# ALLIANCE ON AGING AND VISION LOSS, INC.

**BYLAWS**

(last amended July 24, 2022)

# **BYLAW 1:** NAME

The name of this organization is Alliance on Aging and Vision Loss, Inc., also referred to as AAVL.

# **BYLAW 2:** PURPOSE

The purpose of the Alliance on Aging and Vision Loss is to strive to improve the well-being of older adults experiencing vision loss:

Through a representative national membership organization primarily of older adults who are blind or visually impaired;

By advocating for the improvement of the social, economic and cultural status of adults, and especially older adults, with vision loss;

By providing support, information and consultation to adults, and especially older adults, who are blind or have low vision;

By supporting education awareness and adult rehabilitation programs for adults, especially older adults, who are blind or have low vision;

By cooperating with public and private institutions and agencies of and for people who are blind or who have low vision;

By providing for the free exchange of ideas, opinions and information relative to matters of interest to adults, and especially older adults, with vision loss, through the publication of an accessible newsletter and other types of material;

By encouraging adults, especially older adults, losing vision to realize their potential and assume their role as valued members of the community

# **BYLAW 3:** MEMBERSHIP

The membership of AAVL shall be of five (5) categories. All individuals eighteen (18) years of age or older are eligible to apply for membership.

1. Member-at-large: Any person may apply for membership to the Treasurer. Said application must be accompanied by one (1) year’s dues. A majority of these members must be blind or visually impaired.
2. Affiliated Organization: Any organization having at least ten (10) voting members, the majority of whom are blind or visually impaired, may apply for affiliation with AAVL. Such an application shall contain the following information: a cover letter stating the reasons for the application, a current membership list indicating those members who are legally blind and those who are voting members, and a copy of the applicant’s governing document(s), such as Bylaws. An application shall be accompanied by one (1) year’s appropriate dues. Such application must be approved by a majority of the Board of Directors. To remain in good standing, the affiliated organization must comply with these requirements.
3. Sustaining Member: Any person may apply for Sustaining Membership. These individuals are non-voting supporting members.
4. Lifetime Member: Any person may apply for AAVL Lifetime Membership.
5. Honorary Member: The Board of Directors may confer an Honorary Membership upon any person who, in its judgment, has given outstanding service to and for people who are blind or visually impaired.

# **BYLAW 4:** DUES

Dues shall be paid on a calendar year basis to the Treasurer or his/her designee. Members whose dues are not paid by March 15th will be delinquent and considered not in good standing. Delinquent members’ dues must be submitted to the above designated person not later than thirty (30) days before the AAVL Annual Convention, the record date, in order to qualify for the right to vote at that annual business meeting.

1. Dues for a Member-at-large shall be fifteen dollars ($15.00).
2. Dues for an Affiliated Organization shall be fifteen dollars ($15.00) per capita.
3. Dues for a Sustaining Member shall be a minimum of fifteen dollars ($15.00).
4. Dues for an AAVL Lifetime Member shall be two hundred dollars ($200.00).

# **BYLAW 5:** VOTING

Any business brought before the membership at the annual business meeting shall be decided by a majority vote of those members present and voting unless otherwise stated herein.

1. Each voting member attending an annual business meeting shall be entitled to one (1) vote on any issue, provided that the person was a member prior to the record date of the annual business meeting, which shall be thirty (30) days prior to the meeting.
2. A voice vote for the ayes and nays may be called for by the presiding officer. For voice votes, "in person" attendees shall vote via oral ayes and nays; virtual attendees shall cast votes by any protocol provided for by the adopted remote meeting platform or client program.
3. If a vote on any issue, in the opinion of the presiding officer, is too close to determine the result, the presiding officer shall have the discretion to order a record vote on the issue. Contested elections of officers or directors, and the disposition of main motions on proposed constitutional and/or bylaw amendments must be conducted via record vote. A record vote on any issue shall also be ordered by the presiding officer if any five (5) certified voting members identify themselves either from the floor of the business meeting or via the adopted remote meeting platform or client program and request a record vote.
4. A record vote shall be taken by a standing vote and/or a show of hands by certified voting members on the floor of the business meeting and by the equivalent action provided for by the adopted remote meeting platform.

# **BYLAW 6:** BOARD OF DIRECTORS

1. The officers, directors and immediate past president of AAVL shall constitute the Board of Directors, with a majority being blind or legally blind. All elected members of the Board of Directors shall assume their duties at the close of the current year’s annual meetings.
2. The Board of Directors shall be the governing body of AAVL between annual business meetings, provided that it shall make no policy decision and take no official action in conflict with these Bylaws. A quorum to do business shall consist of a majority of the Board of Directors.
3. The officers shall consist of a President, a Vice President, a Recording Secretary and a Treasurer/Corresponding Secretary to be elected in even-numbered years for terms of two (2) years by a majority vote cast at the business meeting. The President and Vice President must be blind or legally blind.
4. There shall be four (4) directors to be elected in odd-numbered years for terms of two (2) years by a majority vote cast at the business meeting.
5. The Recording Secretary and Treasurer/Corresponding Secretary shall have no limit on the number of terms elected.
6. The President, Vice President and Directors shall not be elected for more than two (2) two-year consecutive terms to the same office.
7. No member of the Board of Directors shall receive compensation for services to AAVL. However, he/she may be reimbursed for actual expenses incurred in the exercise of his/her duties, except for expenses to attend the annual convention, provided that funds are available.
8. Should a vacancy occur in the office of the President, the Vice President shall automatically assume the Presidency and shall serve the remainder of the term.
9. Should a vacancy occur between annual business meetings in any elected position, except in the office of President, the Board of Directors shall by a majority vote within thirty (30) days elect a member in good standing to serve in that position until the next annual business meeting, at which the membership shall elect a successor to serve for the remainder of the term. Any officer or director elected to a position under the provisions of this section shall assume the duties of that position immediately upon Board election.
10. Any officer or director elected by the membership to complete an unexpired term, who serves more than half of the assigned duration of that term, shall have the term counted as a full term served.

# **BYLAW 7:** POWERS AND DUTIES OF THE CONVENTION, BOARD OF DIRECTORS, AND COMMITTEES

1. Any voting member may make or second motions, make nominations, serve on committees, and may be elected to office. To do business during the annual business meeting, a majority of those members present and voting shall constitute a quorum.
2. Officers and Directors of AAVL shall perform the usual functions of their offices as prescribed by Robert’s Rules of Order, Newly Revised, unless otherwise provided for herein.
   1. The Recording Secretary shall furnish to each member of the Board of Directors a copy of the minutes of each Board meeting. A general summary of all official actions at the annual business meeting shall be provided in the subsequent issue of AAVL’s newsletter.
   2. The Treasurer, in addition to the usual duties of the office, shall furnish a financial report at each meeting of the Board of Directors and an annual report at the yearly business meeting. The Treasurer shall also maintain the roster of certified members and a file of names and contact information of delinquent members. Prior to each business meeting the Treasurer shall provide a list of the names of all current members to the Recording Secretary.
3. The record of minutes and the financial books and records of account shall be available for an internal audit annually.
4. Committees shall be appointed by the President to serve for the following functions.
   1. A Public Relations Committee shall consist of a chairperson, the newsletter editor and two (2) additional members. The newsletter shall be published at least twice per year in appropriate accessible formats. This Committee shall offer advice in the publication of other appropriate materials when necessary.
   2. The Nominating Committee shall consist of a chairperson and no less than two (2) members. This Committee shall prepare a slate of nominees for elective office which will be published in the issue of the newsletter prior to the annual business meeting. The chairperson shall present if necessary, a brief resume of any nominee.
   3. The President shall appoint ad hoc committees as needed.

# **BYLAW 8:** AFFILIATION AND MEETINGS

1. AAVL, a 501(c)(3) nonprofit organization, shall be affiliated with and shall comply with the rules for membership and affiliation of the American Council of the Blind, 1703 N. Beauregard St., Suite 420, Alexandria, VA 22311.
2. An annual convention of programming and business meeting shall occur either during the week of the American Council of the Blind Conference and Convention or not more than thirty (30) days prior to or following the opening date of the conference and convention. Any membership meeting, or portions thereof, may be conducted, either exclusively or as a contemporaneous hybrid component, by means of the Internet or other electronic communications technology in a fashion pursuant to which the members have the opportunity to read or hear the proceedings substantially concurrently with their occurrence, vote on matters submitted to the members, pose questions, and make comments.

# **BYLAW 9:** AMENDMENTS

These Bylaws may be amended at any annual business meeting by a two-thirds (2/3) vote of those members present and voting according to voting procedures contained herein, provided that both the original language and the proposed amending language shall be read. All amendments made to these Bylaws shall become effective at the close of the annual meetings of the year at which they are adopted. The president may call a special meeting with thirty (30) days’ notice for purposes of considering amendments to the bylaws.

# **BYLAW 10:** DISSOLUTION

This organization may be dissolved only at an annual business meeting by a four-fifths (4/5) vote of the members present and voting. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation to the American Council of the Blind, a 501(c)(3) corporation. The Board of Directors shall have the right to specify to which financial fund(s) the assets shall go.

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NOTE: Background information

On July 4, 1999, AAVL was chartered by ACB.

Only one known braille copy of the document existed. It last had amendments made in 2007. No dates were given, but the two officers listed at the bottom were President Teddie Joy Remhild and Recording Secretary Roy Ward.

This document was later amended on the following dates:

July 4, 2019

July 18, 2021

September 26, 2021

July 24, 2022