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Amended and Approved by Board of Directors

**January 12, 2021** 



## THE UCLA RETIREES' ASSOCIATION

#### **Article I - NAME**

The name of this organization shall be the UCLA Retirees' Association (UCLARA), hereafter "the Association."

#### **Article II - PURPOSE**

The purposes of this organization shall be to:

- Promote the interests and welfare of UCLA staff retirees.
- Facilitate mutually supportive relationships between retirees and UCLA.

- Help members understand the UCLA resources available to them.
- Represent the views and concerns of retirees to the University administration.
- Foster the enjoyment of new, continued and renewed friendships among members.
- Provide a connection to campus life for retirees that includes participation in educational and entertaining programs, social events and volunteer activities.

#### Article III - MEMBERSHIP

**Section 1.** <u>Eligibility for Membership</u>. All persons who have retired from service at any campus of the University of California are eligible for membership in this Association. Also eligible are active staff or faculty, and spouses or partners of retirees, staff or faculty. Membership will be recognized by the Membership Chair upon receipt of an application and applicable fees from prospective members. Persons who are interested in membership but may not meet criteria described on the Association website or on relevant application forms may also be eligible for membership upon recommendation by an active member with approval by the Board of Directors.

**Section 2.** <u>Membership Categories</u>. The Board of Directors may establish various categories of membership and related annual dues, depending on their determination of the needs of the Association.

## Article IV - DUES AND CHARGES

**Section 1.** <u>Fiscal Year</u>. The fiscal year of this Association shall be the period from July 1 through June 30.

**Section 2.** Annual Dues. The Board of Directors shall set the annual dues at a regular meeting of the Board.

## **Article V - ADMINISTRATION**

**Section 1. Officers.** The officers of the Association shall be the President, Vice President/President Elect, Recording Secretary, Corresponding Secretary, Treasurer, and Immediate Past President.

**Section 2.** <u>Board of Directors</u>. The Board of Directors shall consist of the officers, four Members-at-Large, the chairs of Standing Committees, the Emeriti Liaison and the Alumni Affairs Liaison – all of whom shall have voting status on the Board. The Director of the Emeriti/Retirees Relations Center shall serve as an ex officio non-voting member of the Board of Directors.

- 1. **Officers and Members-at-Large.** The officers and members-at-large shall be elected by a majority vote of the Board of Directors.
- 2. Executive Committee. The Executive Committee is composed of the President, Vice President/President Elect, Recording Secretary, Treasurer, and Immediate Past President. It is authorized to act and/or make decisions on behalf of the Board of Directors regarding day-to-day operations of the Association or issues that arise between regularly scheduled Board meetings; and it may be responsible for other activities determined by the Board. Executive Committee decisions are reported to the entire Board if made in their absence.
- 3. **Standing Committees.** Standing Committees have continuous responsibilities from year to year based on the nature of their activities and programs. The President shall appoint the chairs of standing committees with the approval of a majority of the Board of Directors. All chairs of standing committees have equal voting status as members of the Board of Directors.
- 4. **Special Committees.** Special Committees are considered temporary. Chairs of these committees may be appointed by the President at any time for specific activities, initiatives, or programs. They are invited to attend meetings of the Board of Directors, but are not eligible to vote in their role as representatives of their special committees.
- 5. **Emeriti Liaison.** The Emeriti Liaison shall be appointed by the President, following consultation with the President of the Emeriti Association, and serve as a full voting member of the Board of Directors.
- 6. **Alumni Affairs Liaison.** The Alumni Affairs Liaison shall be appointed by the President, and serve as a full voting member of the Board of Directors.
- 7. **Other Directors.** With approval by the Board, the President may appoint other Directors as needed.

**Section 3.** Terms of Office. The term of office for all elected officers and members-at-large of the Association shall be two consecutive fiscal years, unless otherwise specified and approved by the Board, beginning July 1 and ending June 30; and they should not serve more than two elective consecutive terms in the same office. A term of office may be extended by a majority vote of the Board of Directors. Other directors and committee chairs are appointed by each current President, but not to exceed the President's term of office. They may be reappointed by successive Presidents. The immediate Past President shall continue to be a voting member of the Board of Directors for the following term(s) of office of the

succeeding President.

# Section 4. Resignation, Termination and Absences.

Resignation from the Board must be in writing and received by the Recording Secretary. A Board member may be dropped for excess absences from the Board if she/he has three unexcused absences from Board meetings in a year or for other reasons as determined by a three-fourths vote of the remaining Directors.

**Section 5.** <u>Vacancies</u>. A vacancy occurring within the Board shall be filled by appointment by the President based on a recommendation of any member of the Board, and approved by a majority vote of the Board. Such appointee shall serve until the next election for that office and shall have full privileges as an officer of the Association and/or member of the Board of Directors, including voting.

**Section 6.** <u>Responsibilities</u>. The Board shall administer the programs and business activities of the Association, and shall direct an independent audit or financial review of the books of the Treasurer as they deem necessary but no less often than at the end of the final term of the Treasurer. Unless otherwise warranted, the financial review should focus on the second year of the final term of the Treasurer.

# Section 7. Council of University of California Retiree

**Associations.** The UCLA Retiree Association is a founding member of the Council of University of California Retiree Associations (CUCRA) and therefore subscribes to and fully participates in the activities, purposes, goals and objectives of CUCRA. Such participation includes, but is not limited to, payment of dues to CUCRA, and providing a Representative and Alternate appointed by the President. UCLARA representatives and/ or alternates will be members of the CUCRA Representative Assembly, attend and participate in meetings and proceedings of the Assembly and subscribe to Assembly actions.

## **Article VI – DUTIES OF THE OFFICERS OF THE BOARD OF DIRECTORS**

**Section 1.** The President. The President shall preside at all meetings of the Association and at all meetings of the Board of Directors and the Executive Committee; shall appoint committee chairs as needed; and may serve as ex officio member of all committees. The President has the authority tosign all checks and disbursements, shall represent the Association at various functions

and activities, and shall perform such other duties as may be required.

Section 2. The Vice President/President-Elect. The Vice President/President-Elect shall, in the absence of the President or at the President's request, preside over meetings and otherwise act for the President, including the signing of checks or disbursements and other duties as may be requested by the President and/or the Board of Directors. The Vice President/President-Elect shall automatically assume the office of President at the expiration of the President's term of office. In the event the current President is unable to complete his/her term, the Vice President/President-Elect shall complete the President's term and then serve as President for the succeeding two-year term.

**Section 3.** The Recording Secretary. The Recording Secretary shall record and distribute the minutes of the meetings of the Association and of the Board of Directors and Executive Committee meetings, shall keep the Book of Minutes, and shall maintain an upto-date copy of the Bylaws, and shall be responsible for records of decisions and actions of the Board of Directors.

**Section 4.** The Corresponding Secretary. The Corresponding Secretary shall send welcome emails or letters to new members to the Association, follow up with members who may have become inactive, send letters of gratitude, get well, or condolences to members as appropriate; and facilitate communications between the Board of Directors and Association committees and members as needed.

**Section 5.** The Treasurer. The Treasurer shall keep the Books of Account, collect dues and charges, maintain custody of the Association funds, pay all approved bills and sign checks. This officer shall present an annual financial statement and such other financial statements as may be requested by the Board of Directors. The Treasurer is responsible for the preparation and filing of annual Federal and State of California tax returns; and will chair the Finance Committee.

**Section 6.** The Immediate Past President. The Immediate Past President shall chair the Nominations Committee.

#### Article VII - STANDING COMMITTEES

**Section 1. Nominations.** The Nominations Committee is responsible for recommending a slate of officers for election by the Board of Directors. The committee's membership should include four

members, at least three of whom should be current members of the Board of Directors. The Committee shall be chaired by the Immediate Past President, **or** if not available, the current Vice President/President Elect shall serve in this capacity.

**Section 2.** Finance. The Finance Committee is composed of the President, Vice President/President- Elect, Immediate Past President, Treasurer, and two other members of the Board selected by the Treasurer, acting as Chair of the Committee. This committee is expected to consider matters meant to enhance financial accountability and transparency, availability of financial resources, and the impact of potential and existing fiscal obligations of the Association, develop and propose an annual budget to the Board of Directors, evaluate use and replenishment of UCLARA's reserve fund, and make formal recommendations to the Board of Directors on financial matters for the benefit of the membership.

**Section 3.** <u>Membership Records</u>. The Membership Records Committee shall be responsible for maintaining current membership records, analyzing membership, and providing reports to the Board. Matters of questionable eligibility for membership in the Association shall be referred to the Board of Directors for final decision. The chair shall maintain an accurate roster of members and appoint other members to the committee as needed.

Section 4. <u>Membership Marketing</u>. The Membership Marketing Committee shall be responsible for recommending and implementing membership development and engagement initiatives, and collaborate with other Board committees, the Emeriti and Retirees' Resource Center (ERRC) and other University departments as appropriate to ensure visibility of membership opportunities. The chair shall appoint other members to the committee as needed.

**Section 5.** <u>Program.</u> This committee shall plan and submit to the Board of Directors for approval an annual program of activities for the Association. The chair shall appoint other members to the committee as needed.

**Section 6.** <u>Campus and Community Relations</u>. This committee is responsible for identifying, developing, or recommending programs or initiatives that will enhance the connectivity and advocacy of the Association with the University, community or civic groups throughout the region. Implementation of such initiatives may require coordination or interaction with other standing or special

committees of the Association. The chair shall appoint other members to the committee as needed.

**Section 7. Interest Groups.** The Association promotes and facilitates the organization of numerous and diverse interest groups that provide an opportunity for social or cultural interaction, community engagement, or education for members and guests. The chair of this committee is responsible for coordination of interest group activities and venues and for identifying and developing new groups based on membership interest. The chair shall appoint other members to the committee or coordinators of specific interest groups, as needed.

**Section 8.** <u>Travel Group</u>. This committee is responsible for planning, organizing and promoting tours and cruises, coordination with tour companies or travel agencies, and arranging for group activities relevant to these events for members. The chair shall appoint other members to the committee as needed.

Section 9. <u>Information Technology (IT) Committee</u>. This committee is responsible for the management of the Association's membership management database and related software, the Association's website, and the development of a platform or platforms for social media. The committee will also monitor the information technology landscape to ensure that the Association remains current in its information technology practices. The chair shall appoint other members to the committee as needed and coordinate recommendations and implementation of initiatives with the ERRC Director.

**Section 10.** Newsletter. The chair of this committee is the Executive Editor of the Association's quarterly Newsletter (Connections). In this capacity the editor is responsible for soliciting and editing articles and photographs for publication, writing articles as needed, and overseeing the technical aspects and other operations needed to publish and distribute the Newsletter on a timely basis. As the committee chair, the Executive Editor may appoint an Assistant Editor and other members to the committee as needed.

**Section 11.** <u>Historian</u>. The Historian shall ensure that accurate archival records of the Association are maintained, attend association programs and special events, and arrange for photographs to document and maintain an historical record of

association activities; and research relevant topics as needed.

**Section 12.** <u>Regional Chapters.</u> Regional chapters may be established by the Board. The Regional Chapters Chair represents all Regional Chapters. It is the responsibility of the Regional Chapters Chair to inform the Regional Coordinators of any UCLARA Board decisions that may apply to the Regional Chapters and to coordinate information between the Regional Coordinators and the Board. The Regional Chapters Chair may appoint other members of the committee as needed.

## **Article VIII - LIAISONS**

- a. The **Emeriti Liaison** is the primary liaison with the UCLA Emeriti Association and is expected to attend all meetings of the Board of the Emeriti Association, providing an essential inter-association communication and consultation role with both associations.
- b. The **Alumni Affairs Liaison** is the primary liaison with Alumni Affairs, providing an essential inter-association communication and consultation role with both associations.

## **Article IX - ELECTIONS**

**Section 1.** Eligibility for Nomination. Any member in good standing shall be eligible for designation and election to any office of the Association. Candidates for President must have prior experience as a member of the Board of Directors. Prior Board experience is preferred for the office of Vice President/President Elect.

**Section 2.** <u>Nominations</u>. The Nominations Committee shall identify open offices to be filled in the coming year and prepare a slate of candidates which they will present to the Board for review and approval at a regular Board meeting. The Nominations Committee will also make recommendations to the President for chairs of standing committees, which they will also present to the Board for review and approval. The Nominations Committee shall attempt to strike a balance between the number of continuing members and the number of new members of the Board of Directors each year. All candidates for office or chairs of standing committees must agree to serve in their positions for their respective terms of office.

**Section 3.** <u>Election Process and Results</u>. The Board of Directors shall elect officers and members-at-large at least three months prior to the close of the current fiscal year, ending June 30, as terms for continuing and new Board members begin on July 1. At the same

time, the Board shall approve those chairs of standing or special committees who have been appointed to serve concurrently with the upcoming President's term. Notification of the new and continuing members of the Board shall be announced in the Summer issue of the Association Newsletter, *Connections*.

#### **Article X - MEETINGS**

**Section 1**. The Board of Directors shall meet at least quarterly upon the call of the President. A quorum shall consist of at least nine members of the Board.

**Section 2.** The President and/or the Board of Directors shall call meetings of the general membership periodically at their discretion.

#### **Article XI - LIMITATIONS**

**Section 1.** This Association is a 501(c) 7 non-profit corporation.

**Section 2.** No debt shall be incurred in excess of the funds of the Treasury of the Association.

**Section 3**. No assessment may be levied against Association member[s] for any purpose.

## Article XII - PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Revised, shall be the parliamentary authority governing this Association.

## **Article XIII - AMENDMENTS**

Amendments to these By-Laws may be adopted by a two-thirds vote of the Board of Directors, provided a copy of the proposed amendment and prior notice have been given to each member of the Board. Any member of the Association may propose amendments to the By-Laws for consideration and/or adoption by the Board. The general membership shall be notified of any amendment made by the Board by posting the updated By-Laws in *Connections*, the Association's Newsletter, and on the Association's website.

-End-

## Email the Retirees Association at UCLARA@ucla.edu

# Or phone the UCLA Emeriti/Retirees Relations Center at 310-825-7456