

ORGANIZATIONAL BY-LAWS

(APPROVED: 04-29-2024)

UNC CHARLOTTE RETIRED FACULTY AND PROFESSIONAL STAFF ASSOCIATION

Article 1: Name of Organization

The name of the organization to be governed by these by-laws is **The UNC Charlotte Retired Faculty and Professional Staff Association.**

Article 2: Purpose of Organization

The purpose of the organization is to provide opportunities for interested retired faculty and professional staff to continue to have social interaction with colleagues through participation in various activities that are a part of campus life, at programs designed specifically for the association members, and through engagement in furthering the mission of UNC Charlotte.

Article 3: Membership

Membership is open to all persons who have retired from the faculty of UNC Charlotte, spouses of deceased faculty members, faculty who retired from another institution but spent part of their professional career at UNC Charlotte, and professional staff members who have retired from UNC Charlotte.

Article 4: Organization

- A. The officers of the Association are Co-Chairs (one representative for faculty and one representative for professional staff), Vice Chair, Vice Chair/Events and Secretary. If the Association decides to have dues or to raise resources in other ways to support its activities, a Treasurer will be selected.
- B. Officers will be elected for a two-year term. The Chair is eligible for a second term. All other officers are not subject to term limits.
- C. The two standing committees that are authorized by these by-laws are a Nominating Committee and an Events Committee. Other standing and ad hoc committees may be added by the Board of Directors.
- D. The Chairs and the committee members of all standing and ad hoc committees are chosen by the Co-Chairs of the Association.
- E. The governing body of the Association is The Board of Directors, which is composed of the officers of the Association, Committee Chairs, and additional members up to a maximum number of 15.
- F. Past members of the Association Board are invited to serve as non-voting, ex officio members of the Board of Directors; however, Ex-Officio members are not counted

against the 15 member maximum.

Article 5: Duties of Ex Officio Members

- May attend Board meetings at their own discretion and/or at specific request by the Board Co-Chairs.
- Serve in an advisory capacity to the Board upon request by the co-chairs.
- Provide strategic advice as requested by the co-chairs.
- Help to identify potential new Board members.
- Represent the Association within the University and in the community.

Article 6: Duties of Officers

A. Co-Chairs

- Provide leadership for the Association.
- Convene and preside over all meetings of the Board of Directors.
- Represent the Association within the University and in the community.

B. Vice Chairs

- Stand-in for the Co-Chairs whenever necessary.
- Take responsibility for working with and overseeing Committees.
- Be prepared to assist the Chair in providing leadership, convening and representation roles.

C. Secretary

- Prepare and distribute the minutes of the Board of Directors meetings.
- Ensure that minutes are taken for all standing and ad hoc committees and see that such documents are distributed.
- In cooperation with University staff supporting the organization, develop and maintain a Website for the Association.

D. Treasurer - duties will be determined if and when a Treasurer is added to the officers of the Association.

Article 7: Governance

- A. All official meetings of the Association and its constituent units will be held according to Robert's Rules of Order.
- B. The Board of Directors will meet at least three times a year. The Co-Chairs can convene additional meetings of the Board as needed. A majority of the Board constitutes a quorum.
- C. Members of the Board of Directors are appointed for three-year terms and may serve without term limits upon continued active participation. After a one-year period, any former member of the Board is eligible for a new appointment to the Board for three

years. Ex-Officio members of the Board may serve without term limits.

- D. The Board of Directors' first meeting of the calendar year will be the time when all terms of office end and new terms begin.
- E. The Nominating Committee, which is responsible for keeping a roster of dates of appointment for all members of the Board of Directors, will prepare a slate of candidates for vacancies on the Board and nominees for Association officers for presentation to the Board of Directors at the meeting noted in "D" above.
- F. The Co-Chairs of the Board of Directors may accept additional nominations for board membership or officer positions from the Board members. The Board will elect its membership and officers at this meeting.
- G. Minutes of all meetings, including committee meetings, are to be available to the membership electronically. Provision to provide hard copies of the minutes to those without electronic capability will be considered by the Board of Directors.

Article 8: By-Law Changes

- A. Any member of the Association may suggest a by-law change or changes.
- B. All proposed by-law changes will be considered by the Board of Directors at its next meeting after receiving the suggested change.
- C. The outcome of this consideration will be covered in the minutes for that meeting of the Board of Directors where the proposed change was discussed.

Article 8: Organization Support

The University Provost has provided administrative and budgetary support for the Association since its inception. The Division University Advancement also supports the mission and work of the Board. The Board of Directors and the Co-Chairs have the responsibility to continue to work with the University in support of this continuing arrangement.