

# **Wright State University Retirees Association Bylaws**

*Approved at the WSURA Annual Meeting, June 5, 2019*

## **Article I – Name**

The name of this nonprofit organization is The Wright State University Retirees Association (WSURA).

## **Article II – Purpose**

The purpose of this Association is to initiate, promote and support opportunities for its members by providing:

1. Continuing involvement in service to the University.
2. Ways for improving the economic condition of members.
3. Ways for improving the health of members.
4. Social, recreational and learning activities.
5. Support to a member's household in case of emergency or death.

## **Article III – Membership**

### **Section I: Full Membership**

1. Qualifications: Membership is open to persons who have retired from Wright State University and who have participated either in the State Teachers Retirement System, the Public Employees Retirement System, or other approved university retirement system options. A membership applies to a dues-paying household, with one vote per membership. However, when both members of a household are WSU retirees and dues paying, each has a vote.
2. The membership year is from January 1 to December 31.
3. Life or Annual Memberships are available for a fee. The fee may be changed by Board action.
4. Upon payment of annual dues, retirees from other state universities may have all rights of membership to WSURA except holding elective office in the organization.

### **Section 2: Associate Member**

Associate members will have all rights of membership except holding elective office in the organization and they shall not be eligible for life membership until they meet the requirements for Full membership

1. Spouses or partners of deceased members: The surviving spouse or partner, who is not a WSU retiree or employee, may request to continue the household membership as an Associate member upon making application and payment of dues.

# **Article IV-Membership Dues**

## **Section 1: General provisions**

1. Membership dues for each succeeding year shall be set by the Board in October. A change in dues will take effect at the beginning of the next membership year.
2. Dues for Associate Members shall be the same as annual membership dues.

# **Article V – Governance of the Association**

## **Section 1: Executive Board**

The Executive Board (hereafter referred to as the "Board") is composed of the officers given in Section 3 of this Article; representatives of the Standing Committees and Liaisons described in Section 6 of this Article; and six members –at-large. All members of the Board are voting members.

The duties of the Board are:

1. To hold regular meetings (the President being empowered to call special meetings). The June Board meeting shall be a joint meeting of the outgoing and incoming Board members, the main purpose of this meeting being the setting of goals and initial program planning for the upcoming year.
2. To receive and review secretarial and financial reports.
3. To develop policies for the planning and promotion of programs and activities
4. To prepare an annual operating budget and to approve budgets for activities and/or special projects.
5. To have general supervision of the affairs of WSURA between general meetings, to make recommendations to WSURA, and to perform such duties as are authorized by the Association. No action of the Board shall conflict with actions taken at a general meeting of WSURA.
6. To appoint a successor, until the next election, for any member of the Board who is unable to serve out their term.
7. To originate and circulate a newsletter and maintain a web site.

## **Section 2: Actions of the Board**

1. If any act or resolution of the Board clearly implies the need for the consent of a majority of the Association, it must be submitted to the members at a general meeting or by mail ballot.
2. Any action of the Board that is challenged in writing by at least ten (10) members must either be rescinded by the Board or submitted to the membership for a vote. The mail returns shall be tabulated within six weeks from date mailed. Approval of the Board's action requires at least 60% of the returns to favor action.
3. A majority of the voting members of the Board constitutes a quorum.

### **Section 3: Elected Officers and Duties**

- 1) The President presides over all meetings of the Association and the Board, performs duties that usually pertain to the office, oversees the student worker, approves routine office expenditures, and oversees the development and/or updating of a policy and procedures manual for the organization.
- 2) The six elected officers shall serve as the Executive Committee.
- 3) The Vice President, who is also President Elect, serves in the absence of the President, and assists with other functions as needed.
- 4) The Secretary keeps minutes of all meetings of the Association and the Board and performs such duties as generally relate to the office.
- 5) The Treasurer maintains the accounts of the Association, receives and disburses all monies, assists in preparing budget estimates for new proposals coming before the Board, prepares an annual summary of income and expenditures, and oversees membership records.
- 6) The Communications Coordinator oversees and edits WSURA publications and (as Chair) coordinates the activities of the Publications Committee.
- 7) The Webmaster serves as a member of the Communications Committee, oversees web site content, publishes a monthly e-newsletter, maintains the membership data base, and posts WSURA stories on social media.
- 8) The Immediate Past President serves in an advisory capacity to the Board and assists with other functions as requested.
- 9) The elected officers shall serve as the Executive Committee.

### **Section 4: Fiscal Year and Terms of Office**

1. The Fiscal year of the Association is July 1 to June 30.
2. The President, Vice President, and Past President serve for a term of one year.
3. The Secretary, the Treasurer, and the Communications Coordinator are elected for two-year terms (Secretary and Treasurer elected on off years from Communications Coordinator.)
4. Three members-at large are elected each year for a two-year term.
5. Terms of office begin with the University fiscal year.

### **Section 5: Elections**

The Bylaws and Elections Committee, consisting of the chair appointed by the president with the approval of the Board including the current president, immediate past president and the president-elect, shall solicit names annually from the voting membership for open offices and will prepare a ballot, having secured consent of the nominees. Nominations from the membership and the Bylaws and Elections Committee shall be placed on a ballot and mailed to the voting membership. Four weeks after mailing the ballot to the membership, the returns shall be tabulated by a Tellers Committee appointed by the President. Any nominee receiving a plurality of the votes from the returned ballots is elected. Any ties shall be resolved via a secret ballot cast by those members attending the next Annual Meeting. The election ballot shall be mailed by April 15.

## **Section 6: Committees**

1. All committees are appointed by the WSURA President with the approval of the Board.
2. Standing Committee chairs/representatives and Liaison representatives to some University Committees will be appointed by the WSURA President in consultation with the Vice President and ratified by the Board.
3. Standing committees are: Bylaws and Elections, Historical Preservation, Sunshine, Membership Development, Activities, Scholarship, OCHER Representative(s), and Publications. All chair/representative positions will be for two-year terms (initial terms staggered).
4. One representative from each standing committee shall have a vote on Board actions. If a chair of a standing committee serves in another voting position a second member of that committee may be appointed to serve as the voting member on the Board.
5. Liaisons are those persons who represent WSURA in other University organizations or units or community organizations that are of particular interest to WSURA members (for example, The Friends of the Libraries, the Athletic Council, the Alumni Association and the University Center for International Studies). The president, with the consent of the Board appoints liaisons annually. Members who serve as liaisons but are not elected members of the Board shall have the same voting rights as elected members and Standing Committee chairs/representatives.
6. Ad Hoc committees shall be appointed by the President as needed. Chairs of these committees shall be, attending, non-voting members of the board.

## **Article VI Meetings**

### **Section 1: General Provisions**

One Annual Meeting of the WSURA membership shall be held in the month of June. Other general membership meetings may be called by the President and/or the Board. Those members present and voting constitute a quorum.

### **Section 2: Meeting Procedures**

Robert's Rules of Order, revised, is the guide for questions of procedure not otherwise stated in these Bylaws.

## **Article VII – Amendments**

1. These Bylaws may be amended at any meeting of the membership by a majority vote of the members present and voting, provided that the proposed amendment has been submitted at a preceding meeting or in a notice mailed to all members of WSURA not less than one month prior to the vote.
2. A review of and/or recommended changes to these Bylaws should take place every four years.

# **Article VIII – Dissolution**

## **Section 1: Procedure**

The Board may present a “Resolution for Dissolution” of the WSURA to the membership at an Annual Meeting if the resolution is included as an agenda item, or at a Special Meeting if called by the President for this purpose and if a copy of the resolution is mailed to the membership at least 30 days prior to such meeting. Deposit of the copies of the resolution with the United States Postal Service by the Board constitutes proof of delivery to the membership.

Action to dissolve the Association requires a majority affirmative vote of the members present at the meeting and voting on the resolution. The Resolution for Dissolution shall require the elected officers/representatives(s) of the Association to function as a Dissolution Committee and authorizes the Committee to take appropriate administrative and legal actions for dissolution of the organization.

Upon completion of the dissolution process, the Dissolution Committee shall notify the members of the Board by mail of its actions.

## **Section 2: Placement of Remaining Funds Following Dissolution**

In the event of the dissolution of WSURA, all funds remaining after payment of just debts, shall be transferred to the Wright State University Foundation Fund for deposit into the WSURA Nick Davis Scholarship Fund to be administered as determined by the Deed for the WSURA Nick Davis Scholarship Fund on file with the WSU Foundation. Upon dissolution, the Scholarship office would select annual awardees. For as long as finances allow, 2 students will receive \$1500 annual awards, using established criteria for the Nick Davis Scholarship.

*Revised June 2012, 2016, 2019  
Approved June 1, 2022*

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