

# BYLAWS

RETIRED EDUCATORS OF NEW YORK

1993

Amended to Include the 2024 Annual Meeting\*



# 2024

NYSRTA

*~working to improve the quality of life of all  
retired educators and to  
ensure excellence in education for all children in New York State*

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# **THE NEW YORK STATE RETIRED TEACHERS' ASSOCIATION, INC.**

## **ARTICLE I Name**

The New York State Retired Teachers' Association, Inc., is the legal name of the corporation referred to in these Bylaws as the **Association**. The **Association** has filed with New York State and will henceforth be known as The New York State Retired Teachers' doing business as the Retired Educators of New York (RENY). All Zones and Units of NYSRTA need to use the dab- RENY as their name of recognition and also maintain and use the new logo associated with RENY. All zones and units must use the name RENY/Zone Name/Unit Name. Ex. RENY/Central Zone/Cayuga County.

## **ARTICLE II Objectives**

**Mission Statement:** The New York State Retired Teachers' Association is an issues based not-for-profit 501 C4 organization with clear objectives as defined below.

**The objectives of this Association** shall be:

1. To promote the economic, social, and professional status of retired educators.
2. To afford the opportunity for the expression and interchange of opinions on subjects of special interest to retired educators.
3. To act in behalf of retired educators in matters involving their needs.
4. To work for the advancement of education in the state and nation.
5. To promote the status of all senior citizens.
6. NYSRTA does not support any political candidate or political party. The Association shall not be used for the

dissemination of partisan principles for the promotion of the candidacy of any person seeking public office or preferment.

### **ARTICLE III Membership**

**Section 1.** There are three types of membership: Annual, Life, and Honorary.

(a) Annual members pay dues based upon their anniversary year. A requisite of Annual membership is that dues be current.

(b) Life. Any member of the Association may become a Life member by paying the Life membership dues for which he/she shall receive a permanent life membership card. A Life member is entitled to all privileges of membership of his/her classification.

(c) Honorary membership in the Association may be extended to persons who are deemed worthy of this distinction upon the recommendation of the Executive Board and confirmed by vote at the Annual Meeting. Honorary members shall not pay dues and shall not be entitled to vote or to hold office.

**Section 2.** There are three classes of membership: Educator, Associate, and Spouse. A person who has been convicted of a crime that would, under New York State Education Law, have barred him/her from holding State Education Department Certification as an Educator, whether or not he/she actually holds said certification, is not eligible either become a member or to continue to hold any kind of membership in NTSRTA.

(a) Educator membership is open to all retired or active educators who indicate an interest in promoting the objectives of the Association. Educator members have all privileges of membership including the right to vote and to hold office.

(b) Associate membership in the Association is open to all non-certified staff who work in, or are retired from, an educational institution. Associate members must indicate an interest in promoting the objectives of the Association. Associate members, by paying Annual or Life membership dues, shall be entitled to all privileges of membership except the right to vote or to hold office at the zone or state level.

(c) Spouse. If a spouse of a member or deceased member does not meet the Bylaws qualifications as an Educator or member by paying Annual or Life membership dues and shall be entitled to all privileges of membership except the right to vote or to hold office.

## **ARTICLE IV**

### **Association Structure**

#### **Section 1. Zones**

(a) The Association shall establish divisions within the geographical limits of New York State. These shall be known as Zones of The New York State Retired Teachers' Association, Inc. The locations and areas of the zones shall be determined by the Board of Directors.

(b) Each zone shall elect a President, (or Co-Presidents, as necessary,) Vice President, Secretary, Treasurer, and any such other officers as may be essential for the proper conduct of zone business. There shall be only one vote and remuneration paid to each zone regardless of the necessity for Co-Presidents.

(c) Each zone shall have at least one meeting each year.

(d) Each zone President shall file with the association office, by November 1st, a list of its officers and committee chairs for the coming association year. The list shall include

names, addresses with the 9-digit zip code, telephone numbers and e-mail addresses, if available.

(e) The Bylaws of each zone shall be consistent with the Bylaws of the Association with the exception of its fiscal year, which shall be the prerogative of each zone.

(f) Elected officers and committee chairs must have Educator membership in the Association.

## **Section 2. Divisions of the Zones**

Each zone shall recognize subdivisions within its geographical area which choose to organize as local NYSRTA units and to conform to the Bylaws of the zone.

## **Section 3. Out-of-State Regions**

(a) The Board of Directors shall have the authority to approve out-of-state regions. The units shall not have representation on the standing committees or on the Board of Directors. Region representatives shall be participating and informed region members.

(b) Each out-of-state region shall select a President, Vice President, Secretary, Treasurer, and such other officers as may be necessary for the proper conduct of the business of the unit.

(c) Each out-of-state region President shall file with the association office, by November 1<sup>st</sup>, a list of its officers and committee chairs for the coming association year. The list shall include names, addresses with the 9-digit zip code, telephone numbers and e-mail addresses, if available.

(d) The bylaws of each out-of-state region shall be consistent with the bylaws of the Association with the exception of its fiscal year, which shall be the prerogative of each out-of-state region.

## **ARTICLE V**

### **Officers**

**Section 1. The elected officers of this Association** shall be as follows:

- (a) President
- (b) Senior Vice President
- (c) Vice President for Friendly Service
- (d) Vice President for Legislative Action
- (e) Vice President for Membership
- (f) Secretary
- (g) Treasurer

The elected officers of this Association shall have such powers and authority, and shall perform such duties, as are designated. They shall have such other powers and duties as may be, from time to time, assigned to them by the Board of Directors.

The elected officers of this Association must have Educator membership in the Association.

**Section 2.** The elected officers of the Association shall, by virtue of their office, be Directors of the Corporation.

**Section 3. The President** shall:

- (a) Preside at all meetings of the Association and of the Board of Directors.
- (b) Call meetings of the Executive Board as the business of the Association requires.
- (c) Appoint the members of each committee except those listed in ARTICLE X as having a membership composed of one member from each zone, appointed by the zone.
- (d) Serve as chair of the Personnel Committee.
- (e) Be an ex-officio member of each committee except Nominations.
- (f) Assign, with the approval of the Executive Board, the Editor of *YORK STATE* (a periodical published by the Association), the Associate Editor of *YORK STATE*, and the Assistant Treasurer.
- (g) Appoint an acting President of any zone, if such zone fails to elect a President.

- (h) Arrange the program for the Annual Meeting.
- (i) Assign to the proper committees the responsibility of implementing each of the resolutions that were passed at the Annual Meeting at the first Board of Directors meeting following the Annual Meeting.
- (j) Approve or disapprove each voucher.
- (k) Grant monies to satisfy emergency requests from the President's Fund.
- (l) Perform any other duties which are not assigned to other officers and committees as may be deemed necessary to discharge properly the functions of his/her office or the Association.

**Section 4. The Senior Vice President shall:**

- (a) In the absence of the President, or whenever the Board of Directors shall declare the President incapacitated, perform all duties of that office.
- (b) Be the chair of the Annual Workshop Committee.
- (c) Perform such other duties as the President may direct.

**Section 5. The Vice President for Friendly Service shall:**

- (a) Be chair of the Friendly Service Committee.
- (b) Perform such other duties as the President may direct.

**Section 6. The Vice President for Legislative Action shall:**

- (a) Be chair of the Legislative Action Committee and have direct charge of any action to promote and to support favorable legislation and any efforts to oppose or amend unfavorable legislation.
- (b) Perform such other duties as the President may direct.

**Section 7. The Vice President for Membership shall:**

- (a) Be chair of the Membership Committee.



(b) Perform such other duties as the President may direct.

**Section 8. The Secretary shall:**

(a) Record the proceedings of the Annual Meeting and of the Board of Directors.

(b) Be responsible for preservation of the above records in a place designated by the Board of Directors.

(c) Within thirty (30) days after any meeting of the Executive Board, furnish a copy of the minutes to the Association office for distribution to each member of the Board of Directors, chairs of the standing committees and to the members holding appointed positions. Approval of the minutes by the Board of Directors will be at the next scheduled meeting.

(d) Within thirty (30) days after the Annual Meeting, furnish a copy of the minutes to the Association office for distribution to each member of the Board of Directors, chairs of the standing committees and to the members holding assigned positions. The minutes shall be discussed, and corrected if necessary, by the Board of Directors at its March meeting. Copies shall be distributed to the delegates and presented for approval at the next Annual Meeting.\_

**Section 9. The Treasurer shall:**

(a) Receive all dues and contributions to the Association.

(b) Deposit such monies in banks approved by the Board of Directors.

(c) Disburse these funds upon written order of the President.

(d) Make all investments of Association funds in accordance with the investment policy of the Board of Directors through the Finance and Budget Committee.

e) Render a detailed accounting at the Annual Meeting of the receipts and disbursements of the current year on a comparative basis with the prior year showing balances of the prior year.

(f) Have published in the issue of *YORK STATE* immediately following the Annual Meeting a comparison of the current approved budget with the previous fiscal year's accepted budget and actual income and expenditures.

(g) Be a member of the Finance and Budget Committee.

## **ARTICLE VI**

### **Board of Directors**

**Section 1.** The business and the affairs of the Association shall be managed by the Board of Directors, which shall consist of all elected officers, the immediate Past President, and the Presidents of the zones.

**Section 2.** The Board of Directors will meet as necessary to fulfill its responsibilities. At least three face-to-face meetings shall be held annually. Additionally, electronic meetings are authorized in accordance with the parliamentary authority identified in Article XVII of these bylaws. Electronic meetings must provide an opportunity for simultaneous aural communication among all in attendance. Additional requirements and guidelines shall be developed, approved by the Board of Directors, and published in the Association's policy and procedures handbook, the "Leaders' Manual." These additional rules shall govern electronic meetings that may be held by any board or committee of the Association.

**Section 3.** The Board of Directors shall:

- (a) Establish policies and conduct the business of the Association.
- (b) Make rules and regulations which shall govern the administration and business of the Association. Such rules and regulations must be consistent with the bylaws of the Association.
- (c) Be accountable for reviewing and implementing or for rejecting the resolutions and recommendations from the Annual Meeting. Whatever actions are taken shall be reported in subsequent issues of *YORK STATE* and at the next Annual Meeting. A rationale shall be given for resolutions and recommendations that have not been acted on or that have been rejected by the Board of Directors. These resolutions and recommendations may be brought back to the floor of the Annual Meeting by majority vote of the delegates.
- (d) Have the power to remove an elected officer due to incapacity or for cause in accordance with Article VIII, Section 6 of these bylaws.
- (e) Have the power to fill any vacancies that may occur in any elected office of the Association. The following special conditions shall be observed:

(1) Immediate Past President vacancy: fill the vacancy with the next Past President in line who is able and willing to finish the term.

(2) Senior Vice President vacancy: fill the vacancy with the immediate Past President, if able and willing, until the next election of officers. If not available, then the next Past President in line who is able and willing to finish the term shall be appointed.

(f) Have the authority to designate, provide, and equip the association office, which shall be the headquarters of the Association and the depository of the permanent official records of the Association.

(g) Establish the salary schedule for all employees of the Association.

(h) Elect each year, for a term of five (5) years, a member of the Association to represent the Association on the Board of Trustees which administers the affairs of the Insurance Trust and to fill any vacancies in such representation.

(i) Meet in executive session to consider the matter of membership of a person convicted of a crime that would, under New York State Education Law, have barred him/her from holding State Education

Department Certification as an Educator, whether or not he/she actually holds said certification. If it seems clear that such a conviction has taken place, the Executive Board shall proceed to take appropriate action upon advice of legal counsel.

**Section 4.** Two-thirds (2/3) of the members of the Board of Directors shall constitute a quorum and each member of the Executive Board shall have only one (1) vote.

**Section 5.** Five (5) members of the Board of Directors may, by written request, require the President to call a meeting of the Board of Directors; and a copy of this written request shall be sent to the Senior Vice President. If the President fails to call this meeting within ten (10) days, the Senior Vice President shall have the power to call such a meeting; and if he/she does not, five (5) members of the Board of Directors may do so.

**Section 6.** Any motion made and seconded in the Executive Board meetings involving expenditures of funds not provided for in the current budget shall be referred to the Finance and Budget Committee. The Finance and Budget Committee, at a later session of the same meeting or at a subsequent meeting of the Board of Directors, shall report its approval or disapproval. The Board of Directors shall make the final decision.

**Section 7 Alternate and/or designee**

(a) Alternate Directors (hereafter referred to as “Alternates,”) are authorized, but not required, by this bylaw. The President and the Treasurer have bylaw-designated substitutes; the Past President, the Vice Presidents, and the Secretary do not. Those members of the Board of Directors may choose to appoint an Alternate if they are unable to carry out their responsibilities. If so, an appointment of an Alternate may be made from experienced state association leaders.

(b) Should any zone President hold an elected office of the Association or be unable to attend any meeting of the Board of Directors, such zone President is authorized to designate an elected officer or Past President of the zone to act as his/her Alternate to represent the zone. If no elected officer or past president of the zone is available, a member of the zone’s governing body may serve as an Alternate.

(c) The Treasurer may designate the Assistant Treasurer to act as his/her Alternate.

(d) An officer or zone President making such an appointment shall notify the President in writing that an Alternate has been appointed and will be replacing the officer or zone President at a specific meeting. This notification may be handled electronically.

(e) Such duly appointed Alternate shall have full voting rights and other privileges of the appointing member for that particular meeting.

(f) The Editor of *YORK STATE* may designate the Associate Editor to attend the meeting as his/her representative; If not, an appointment of an Alternate may be made from experienced state association leaders.

## **ARTICLE VII**

### **Annual Meeting, Annual Workshop, and Annual Convention**

**Section 1.** The Annual Meeting of the Association shall be held during the month of October or at such time and place as the Board of Directors may designate. Voting members at the Annual Meeting shall be called delegates. Delegate count is based upon membership that is current on July 1<sup>st</sup> of the year in which the Annual Meeting is held. The presence of a least two-thirds (2/3) of the accredited delegates in attendance at the Annual Meeting shall constitute a quorum for each business session.

**Section 2.** The Annual Convention of the Association consists of the Annual Workshop and the Annual Meeting plus other activities of the Association at the time the Annual Convention is held. On a yearly basis, one (1) or more of the ten (10) zones, based on a rotation schedule, will host the Annual Convention.

**Section 3.** Membership at the Annual Meeting.

The Annual Meeting delegates shall be comprised of the following:

- (a) Members of the Board of Directors of the Association.
- (b) An additional delegate from each zone and out-of-state region for every one hundred (100) paid members or major fraction thereof.
- (c) Delegates-at-Large shall be:
  - 1. Association appointees: the Assistant Treasurer and, if they are Educator members of the Association, the Editor of *YORK STATE* and the Associate Editor of *YORK STATE*.
  - 2. Standing committee chairs: Bylaws, Certificate of Recognition, Community Service, Credentials, Finance and Budget, Health Care, History, Nominations, Public Relations, Resolutions and Site.
  - (3) Delegates of Association affiliates: Insurance Trust Chair, Robert R. DeCormier Memorial Trust Fund Chair.
  - (4) The President or designee of an out-of-state region.

**Section 4.** Zone's delegates and alternate delegates shall:

(a) Be Educator members of the Association.

(b) Have accredited delegate status to have full privileges of the floor including the right to vote.

(c) Have authorization of the zone's President to be a delegate or alternate delegate.

(d) Have the zone President certify to the Credentials Committee that an accredited delegate has withdrawn from all duties at the Annual Meeting and give the Credentials Committee the name of an alternate delegate to replace that delegate.

(e) Have the Credentials Committee report to the delegate body that an approved delegate of a particular zone has withdrawn and that the zone's designated alternate delegate has been approved as the zone's new delegate with all privileges of said position.

**Section 5.** The Annual Meeting shall receive the annual reports of the elected officers, the Editor of *YORK STATE*, and the chairs of standing and special Committees.

**Section 6.** The delegates at the Annual Meeting shall have the power to submit resolutions and make recommendations to the Executive Board.

**Section 7.** The delegates may revoke by a vote of at least two-thirds (2/3) of the accredited delegates present and voting at an Annual Meeting any action previously adopted by the Board of Directors.

**Section 8.** Any member of the Association may attend an Annual Meeting as an observer.

## **ARTICLE VIII Elections**

**Section 1.** The officers of the Association shall be elected by the delegates at the Annual Meeting. At the first regular business session of the Annual Meeting, the President shall appoint tellers to have charge of the votes.

**Section 2.** Election shall be by a majority vote of the accredited delegates in attendance at the session at which the vote is taken.

**Section 3.** Nominations for officers may be made from the floor.

**Section 4.** The election for uncontested offices may be by voice vote or show of hands. Whenever there are other nominations, the election for contested offices shall be by written ballot and shall follow the procedure in the Rules of Order as distributed and adopted at the first business session of the Annual Meeting.

**Section 5.** The elected officers of the Association shall hold office for a term of one (1) year. Elected officers are limited to not more than three (3) consecutive terms except for the Secretary, whose service cannot exceed six (6) consecutive terms and for the Treasurer, whose number of terms is not limited. The term for an elected officer shall begin November 1st and end on October 31st of the following year, except the officer shall continue until a successor is elected for that office.

#### **Section 6. Separation from Office**

(a) Any elected officer of the Association may be removed from office due to incapacity, malfeasance, inability or unwillingness to carry out the responsibilities of office. This separation from office shall be carried out by action of the Board of Directors.

(b) The question of an officer's fitness to serve in office may be brought to any member of the Board of Directors by any member of the Association.

(c) Procedure:

(1) An official complaint, initiated by at least two (2) members of the Board of Directors, shall be presented to the President if the subject of the complaint is any officer other than the President. If the President is the subject of the complaint the matter will be brought to the Senior Vice President. The President or Senior Vice President, as appropriate to the case, shall then be known as the Convening Officer.

(2) The Convening Officer shall, within five (5) calendar days, appoint an ad hoc Investigating Committee composed of three (3) to five (5) members of the Board of Directors other than those who brought the complaint. The Investigating Committee shall include at least one Zone President. The Investigating Committee is to look into the complaint, formulate the charge(s) if appropriate and, within ten (10) calendar days, report the results of its work, with recommendation(s), to the Convening Officer.

(3) If the recommendation of the Investigating Committee warrants further action, the Convening Officer shall, within three (3) calendar days, notify the named officer by certified mail (signature required) of the charge and the recommendation.

(4) The named officer shall have the option of requesting a hearing by the full Board of Directors.

(5) If such a hearing is desired, the named officer shall, within five (5) calendar days of receiving notification, send a written request for a hearing to the Convening Officer by certified mail. If a hearing is requested, the named officer shall have ten (10) calendar days from the date that the request for a hearing is sent to the Convening Officer to prepare a defense. The hearing may be held anytime thereafter.

(6) If the named officer declines a hearing, or does not respond in the manner specified, action goes forward.

(7) The Board of Directors shall hear and rule on the case at a regular meeting or at a special meeting called for that purpose.

(8) The Board of Directors may, by a two-thirds or greater vote of the members present and voting, remove the named officer from office. The vote shall be by secret ballot.

## **ARTICLE IX**

### **Cabinet--Assigned Positions and Committees**

**Section 1.** The Cabinet shall include those Educator members in assigned positions and the chairs of the standing committees.

**Section 2.** The assigned positions shall be:

1. Editor of *YORK STATE*



2. Associate Editor of *YORK STATE*
3. Assistant Treasurer

The duties of these appointees are:

- (a) The Editor of *YORK STATE*, with the assistance of the Associate Editor, shall collect material for, edit, and publish *YORK STATE*. The Editor is required to attend all Board of Directors meetings in an advisory capacity and at Association expense.
- (b) The Editor of *YORK STATE*, with the assistance of the Associate Editor, shall carry out policies determined by the Board of Directors and work under the supervision of the President.
- (c) The Assistant Treasurer shall attend all meetings of the Finance and Budget Committee as an ex-officio member without a vote, become familiar with the financial operation and procedures of the Association as conducted by the Treasurer, and assist the Treasurer by performing such duties as the Treasurer may assign or request.
- (d) In the event of the incapacity or inability of the Treasurer to perform his/her duties, the Assistant Treasurer, at the direction of the President, shall assume the duties and responsibilities of the Treasurer until such time as the President and the Board of Directors determine that the Treasurer can resume his/her duties, or until the next regularly elected Treasurer assumes office.
- (e) The Assistant Treasurer must have Educator member-ship in the Association.

**Section 3. Standing Committees** shall be:

- (a) Annual Workshop
- (b) Bylaws

- (c) Certificate of Recognition
- (d) Community Service
- (e) Credentials
- (f) Finance and Budget
- (g) Friendly Service
- (h) Health Care
- (i) History
- (j) Legislative Action
- (k) Membership
- (l) Nominations
- (m) Personnel
- (n) Public Relations
- (o) Resolutions
- (p) Site

#### **Section 4. Special Committees.**

(a) The President or the Board of Directors may establish special committees.

(b) The committees shall continue to function until discharged by action of the President or the Board of Directors

**Section 5.** The chair of each committee may designate another member of his/her committee to act as assistant chair, subject to the approval of the President.

**Section 6.** Standing committees and special committees will meet as necessary to carry out their duties. Electronic meetings are authorized in accordance with the parliamentary authority. Electronic meetings must provide an opportunity for simultaneous aural communication among all members in attendance. Additional requirements and guidelines shall be developed, approved by the Board of Directors, and published in the Association's policy and procedures handbook, the "Leaders' Manual." These additional rules shall govern electronic meetings that may be held by any board or committee of the Association.

#### **Section 7. Committee Appointments.**

(a) All members of standing committees shall be voting members of the Association.

(b) Each zone President shall file with the association office, by November 1<sup>st</sup>, a list of its officers and committee chairs for the coming association year. The list shall include names, addresses with the 9-digit zip code, telephone numbers and e-mail addresses, if available.

(c) The names of all standing committee chairs and members, along with telephone numbers, and zone affiliations, shall be published in the issue of *YORK STATE* immediately following the Annual Meeting.

**Section 8.** The chairs of the Bylaws Committee and the Public Relations Committee are required to attend all Board of Directors meetings in an advisory capacity and at Association expense.

## **ARTICLE X**

### **Organization and Duties of Standing Committees**

**Section 1. The Annual Workshop Committee** shall consist of five (5) members appointed by the President and the Senior Vice President who shall be the chair. The functions of this committee are to plan the Annual Workshop, to make the necessary arrangements for it, to facilitate its progress, and to evaluate it as part of preparing for the next year's Annual Workshop.

**Section 2. The Bylaws Committee** shall consist of a chair and four (4) members appointed by the President. This committee shall prepare and submit to the Board of Directors recommendations for amendments.

**Section 3. The Certificate of Recognition Committee** shall consist of a chair and two (2) members appointed by the President. The function of this committee shall be to recognize living retired members who have shown outstanding leadership and accomplishments in the field of education and service in retirement.

**Section 4. The Community Service Committee** shall consist of a Chair appointed by the President and one (1)

member of each zone as designated by that zone. The functions of the Community Service Committee shall be:

- (a) To assist the zone Community Service chairs in compiling a list of community programs, organizations and services in all zone communities.
- (b) To increase NYSRTA visibility and showcase community service on NYSRTA website.
- (c) To integrate community service activities and events which are sponsored by national community service organizations.

**Section 5. The Credentials Committee** shall consist of a chair and two (2) members appointed by the President.

- (a) The President of each zone, not later than forty-five (45) days prior to the date of the Annual Meeting, shall send to the Association office a list of accredited delegates to the Annual Meeting for publication in the program for the Annual Convention.
- (b) These lists shall be consolidated by the Association Office and shall be the official list for use by the Credentials Committee. The official list shall be subject to amendment by the President of each zone at the time of the Annual Meeting so that it will be correct at the beginning of the first business session.
- (c) This committee shall report at the Annual Meeting the number of accredited delegates present at each business session and the total attending each meeting; shall see that only accredited delegates are seated in the section reserved for delegates; and shall perform such other duties as the President may direct.

**Section 6. The Finance and Budget Committee** shall consist of seven (7) members: a chair and four (4) members appointed by the President; the President; and the Treasurer. No appointed member may be an elected officer of the Association. One (1), and only one (1), of the members shall be selected from the zone Presidents. The Senior Vice President and the Assistant Treasurer shall be ex-officio members without vote. The functions of this committee are:

(a) To recommend to the Board of Directors the investments of Association funds.

(b) To coordinate and supervise the financial operations of the Association.

(c) To recommend to the Board of Directors the annual membership dues required for a balanced budget.

(d) To prepare a budget showing estimated receipts and expenditures for the ensuing year and present it at the Annual Meeting for action. Such budget shall include a comparison with previous year's income and expenditures of budgeted items.

(e) To recommend to the Board of Directors changes of approved budget items during the fiscal year.

(f) To review the auditor's report and present a summary to the Board of Directors.

**Section 7. The Friendly Service Committee** shall consist of one member from each zone designated by the zone and the Vice President for Friendly Service who shall be the chair. The function of this committee shall be to promote the well-being of the members of the Association.

**Section 8. The Health Care Committee** shall consist of at least one (1) member from each zone designated by the zone and a chair appointed by the President. The function of this committee shall be to provide members of the Association with information and assistance so they may make informed choices on health care.

**Section 9. The History Committee** shall consist of one (1) Association Historian appointed by the President and one (1) member of each zone as designated by the zone.

The function of this committee is to collect, file and preserve any and all data and records which pertain to the establishment, growth, and development of the zones and the Association. The Association Historian shall work in cooperation with zone historians in assembling historical materials

**Section 10. The Legislative Action Committee** shall consist of one (1) member from each zone designated by the zone and the Vice President for Legislative Action, who shall be the chair.

(a) To further legislation for the benefit of active and retired educators.

(b) To work with other organizations of retirees to further legislation for the benefit of all retirees.

(c) To keep the membership informed of current legislation and concerns.

**Section 11. The Membership Committee** shall consist of one (1) member from each zone designated by the zone and the Vice President for Membership who shall be the chair.

The function of this committee shall be to promote and coordinate all activities at both the state and zone levels to retain and increase the membership of the Association.

**Section 12. The Nominations Committee** shall consist of one (1) member from each zone designated by the zone and a chair appointed by the President.

The functions of this committee are to nominate a slate of officers of the Association for the ensuing year and to present this slate at the Annual Meeting.

A member of this committee whose name is to be considered for nomination shall not attend any meeting during which names are to be considered. His/her zone President may appoint an alternate for those particular meetings. The alternate shall have the same voting rights as the other members.

**Section 13. The Personnel Committee** shall consist of five (5) members. They shall be the President, Senior Vice President, Treasurer and two (2) members appointed by the President. The President shall be the chair.

The responsibility of this committee is to provide a written personnel policy and job description for the employees in the association office. Working with the Executive Office

Manager, this committee will ensure that there are current written personnel policies and job descriptions in place covering all aspects of employment. The committee shall meet at the July Board of Directors meeting date and whenever the need arises. The committee shall provide report(s) to the Board of Directors when necessary.

**Section 14. The Public Relations Committee** shall consist of one (1) member from each zone designated by the zone and a chair appointed by the President. The function of this committee shall be to promote good understanding among retired groups, active educators, and the general public.

**Section 15. The Resolutions Committee** shall consist of one (1) member from each zone designated by the zone and a chair appointed by the President.

The functions of this committee are to solicit, prepare, and present resolutions at the Annual Meeting. Only resolutions that pertain to the objectives of the Association, as listed in ARTICLE II, shall be considered.

**Section 16. The Site Committee** shall consist of the chair, the Senior Vice President, the Treasurer and two (2) members appointed by the President.

The functions of this committee shall be:

(a) To recommend to the Board of Directors, for their approval, a selected site for the Annual Workshop and Annual Convention at the first Board of Directors meeting following the previous Annual Convention.

(b) To investigate and consider any potential site suggested by the Board of Directors.

(c) To act as liaison between the selected site management and the Association.

**Section 17.** Chairs of standing and special committees may attend Board of Directors meetings at the Association expense.

**Section 18.** The members of each standing committee shall continue to function until successors are appointed.

## **ARTICLE XI**

### **Dues**

**Section 1.** The Board of Directors shall determine the dues of members after consultation with the Finance and Budget Committee.

**Section 2.** The dues of new members and renewing members of the Association shall be collected directly by the Treasurer through the Association Office. Each month the Treasurer shall remit to the Treasurer of each zone and out-of-state region an amount determined by the Board of Directors that shall not be less than one third (33-1/3%) of the dues collected from each annual membership of the zone or out-of-state region during that period.

**Section 3.** The Board of Directors shall determine the dues of Life membership after consultation with the Finance and Budget Committee. The Treasurer shall pay to the Treasurer of each zone and out-of-state region at the time of payment by the Life member, the total amount due the zone from that portion of one (1) Life membership dues as determined by the bylaws.

**Section 4.** Additional monies for the Association may be solicited in the form of contributions at the discretion of the President.

**Section 5.** The association office shall send to each zone and out-of-state region the number of paid members as of July 1st of the fiscal year of the Annual Meeting. This figure shall be the determinant of the number of delegates each zone and out-of-state region may send to the Annual Meeting.

## **ARTICLE XII**

### **Association Year and Fiscal Year**

**Section 1.** The fiscal year of this Association shall be from January 1<sup>st</sup> to December 31<sup>st</sup>. [PROVISO: the transition to this fiscal year will be completed January 1, 2013.



**Section 2.** The term of elected officers, i.e., November 1 to October 31<sup>st</sup>, shall be known as the association year.

**Section 3.** The President of each zone shall report to the Board of Directors meeting which immediately precedes the Annual Meeting the condition of his/her zone as to finances, membership, and activities.

### **ARTICLE XIII**

#### **Association Funds and Accounts**

**Section 1.** The Board of Directors is hereby authorized and empowered in its discretion, and from time to time, to create and to maintain special funds and accounts.

**Section 2.** An audit of all funds and accounts of the Association shall be made annually by an outside public accountant.

### **ARTICLE XIV**

#### **Trusts and Funds**

**Section 1. The Insurance Trust:** An insurance fund operated exclusively for the members of the Association. The trust is an affiliate of The New York State Retired Teachers' Association, Inc.

(a) The Board of Trustees shall consist of five (5) Trustees who are elected by the Board of Directors for a five (5) year term; such election to take place at the next Executive Meeting following the Annual Meeting. In the initial phase of implementation, one new Trustee shall be appointed to a three year term, one to a four year term and one to a five year term.

(b) The Board of Trustees shall elect, by majority vote, a chairperson from among its members.

(c) No Trustee may simultaneously serve as an elected, voting eligible, member of the Board of Directors.

(d) The function of the Board of Trustees is to administer this plan in conjunction with the insurance company which underwrites the plan.

**Section 2. The Robert R. DeCormier Memorial Trust**

**Fund:** A trust established to assist members financially if circumstances beyond their control have placed them in a situation where financial assistance is needed. The Trust Fund is an affiliate of The New York State Retired Teachers' Association, Inc.

(a) The Board of Trustees shall consist of six (6) members, whose terms shall be six (6) years which may be renewed upon election by the remaining Trustees.

(b) Vacancy on the Board of Trustees shall be filled by nomination by the Board of Directors and that nominee is elected to the Board of Trustees when receiving an affirmative vote of the majority of the Trustees.

(c) No Trustee may simultaneously serve as an elected, voting eligible, member of the Board of Directors.

(d) The Chair of the Board of Trustees shall be elected by the Board.

(e) The function of the Board of Trustees is to administer the Fund.

## **ARTICLE XV Resolutions**

**Section 1.** All resolutions that have been developed according to the guidelines set by the Resolutions Committee and that are to be presented at the Annual Meeting shall be submitted in writing to the Chair of the Resolutions Committee thirty (30) days before the July Board of Directors Meeting.

**Section 2.** Proposed resolutions shall be reviewed for conformance with the bylaws, clarity, and adherence to the guidelines and shall be recommended or not recommended for approval. These recommendations shall be reported to the zone and out-of-state region Presidents within ten (10)

days after the July Board of Directors Meeting for discussion at the zone and out-of-state region meetings.

**Section 3.** The President of any zone may present emergency resolutions to the Chair of the Resolutions Committee at least forty-eight (48) hours before they are to be presented at the Annual Meeting for consideration. Such emergency resolutions must be in proper form, and copies sufficient for distribution to each delegate must be provided to the chair of the Resolutions Committee.

**Section 4.** The text of all regular resolutions (i.e., other than emergency and routine courtesy resolutions) shall be provided to NYSRTA members at least one (1) week prior to the Annual Meeting at which the resolutions will be presented for voting.

## **ARTICLE XVI Amendments**

**Section 1.** A proposed amendment to the bylaws may be initiated by any of the following:

- (a) Action of the Bylaws Committee
- (b) Action of the Board of Directors
- (c) A petition signed by at least twenty-five (25) voting members of the Association and presented to the Board of Directors.

**Section 2.** The bylaws in force may be amended by the following procedure:

- (a) A proposed amendment shall be presented to the Board of Directors. The Proposed Amendment shall then be referred to the Bylaws Committee for its consideration and recommendation.
- (b) Action on a proposed amendment that has been considered by the Bylaws Committee shall be taken at a subsequent meeting when the text of the amendment shall have been provided at least one (1) week prior to the

meeting. An affirmative vote of two-thirds (2/3) of the Board of Directors shall be required for approval.

(c) The proposed amendment shall then be presented to:

1. Each zone president for approval or rejection by his or her zone. The zone's action may be by its membership or by its governing body in accordance with the procedures the zone adopts. An affirmative vote of two-thirds (2/3) of the zones shall be required for approval. The proposed amendment, if approved by the zone, shall then be presented to:

2. The Annual Meeting. An affirmative vote of two-thirds (2/3) of the accredited delegates in attendance in the business session in which it is voted upon shall be required for approval. The presiding officer may designate the method of voting.

(d) The proposed amendment shall become effective immediately upon favorable action, as outlined above, of the following three groups:

- (1) Board of Directors
- (2) Zones
- (3) Annual Meeting

## **ARTICLE XVII**

### **Parliamentary Authority**

**Section 1.** Rules contained *Robert's Rules of Order Newly Revised, 11<sup>th</sup> Edition* [RONR-11] shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any Rules of Order that may be adopted at the Annual Meeting.

**Section 2.** The President shall appoint a Parliamentarian who shall be present at each session of the Annual Meeting.

## ARTICLE XVIII

### Seal

The Association shall have an official corporate seal in the form depicted below, viz:



**Section 1.** Such seal shall be affixed to such corporate instruments as may by law or governmental regulation be required, or by their legal counsel; but no deed or other instrument of the Association otherwise duly authorized shall be deemed or held invalid or insufficiently executed for the want of such seal.

**Section 2.** This seal is a registered trademark and as such is under the supervision and control of the Association through statute. Its function, use, and control are set forth in the Policy Statement issued by the Executive Board of the Association.