

# BYLAWS OF THE UNIVERSITY OF NEW MEXICO RETIREE ASSOCIATION

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## **Article 1** **NAME**

The name of the organization is the University of New Mexico Retiree Association; hereafter called "Association."

## **Article 2** **AFFILIATION WITH UNIVERSITY**

The Association is authorized by the Regents of the University of New Mexico to organize as a separate entity for the purpose of representing and promoting the welfare and interests of all retired employees of the University.

## **Article 3** **OBJECTIVE OF THE ASSOCIATION**

- 3.1 The objective of the Association is to enhance the quality of life for its members. The Association organizes activities of special interest to retirees; establishes and maintains a liaison with appropriate University organizations to assure retiree interests are being recognized; and will provide a channel of communications through which retirees' interests and concerns can be represented to the University administration and to the state.
- 3.2 The Association protects the benefits of UNM retirees by interacting with the University administration and regents having a retiree member on the Faculty Staff Benefits Committee, by contact with the Educational Retirement Board and by interacting with the New Mexico Legislature on retirement issues.

## **Article 4** **MEMBERSHIP**

- 4.1 All retired faculty and staff employees of the University of New Mexico including, branch campuses, foundations and other affiliated organizations of the University, are members of the Association. Any spouse, partner, widow or widower of any retired UNM employee may become a member of the Association by applying by e-mail or in writing. Any retiree from a four-year institution of higher education may become a member of the Association by applying for membership to the membership committee. **Any** currently employed UNM faculty or staff member eligible for retirement or within one year of eligibility for retirement may become a member of the Association by applying to the membership committee. Any person who qualifies as a member of the University of New Mexico Retiree Association, and who does not wish to participate, may relinquish all

rights, responsibilities and privileges by contacting the Association and requesting to be removed from its membership database. Retired employees of the Health Sciences Center (HSC) Clinical Facilities subject to the policies of the HSC Clinical Operations Board (as per Board of Regents Policy 2.13) are excluded from membership in the Association.

4.1.1- Only UNM retirees shall vote, be members of the Board, or hold office.

4.1.2 - Members shall be of three categories; Participating, Associate, and Adjunct.

4.1.2.a – Participating members are those who have paid their annual dues to support the Association and are retirees of UNM.

4.1.2.b – Associate members are those who have paid annual dues to support the Association but are not UNM retirees.

4.1.2.c – Adjunct members are all others who fulfill the criteria in Article 4.1, but have not paid annual dues.

4.2 The Board of Directors of the Association may designate persons as Ex-Officio members who do not meet the criteria for membership in the Association. Employees of the University such as key administrators and staff who serve as liaison to the Association may be designated as Ex-Officio members. Such designated members shall serve as non-voting members and not be required to pay annual dues, but may be required to pay member fees for any specific programs sponsored by the Association for which a participation fee is required.

4.3 The Board of Directors of the Association may determine additional membership categories, such as life and honorary memberships, for Association members. Such designated members would not be required to pay annual dues but may be required to pay member fees for activities sponsored by the Association for which a participation fee is required.

## **Article 5**

### **BOARD OF DIRECTORS**

5.1 The Board of Directors shall consist of 15 members elected by the membership. The officers will be President, President-Elect, Secretary, Treasurer, Treasurer-Elect, and Immediate Past President.

5.2 Board members shall be elected as specified in Article 10. Terms of office for Board members shall be three years, staggered such that approximately five Board members are elected each year. Length of service on the board may be extended for a Board member elected as President-elect. That member may continue to serve through the succession of

offices; i.e. President-Elect, President, and Immediate Past President. If any Board member (except President) is unable to complete her or his term of office or if a Board member is absent from three consecutive Board meetings without cause, the Board may designate a successor to serve the remainder of the departing Board member's term by Presidential appointment with board approval or by election at an Annual Membership Business Meeting.

- 5.3 The Board will establish an annual schedule of regular Board meetings and the date for the annual spring meeting for all members. Special Board meetings may be called by the President or upon the request of three Board members. The requests for a special Board meeting should state the purpose of the meeting along with an agenda. A majority of Board members constitutes a quorum for the purpose of conducting official business.
- 5.4 The primary role of the Board shall be to elect the officers of the Association, to appoint membership on all standing and ad-hoc committees, appoint Association members to all University Committees where retiree representation is designated or accepted, receive reports of the officers and Committees, develop policies, and generally oversee the affairs of the Association. The Board shall act as the official representative of all members and may act on all business of the Association that has not been reserved specifically to the membership of the Association.
- 5.5 The Board has the authority to employ administrative staff or to arrange staff support from the University through a Memorandum of Understanding between the Retiree Association President and the Regents.
- 5.6 In cases of malfeasance, a vote requiring support by two-thirds of board members can remove a board member from the Board of Directors. Board policies and procedures should be followed.

## **Article 6 OFFICERS**

- 6.1 The officers of the Association shall consist of the President, President-Elect, Secretary, Treasurer, Treasurer-Elect, and Immediate Past President.
- 6.2 The President-Elect, Secretary, and Treasurer-Elect shall be elected annually by the members of the Board of Directors at the first meeting of the Board held during the month following the Annual Membership Business Meeting of the Association. Candidates for office must be members of the Board of Directors elected by the members at an annual meeting. It is anticipated that candidates for these offices will have at least one year of experience as a Board member.

- 6.3 The President, or her or his designee, shall represent the Association in carrying out the actions and directives of the Board and the membership. In the absence of the President or at the request of the President, the President-Elect shall perform the duties of the President. The President will serve as chairperson for all meetings of the Association and shall approve the agenda for each meeting. The President, as Advisor to the Board of Regents, shall represent the Association at meetings of the Board of Regents. The President shall prepare an annual State of the Association report, to be approved by the Board, and presented at the Annual Membership Business Meeting and forwarded to the President of the University. The Immediate Past-President shall serve as Chairperson of the By-Laws Committee.
- 6.4 Secretary shall be responsible for minutes of all board meetings and of the Annual Membership Business Meeting and maintaining and preserving all non-financial records of the Association.
- 6.5 The treasurer shall keep and maintain the financial records of the Association consistent with general fiscal policy of the University. The Treasurer shall receive and deposit dues and other funds as authorized by the Board, the Board's designee, or the membership of the Association. The Treasurer shall prepare financial reports for each Board meeting and for the Annual Membership Business Meeting. An ad-hoc Audit Committee, appointed by the Board, shall perform an annual audit of the financial records of the Association.
- 6.6 The officers of the Association shall serve as an Executive Committee for the Association. The Executive Committee shall have the authority to conduct business on behalf of the Board and the Association under policies and procedures adopted by the Board.
- 6.7 In cases of malfeasance, a vote requiring support by two-thirds of board members can remove an officer from office. Board policies and procedures should be followed.

## **Article 7**

### **COMMITTEES OF THE ASSOCIATION**

- 7.1 The standing committees of the Association shall be: (1) Membership Committee, (2) Retiree Benefits Committee, (3) Communications Services Committee, (4) Program and Events Committee, (5) Legislative Liaison Committee, (6) By-Laws Committee, (7) Nominating Committee, and other ad hoc committees as designated by the Board.

7.1.1 The mission of the Membership committee includes working with the appropriate University office to maintain a current, accurate database for all retirees and those who are Association Members. The Membership Committee will be responsible for assuring

that all retirees, including those employees retiring, are aware of the Association membership opportunity.

7.1.2 The Retirees Benefits Committee's mission is to maintain a liaison with appropriate University administrative offices and the Faculty Staff Benefits Committee (FSBC) to assure that retiree interests and concerns are taken into account in the University's decisions regarding retiree benefits. The retiree representative on the FSBC shall be a member of the Association's Retiree Benefits Committee. The committee will take the necessary steps to maintain a good knowledgeable level in the area of health insurance issues as these relate to retiree health care. The Committee will also actively seek opportunities for special discounts and access fees for retirees within the University and in the local community.

7.1.3 The Communications Committee will develop and distribute periodically a news bulletin for retirees. Whenever practical, the Committee will publicize the Association and its events. The Committee will oversee the Association website and see that it is kept up to date.

7.1.4 The Program and Events Committee will organize and promote programs and events of particular interest to members. These may include specific programs sponsored by the Association and/or programs and tours cosponsored with other entities within the University or in the local community. The Committee may establish fees to cover expenses of the programs and services as appropriate. The Board must approve established fees.

7.1.5 The Legislative Liaison Committee shall coordinate the legislative business of the Association as directed by the Board of Directors including monitoring and reporting of Education Retirement Board activities.

7.1.6 The By-Laws Committee shall be responsible for periodic review of the By-Laws of the Association and for recommending proposed changes to the Board prior to submitting such changes to the membership for a vote. The By-Laws Committee will consist of the Immediate Past-President, who shall serve as Chairperson of the Committee, the President and the President-Elect.

7.1.7 The Nominating Committee shall be responsible for finding candidates to fill vacant positions on the Board in a timely manner.

7.2 The Board shall annually appoint members of all standing committees nominated by committee chairs. Committee members must be Participating members of the Association and may be members of the Board.

- 7.3 The Board may also create Ad-Hoc Committees as the need arises under terms and conditions specified by the Board.
- 7.4 The chairs of all committees will usually be members of the Board. The chairs shall serve as advisors to the Board and will attend Board meetings as requested by the Board.

## **Article 8 ANNUAL MEMBERSHIP BUSINESS MEETING**

- 8.1 The Annual Membership Business Meeting of the Association shall be held each year in May or June at a place, date, and time designated by the Board. The agenda for the Annual Membership Business Meeting shall be determined by the Board but will include the President's State of the Association Annual Report, a financial report for the Treasurer, and election of new Board members.
- 8.2 The Board may schedule additional member meetings as appropriate or needed. Special meetings of the membership may be called upon written request of at least twenty Participating members of the Association.
- 8.3 Notice will be provided to the Membership, in writing and/or by e-mail, at least two weeks prior to any Association meeting. The notice shall include the meeting agenda and nominees or Board membership.
- 8.4 A quorum of ten percent of Association Participating members is required for Association business to be conducted.

## **Article 9 DUES**

The dues of the Association will be established by the Board no later than April each year and announced annually at the Annual Membership Business Meeting. The membership year is July 1 to June 30 of the following year.

## **Article 10 ELECTIONS**

- 10.1 Candidates for each open Board position will be proposed each year by the Nominating Committee appointed by the Board and chaired by the Immediate Past President.
- 10.2 The Nominating Committee shall present its slate to the general membership by e-mail or surface mail at least two weeks prior to the Annual Membership Business Meeting of the Association for election by the membership present at the meeting. Additional nominations from the floor will be accepted at the meeting.

- 10.3 Should there be more nominees than the number of vacant positions on the Board, the nominees receiving the most numbers of votes will be deemed to have been elected to the Board.
- 10.4 Elected members will begin their terms of office at the close of the Annual Membership Business Meeting.
- 10.5 Board members may serve not more than six consecutive years.
- 10.6 At the first Association Business Meeting, the membership shall elect four Board members to serve one year, four members to serve two years, and four members to serve three years.

**Article 11** **FISCAL OPERATIONS**

- 11.1 The fiscal year for purposes of reporting and auditing shall be the same fiscal year's designated for the University of New Mexico.
- 11.2 The Association will establish separate accounts within the University's financial accounting organization and will conduct its financial operations in accordance with the University's policies and procedures as applicable for such affiliated organizations.

**Article 12** **AMENDMENTS**

- 12.1 These by-laws may be amended at any meeting of the membership by a majority vote of the members present and voting, provided that the proposed amendments have been submitted at a preceding meeting or in a written notice provided to the membership not less than two weeks prior to the vote.
- 12.2 A revised copy of the Association By-Laws shall be posted on the Association's website and shall be provided to the University Counsel's office and to the Board of Regents office no later than 3 months following the vote on the amendments.

**Article 13** **RULES OF ORDER**

Roberts Rules of Order shall govern the conduct of all meetings, except in instances in which they conflict with the By-Laws of the Association.

**Article 14****DISSOLUTION**

If the Association dissolves, any remaining net assets shall be transferred to the UNM Foundation to be used for the University of New Mexico.

Revised, May 14, 2013