two-thirds vote of those present and voting if no previous notice of such intent has been given, or by a majority vote of those present and voting if notice has been given.

1. Dues for membership in NCCCRA shall be of two classes, annual and lifetime. Dues for an annual membership shall entitle the member to all rights and privileges of membership as set forth in paragraphs (b) and (c) below. Lifetime membership dues shall entitle the member to all rights and privileges of membership for the remaining life of the member.
  - a. The membership year shall be the calendar year. Payment of dues shall be at the rate in effect as of the date of payment and the appropriate membership or membership credit shall commence immediately. The date of payment for checks sent through the mail is defined as the postmark date for the transmission.
  - b. Payment for a new annual membership received before October 1st of any year shall entitle the owner to membership from the date of payment to the end of that year. Payment for a new annual membership received on or after October 1st through December 31st shall entitle the owner to membership from the date of payment to the end of the following calendar year.
  - c. Renewal of annual dues by anyone who is a current annual member shall be credited to the next following calendar year beyond any for which the member already has credit.
  - d. The rate for annual memberships, whether new or renewals, is \$7.00 per individual if paid prior to October 1, 2015, and shall be \$12.00 per individual or \$20.00 per couple on or after that date. The rate for lifetime membership is \$50.00 per individual if paid prior to October 1, 2015, and shall be \$80.00 per individual on or after that date. These rates shall remain in effect unless or until changed by the Board of Directors.
2. The income from life memberships shall be handled separately from any privileges that result from the membership and shall be treated uniformly regardless of the life span of the member making the original payment. The funds provided by the membership payment shall be pro-rated by the treasurer over a ten year period so that 1/10th of the life membership income is made available to the NCCCRA treasury for current use for each year beginning with the year of receipt and continuing for an additional nine years until the dues balance has been exhausted.
3. Allocation to Regions  
Membership dues shall be shared annually with the several regions of NCCCRA to assist each region in serving its own membership. The total amount available for this purpose shall consist of a sum of one dollar (\$1.00) for each current and life member of NCCCRA in good standing at the start of the fiscal year. To prevent the build-up of unused reserves within the regions, the actual payment to each region shall be determined by subtracting the balance on hand in that region's treasury as of the record date, from the authorized total available for the region. Thereby, each region will start the fiscal year with its treasury replenished to the total authorized level. The date of record for accounting for membership, and allocating of dues, shall be September 30th of each year. The net allocation will be transmitted to the region's treasurer before or at the time of the annual meeting of NCCCRA. The allocation to individual regions shall be determined in two parts. A fixed amount shall be authorized for the purpose of reimbursing expenses by the region, that are relatively constant regardless of the size of the region. The amount of this fixed allocation shall be set by the Executive Committee at the start of each year. The balance of the total regional authorizations, after subtracting the fixed allocations, shall then be determined on the basis of membership. The amount of this variable allocation for each region shall be based upon the proportion of current and life members residing in that region relative to the total number of such members in NCCCRA. The total of the fixed and variable allocations shall be the amount available for payment to the region.

NORTH CAROLINA CONTINUING CARE RESIDENTS ASSOCIATION  
STANDING RULES

- 4 A reimbursement for the cost of travel in a personal car incurred in the conduct of business on behalf of NCCCRA may be claimed by officers, or members of the Board of Directors of NCCCRA, or designated alternates serving on behalf of a board member. A request for such reimbursement shall be submitted to the treasurer of NCCCRA giving the name of the individual, the miles driven and the nature of the business undertaken. Requests for reimbursement other than for direct travel to and from a scheduled meeting must be approved by the president, or the regional representative to the Executive Committee as appropriate. The mileage reimbursement shall be thirty cents (30¢) per mile based on the total number of miles driven in the course of the business for which reimbursement is claimed. The treasurer shall transmit the mileage all reimbursements directly to the individuals claiming such reimbursement.
5. The treasurer of NCCCRA will pay for reasonably priced meals for all those attending a Board of Directors meeting in an official capacity. This shall include: 1) state and region officers; 2) members of the Executive Committee; 3) community representatives, co-representatives and alternates; and 4) chairpersons or their designee of standing committees. In addition the treasurer shall pay for any guest invited to participate.
- 6 Each year, the President, or an Alternate selected by the Executive Committee, shall be authorized to represent NCCCRA and attend the annual meeting of NACCRA (National Continuing Care Residents Association) that is held in conjunction with LeadingAge. At the option of the Executive Committee, one or more additional members of NCCCRA may be authorized to accompany the principal representative. Reasonable expenses shall be reimbursed by the NCCCRA treasury.
- 7 Standing Committees of NCCCRA as and when established by the Board of Directors shall have duties and responsibilities as described below.
  - a Legislative Committee.
    - 1) Monitor bills and activity of the North Carolina General Assembly to identify actions or activities with the potential to impact the lifestyle or finances of NCCCRA members.
    - 2) Advise the NCCCRA Board of Directors and Executive Committee of any such activity and assist them in developing an appropriate response and action by NCCCRA.
    - 3) Assist the NCCCRA Board of Directors and Executive Committee in the organization of the NCCCRA membership to take action in response to such activity.
- 8 The Treasurer shall keep a record of all receipts and expenditures according to accepted accounting practices, preserving for purposes of audit, all bank statements, deposit records and documentation of expenses. In the exercise of his or her duties, the Treasurer shall:
  - a. Keep all cash and/or investment funds in bank accounts approved by the Executive Committee;
  - b. Apportion and amortize membership dues income in accordance with provisions detailed elsewhere within these Standing Rules;
  - c. Distribute Association funds to the Regional Treasurers in accordance with provisions detailed elsewhere within these Standing Rules;
  - d. Pay all expenses as authorized by the budget or the Executive Committee by check. At the direction of the Executive Committee the Secretary shall certify to the bank the names of the Treasurer as the primary signer and the President as an alternate signer of checks.
- 9 Advance notice of at least twenty (20) days shall be given for the date and location of a Board of Directors Meeting and notice of thirty (30) days shall be given for the Annual Meeting. A preliminary agenda for the business portion of the Annual Meeting shall be included in the notice for the meeting. If there be any request for an addition to the agenda before the start of the business meeting, a revised agenda may be adopted by a two-thirds vote of those members present and voting. Otherwise no new business not included in the agenda shall be considered for action during the meeting.

**NORTH CAROLINA CONTINUING CARE RESIDENTS ASSOCIATION  
STANDING RULES**

10. The President may appoint a Parliamentarian either for a continuing term or for specific occasions to advise and assist the President and Association members in the conduct of meetings and to serve as a consultant in the interpretation of Association Bylaws, Standing Rules and the Association's Parliamentary Authority.
11. By virtue of its status as a corporation, NCCCRA must have an Agent registered with the North Carolina Department of State in accordance with the provisions of Chapter 55D, Article 4 of the North Carolina General Statutes. The Registered Agent's position has no tenure limits nor need he or she be a member of NCCCRA. When and as this is necessary the Executive Committee shall have the duty and power to appoint a new Agent. The Agent's sole corporate function is to forward to the Association any notice, process, or demand that is served on the organization. In addition, the Agent may be asked to advise and assist the Board of Directors, the Executive Committee and the Officers of the Association in matters related to its corporate status.
12. Meetings of the Executive Committee may be conducted in the form of a telephone or internet conference. Such conference calls shall be conducted under the auspices of a professional hosting service to arrange the details of establishing connections. The following special rules of order shall apply:
  - a. Each member of the conference call must be able to clearly hear and speak to all of the other members.
  - b. Members must be able to get the attention of the presiding officer to ask for the privilege of the floor.
  - c. Action by consensus (i.e. without dissent) shall be used whenever possible and especially for routine business.
  - d. Any action requiring a vote shall be conducted by roll call.
  - e. A written copy of minutes of the meeting shall be promptly transmitted after the meeting to all members of the Executive Committee by mail or electronic means.
13. Any intent to amend the Bylaws shall include a notice of this intent in the notice for the Annual Meeting. With the notice, the full text of the proposed amendment document shall be provided to all Community Representatives who shall make this available for reading by members of their community by whatever means is convenient to them. This text shall include the sections of the existing Bylaws proposed for change together with the amendments thereto.

**NORTH CAROLINA CONTINUING CARE RESIDENTS ASSOCIATION** Amendments to the Bylaws  
To be presented at Annual Meeting, October 6, 2015 (As proposed, June 2015)

## Introduction

The accompanying document contains the proposed amendments to the current NCCCRA Bylaws shown by the deletion of text indicated by ~~strikeout~~ and by the insertion of text shown in *italics* or in **bold type**. Changes which are only editorial or stylistic in nature are shown *in italics* in order to not detract from reading the text. Substantive changes are shown **in bold type**.

These changes have been initiated by the Executive Committee and prepared in detail by an ad hoc Bylaws committee of Bill Gentry and Heather Rodin. The changes are intended to accomplish the following:

Amendments that are editorial or stylistic in nature.

[Text which if left unchanged would not affect the operation of the Association, but which can be conveniently improved or corrected when the bylaws are being amended for some other purpose (shown in italics so as not to distract the reader).]

Amendments to accommodate and clarify voting status of Co-Representatives and Co-Regional Chairs.

Amendments to allow Co-Presidents and Co-Secretaries as state officers with consequential provisions as to the duties and rights of these officers including status as Past Presidents.

Amendments to clarify or modify existing duties and responsibilities in particular expanding Executive Committee powers under strict limits.

Amendment to enable and legitimize existing practice of holding meetings of the Executive Committee via teleconferencing.

Amendment implementing new Standing Committee membership.

Amendment pertaining to authorization to initiate bylaw amendments.

Amendments pertaining to various requirements for prior notice.

Terminate Associate Membership

**NORTH CAROLINA CONTINUING CARE RESIDENTS ASSOCIATION PROPOSED AMENDMENTS TO THE BYLAWS**

As of 6/20/2015

## ARTICLE I - Name and Location

The North Carolina Continuing Care Residents Association (NCCCRA) is a voluntary, **501(c)(4)** not-for-profit organization created and organized by residents of continuing care retirement communities ("CCRCs") in North Carolina ~~which~~ *that* are licensed by the State Department of Insurance. The *corporate address* ~~office~~ of this organization is 100 Carolina Meadows, Chapel Hill, North Carolina 27517. The organization shall operate in accordance with **Chapter 55A of the North Carolina General Statutes and with** the Bylaws incorporated herein.

## ARTICLE II - Purpose of the Organization

The purpose of the NCCCRA is to further the interests of residents of continuing care retirement communities to live secure and useful lives and to monitor legislation in the North Carolina General Assembly to assure none is detrimental to the well-being of CCRC residents.

## ARTICLE III - Associated Communities

## Section 1. Definition

The residents of any ~~Continuing Care Retirement Community ("CCRC") which~~ *CCRC that* is licensed as such by the Department of Insurance of the State of North Carolina, may become an Associated Community of NCCCRA. This shall provide the residents with the right of representation in the operation of NCCCRA. At all times at least one of the residents must be an individual member in good standing of NCCCRA. Each associated community shall be assigned to one of the several geographical regions within the State of North Carolina according to standards adopted by the Board of Directors.

## Section 2. Community Representative

Each associated community shall select an individual to serve on behalf of its residents, as a representative to the state and regional organizations of NCCCRA. This Representative shall serve as a member of the Board of Directors of NCCCRA and shall be the point of contact between the community and NCCCRA. The Representative shall be responsible, in person or with the assistance of other residents, for the promotion of membership; the collection and forwarding of membership dues; and the distribution of the Hotline. **The community may optionally select two individuals to serve as Co-Representatives, sharing the duties, rights, and privileges of a single Representative. Both may attend and participate in debate at meetings of the Board of Directors, but they shall be entitled to only one vote.** The community may also select an Alternate Representative to serve in the absence of the Representative **or Co-Representative** at meetings of the Board of Directors with full rights of representation.

**NORTH CAROLINA CONTINUING CARE RESIDENTS ASSOCIATION** Amendments to the Bylaws  
To be presented at Annual Meeting, October 6, 2015 (As proposed, June 2015)

## Section 3. Restrictions

The Community Representative and Alternate Representative must be members in good standing of NCCCRA. Other than this restriction, the community shall be at liberty to choose its representatives in whatever manner it pleases, to set the length of the term of office, and to set its own limits on the number of terms a representative may serve.

## ARTICLE IV - Membership

~~Section 1. Members~~

Residents of licensed CCRCs are eligible for membership upon payment of annual dues or payment for a life membership. The amount and conditions for dues payment shall be established by the Board of Directors. The rights and privileges of membership shall be the same for each type of member so long as payments for annual membership are kept current.

~~Section 2. Associate Members~~

~~Any individual who is not otherwise eligible to be a full member of NCCCRA may become an associate member upon payment of the appropriate membership dues. An associate member shall receive the *Hotline* and all notices addressed to full members; shall have the right to attend meetings and participate in all discussions and debate; but shall not have the right to present motions or to vote upon matters brought to the full membership; nor may he or she hold office in the organization.~~

## ARTICLE V - Officers and Elections

## Section 1. Officers

- a) ~~The officers of this organization shall consist of a President, a Vice-President, a Secretary, and a Treasurer.~~ **The officers of the Association shall consist of a President, a Vice-President, a Secretary and a Treasurer. Alternatively, the Association may elect two individuals to share the office of President as Co-Presidents in which case there shall be no Vice-President and all duties assigned hereafter to the Vice-President shall be assumed by the Co-Presidents. Similarly the Association may elect two individuals to share the office of Secretary as Co-Secretaries but there shall be only one Treasurer. When there are shared offices, each officer shall fully share all of the rights, privileges and duties of the single office and in this event, any reference to actions by the President or Secretary contained hereafter shall apply jointly to the appropriate Co-Officers.**
- b) ~~Each officer shall be elected by the members of the organization. The members of the organization shall elect each officer for a term of one year or until such time as a successor is elected. The normal term of office shall commence at the end of one Annual Meeting and terminate at the end of the next succeeding Annual Meeting. The Treasurer may be re-elected for a total of three consecutive terms. The other officers may be re-elected for a total of two consecutive terms in the same office. For the purposes of determining eligibility, an officer who has served more than a half term is considered to have served a full term. If there be Co-Presidents, or Co-Secretaries, tenure restrictions shall apply to each person individually, not to the team. Officers shall be current members of NCCCRA in good standing and must remain as such throughout their term of office.~~

## Section 2. Election of Officers

- a) ~~The chairperson of the Nominating Committee shall be the Past President (see Article VIII, Section 1) who shall appoint three members, one representing each of the three regions of the state. The Chairperson of each region shall appoint one member from its region to this committee.~~
- b) This ~~The~~ *Nominating* Committee, having secured the consent of the nominees, shall submit a list of candidates to the President at least 30 days prior to the Annual Meeting.
- c) Further nominations, upon the prior consent of those being nominated, may be made from the floor at the time of the election.
- d) Elections shall take place at the NCCCRA Annual Meeting by voice vote unless there is more than one nominee for any office **in which case the vote for that office shall be by written ballot.**
- e) A vacancy in the position of President shall be filled by the Vice-President if that officer be willing and able to serve. Vacancies in the positions of other officers **or of the President, if the Vice-President is not willing or able to serve,** shall be filled by vote of the Executive Committee. Upon acceptance of an appointment, the appointee shall serve the balance of the term of the officer being replaced.

## Section 3. Duties of Officers

- a) The President shall preside at the Annual meeting and meetings of the Board of Directors and the Executive Committee. ~~The President may also be assigned other rights and responsibilities by the Board of Directors or the Executive Committee. The Board of Directors or the Executive Committee may assign other rights or responsibilities to the President.~~
- b) The Vice-President shall preside in the absence of the President.

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- c) The Secretary shall keep an accurate record of all business conducted at the Annual Meeting, the meetings of the Board of Directors, and of the Executive Committee. The Secretary will notify members of all meetings listed above.
- d) The Treasurer **shall be responsible for the receipt and disbursement of all funds and recording thereof on behalf of the Association as provided in the Standing Rules.** ~~He or she shall keep a record of all receipts and expenditures according to accepted accounting practices. He or she shall keep all cash and/or investment funds in bank accounts approved by the Executive Committee and may delegate other individuals to make deposits in those accounts. All expenses will be paid by check signed by the Treasurer, or in his or her absence by the President, as authorized by the budget or the President.~~
- e) The fiscal year shall be October 1 to September 30 of the following calendar year.

ARTICLE VI - Annual Meeting

Section 1. Meetings

The Annual Meeting for all members will be held in October of each year. The agenda shall include, but is not limited to, the election of officers, approval of the budget, and when appropriate, a vote on any proposed amendments to, or revisions of the Bylaws.

Section 2. Quorum

A quorum shall consist of fifty (50) members and representation from at least ten (10) associated communities.

Section 3. Voting

Election of officers and approval of all business brought before the body will be by majority vote of those present and voting.

Section 4. Notice

~~Advance notice will be required for all business to come before the Annual Meeting.~~ **Notice of the Annual Meeting shall be given to members according to provisions contained in the Standing Rules.** ~~This notice may be provided by the Hotline news bulletin or other printed material distributed to all members.~~

ARTICLE VII - Board of Directors

Section 1. Members

The Board of Directors shall consist of the four officers, the Chairperson of each of the regions or their designee, the Past President and the Community Representative from each associated community so long as such representative is a current member in good standing. The President may appoint a Parliamentarian to be a non-voting member of the Board of Directors. A community does not forego the right to a separate representative by virtue of one or more officers being from that community.

**Section 2. Powers**

**The Board of Directors shall establish the policies, plans and directives for the organization, oversee the activities of the Executive Committee, and approve the organization's Standing Rules.**

Section 3. Meetings

The Board of Directors shall meet in May or June of each year to review the actions of the Executive Committee and to conduct such other business as is brought before it. Board members are also expected to attend the Annual Meeting **and may be called to meet in conjunction with this meeting should the President determine a need.** Approval of all business brought before the body will be by majority vote of those *members who are eligible to vote* present and voting. ~~Only the Board has the right to speak and act on behalf of NCCCRA. A special meeting of the Board may be called by the President or the Executive Committee with twenty (20) days notice.~~ **The President or the Executive Committee may call a special meeting of the Board with twenty (20) days notice. Notice for all meetings shall be according to provisions contained in the Standing Rules.**

Section 4. Quorum

A quorum shall consist of fifteen (15) members.

Section 5. Reimbursement

Members of the Board or their authorized alternate shall serve without pay but, upon submission of evidence of itemized expenses, may be reimbursed for attendance at Board of Director meetings and for other reasonable out-of-pocket expenses incurred in connection with their service as a member of the Board.

Section 6. Attendance

All meetings are open to the full membership.

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ARTICLE VIII - Executive Committee

Section 1. Composition

The Executive Committee of the Board of Directors shall consist of the four *elected* officers, the Chairperson of each region or its designee, and the Past President(s). ~~The Past President is defined as the individual who was the last to have served as President prior to the President who was elected at the start of the current year.~~ **The Past President is defined as being the individual(s) who at the time of annual elections last preceded the incoming President in office. In the event there were Co-Presidents, both individuals shall be designated as Past Presidents. The Past President(s) shall have the right to debate but shall not be counted in establishing a quorum. If there are Co-Secretaries or Co-Past Presidents, in either case both shall have the right to debate but only one may vote or be counted in establishing a quorum.**

Section 2. Powers

~~The Executive Committee is empowered to act for the Board of Directors in all regards except for financial matters and issues relating to governmental legislation.~~ **The Executive Committee shall organize, promote, and oversee all activities of the Association in support of the Association's mission. In so doing it shall be guided by the plans, policies and directions of the Board of Directors and such additional direction as may be provided at Annual Meetings. All actions of the Executive Committee shall be reported to the Board of Directors. These may include but are not limited to the following.**

- a) **The Committee shall oversee the publication of the *Hotline*, operate a public website, and assist and promote all activities related to membership recruitment and member education.**
- b) **The Committee shall supervise the financial activities of the Treasurer including approving the choice of financial institutions used by the Association, and approving expenditures of funds not included in the budget. The Committee shall have the authority to enter into contracts and to undertake any other financial action except setting the amount of member dues or apportioning state dues income to the Regions.**
- c) **The Committee between meetings of the Board of Directors and the Annual Meeting shall have the authority to take action and speak on behalf of the Association with respect to governmental legislation or proposed legislation only on those issues that may directly impact members financially or socially. Such action shall require an affirmative vote by at least two-thirds of the total number of eligible voters of the Executive Committee. This authority to speak or act on behalf of the Association shall not extend to legislative matters that do not directly impact members, which authority shall only be granted by action of the Board of Directors or the general membership.**

Section 3. Meetings

The Executive Committee shall meet at the call of the President. Five members shall constitute a quorum. **All actions shall require the approval of a majority of those members eligible to vote present and voting unless restricted by other provisions within these bylaws. The first meeting of a new Executive Committee shall be in person. Thereafter, meetings via teleconferencing shall be permitted subject to conditions established in the Standing Rules.**

ARTICLE IX - Committees

~~Standing committees may be established by the Board of Directors. Ad hoc committees may be established by either the Board of Directors or the Executive Committee.~~ **The Board of Directors may establish permanent Standing Committees with duties and responsibilities as defined in the Standing Rules. The Board of Directors, the Executive Committee or the President may establish ad hoc committees as and when needed. The chairperson of each standing committee shall be appointed by the President with the consent of the Board of Directors, which consent may be transmitted by e-mail. Members of the committee shall be appointed by the President or the Executive Committee, or when so empowered, by the chairperson of the committee. The term of office for all committee members shall extend from the date of one annual meeting to the next succeeding annual meeting. Renewal of appointment may be continued from year to year. Any Standing or ad hoc Committee may choose to conduct meetings by electronic means so long as all members of the committee are included in the interchange.**

ARTICLE X - Regions

Section 1. Definition

To facilitate maximum participation by members, the State of North Carolina shall be divided geographically by the Board of Directors into two or more Regions based on the location of facilities and the travel time needed to reach them. The number of regions and the assignment of Associated Communities to each region shall be determined by the Board of Directors. The Board of Directors shall allocate a portion of annual member dues income to each region for the support of its program.

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Section 2. Meetings

Each region shall hold an annual meeting of the members who reside in the CCRCs located within the region, at a time determined by the region, for the purpose of electing officers and conducting other business. The region may hold additional meetings or programs as it chooses for the benefit of its members. Attendance at meetings shall be open to all individual members of NCCCRA whether or not they reside within the region.

Section 3. Officers

Each region shall elect as officers a Chairperson, a Vice Chairperson, a Secretary and a Treasurer to serve for one year or until a successor has been elected. An officer may serve a maximum of two consecutive terms in any one office. **Regions may elect a single individual serving as the sole officer or two individuals serving as co-officers for any position. If there are Co-Chairpersons there will be no need to elect a Vice Chairperson.** A regional officer must be a member of NCCCRA in good standing but may not be a state officer of NCCCRA. He or she may hold the office of Community Representative simultaneously.

Section 4. Representatives

The Chairperson of each region, or in his or her absence the Vice Chairperson, shall serve on the Executive Committee and the Board of Directors as the representative from the region. **If there are Co-Chairpersons, both individuals may attend and participate in debate but only one may vote as a representative of the region.** A region may select an alternate representative in place of the Chairperson or Vice Chairperson.

Section 5. Finances

The Regional Treasurer shall be responsible for the handling of funds allocated to the region from the general NCCCRA treasury and for such other funds as may be received or expended internally. The repository for funds shall be determined by the officers of the region. An accounting for these funds shall be submitted to the Treasurer of NCCCRA annually at the completion of the fiscal year.

ARTICLE XI - Parliamentary Authority

The Parliamentary Authority shall be the current edition of Robert's Rules of Order Newly Revised, which governs all cases to which they are applicable, insofar as they are not inconsistent with the Bylaws.

ARTICLE XII - Amendments

These Bylaws may be amended at any Annual Meeting of the membership by a majority vote of those present and voting, provided that at least ~~30 days~~ **20 days** advance notice of the proposed amendments has been given to all members **according to the requirements set forth in the Standing Rules. Amendments may be initiated by either the Executive Committee or the Board of Directors. They may also be initiated by a petition from fifteen (15) members delivered to the Secretary with a copy of proposed text at least sixty (60) days prior to the date of the Annual Meeting. Amendments by petition shall be subject to review by a facilitator appointed by the Executive Committee to assist the petitioners in integrating the proposed amendments functionally and editorially into the existing bylaws.**

ARTICLE XIII - Dissolution

Upon the dissolution of the NCCCRA corporation all assets and property of the corporation shall be distributed as required by the North Carolina statutes relating to nonprofit corporations. Any remaining assets shall be distributed to the appropriate resident body of each of the participating continuing care retirement communities according to the number of paid members in each community.

Last revised, October 30, 2012