



Mid Coast Hospital Auxiliary

Brunswick, Maine

By-Laws

Article I – Name

The name of this nonprofit organization shall be the Mid Coast Hospital Auxiliary, organized in October, 2001 following the consolidation of the Bath and Brunswick Auxiliaries of the Mid Coast Hospital.

Article II – Purpose

The purpose of this nonprofit organization shall be to promote volunteerism on behalf of the Mid Coast Hospital, to provide financial resources to the Hospital raised through community related fundraising projects, to encourage health related careers through scholarship assistance, and to promote the health, welfare and positive relationships within surrounding communities in accordance with the objectives established by Mid Coast Hospital.

Article III – Membership

Any person interested in the purpose of the Auxiliary is eligible for membership. Membership forms are available on-line, from members of the Membership committee or through the Volunteer Office.

Article IV – Dues

Membership dues shall be reviewed annually by the Auxiliary Board of Directors (“Board”) at its May meeting. Changes, if necessary, shall be voted upon by the Board. Dues are payable each September.

Article V – Fiscal Year

The fiscal year of the Auxiliary shall run from July 1 through June 30.



Article VI – Meetings

The Annual Meeting of the Auxiliary shall be held in October each year, at a date and place selected by the Board. At the Annual Meeting, the Nominating Committee will present the slate of officers and directors. A written notice, of this annual meeting, shall be distributed to the membership.

Article VII – Quorums

At all meetings of the Board, eleven members shall constitute a quorum. Twenty-five members shall constitute a quorum for meetings of the general membership.

Article VIII – Organization

Section 1. Officers

The elected officers shall be President, Vice-President, Recording Secretary, Treasurer and Assistant Treasurer to be elected biannually at the annual meeting.

Elected officers shall constitute the Executive Committee. The immediate Past President shall be an ex-officio member of the Executive Committee.

Officers shall be elected at the annual meeting for a term of two years. They may hold their respective offices for two consecutive terms of two years or until their successors are elected.

Roles and Responsibilities for all officers are outlined in the Auxiliary Policies and Procedures Manual.

Section 2. Board of Directors

The Board of Directors shall consist of the five elected Officers of the Board, at least seven other elected directors, eight standing chairs of Standing Committees, plus the immediate Past President and the Director of Volunteer Services. The total number of Board members should not exceed 25.

Directors shall be elected at the Annual Meeting of the Auxiliary. Such directors shall hold their offices for three years and may be reelected for one additional three-year term. Directors must be Auxiliary members.

If a Director misses three consecutive meetings of the Board, unless excused, the President may appoint another director to fill the unexpired term of such director. Board members will communicate with the President regarding expected missed



meetings. Members will be considered present, if they attend via phone or electronic video means.

Article IX – Committees

Section 1. Committees

The President shall appoint the Standing Committee Chairs from the Board or from the general membership. If from the general membership, the Chair of the Standing Committee will become a voting member of the Board. Roles and Responsibilities for committees are outlined in the Policies and Procedures Manual.

Section 2. Executive Committee

There shall be an Executive Committee consisting of the officers of the Auxiliary. The Executive Committee shall act as the agent of the Board in transacting special business when it is impossible to convene the entire Board. Any action taken by the Executive Committee must be reported to the Board at its next regularly scheduled meeting.

Section 3. Finance Committee

There shall be a Finance Committee consisting of the Treasurer, the Assistant Treasurer, and the Chairs of the Standing Committees, with the Treasurer serving as the Chair of the committee. The Finance Committee shall prepare the Auxiliary's budget for the fiscal year which shall be presented for adoption by the Board, at the September Board meeting, annually.

Section 4. Standing Committees

Standing committees shall be: Gift Shop, Nominating, Fundraising, Membership, Publicity, Scholarship, Member to Member and Teddy Bear Club. Each committee shall consist of a Chair and such members as the Chair deems necessary.

Article X – Auxiliary Policies and Procedures Manual

The Auxiliary Policies and Procedures Manual (“P&P Manual”) shall be enacted by the Board. The copy of the Manual shall be attached to the By-laws and may be enacted or amended as needed by the Board without approval of the members of the Auxiliary. The P&P Manual shall be reviewed each year for updates and regarded as a fluid document to share knowledge and organization for Auxiliary members.

Article XI – Amendments



MID COAST HOSPITAL
Auxiliary

The By-laws may be reviewed at any time at the discretion of the Board. The By-laws may be amended by a vote of two-thirds of the members present at a membership meeting of the Auxiliary. After approval by the Board and Auxiliary membership, the By-laws shall be subject to review of the Mid Coast Hospital Board of Directors.

Article XII – Voting by Proxy

Auxiliary Members may vote on Auxiliary business via proxy. A member's proxy vote must be emailed to the President or President's designee three (3) days in advance of any Board meeting. Proxy votes will then be presented at the Board vote.

Article XIII – Parliamentary Authority

Robert's Rules of Order, Newly Revised, shall be the parliamentary authority for all matters of procedure, not specifically set forth in the By-laws.

Adopted by the Mid Coast Hospital Auxiliary on October 24, 2000, and the Mid Coast Board of Directors on November 30, 2000. Revised on October 16, 2008, October 8, 2014 and October 30, 2019.

Revised: October 30, 2019

Joyce Morgan, President

Mid Coast Hospital Auxiliary