



## **THE UCB RETIRED FACULTY ASSOCIATION**

### **Provisional Bylaws: February 22, 2021**

- I. ORGANIZATION:** The name of this organization shall be the CU Boulder Retired Faculty Association (UCBRFA).

## **II. VISION, MISSION and AFFILIATION**

- A. VISION:** A Boulder campus retired faculty association (UCBRFA), acknowledged and supported by the campus administrative leadership team, enables retirees to contribute their expertise and experience to campus and community life with the objective of furthering the missions of their institution.
- B. MISSION:** To celebrate the role of retired faculty for their many years of service to higher education, to their students, and to the University of Colorado Boulder to provide a forum for the special concerns and interests of its members; and to extend their association with distinguished friends and colleagues, with the University, its programs, and its future.
- C. AFFILIATION:** The UCBRFA is affiliated with the CU Boulder Office of Faculty Affairs and reports regularly to the Vice Provost and Associate Vice Chancellor for Faculty Affairs.

## **III. MEMBERSHIP**

- A.** UCBRFA membership is open to retired CU Boulder faculty, their spouses/partners, and to spouses/partners of deceased members whereby such membership may commence at the time at which the employee would have been eligible for retirement. In addition, membership is open to non-faculty CU Boulder retirees, and to community members with an interest in engaging and interacting with programs and services at the University of Colorado Boulder.
- B.** All UCBRFA members pay annual dues at a level set by the Board of Directors. To remain in good standing, members must be current with respect to their annual dues payment.

## **IV. GOVERNANCE**

### **A. Board of Directors:**

1. The UCBRFA is managed by a Board of Directors (BoD). The Directors serve for a term of two years. Current officers and the immediate past Chair shall be members of the BoD.
2. The BoD manages and is responsible for the affairs and business of the UCBRFA.
3. Meetings of the BoD are held regularly. A majority of the members of the BoD constitutes a quorum, which is required for voting. Each Board Member has one vote.
4. The BoD may make such rules and regulations covering its meetings as it may in its discretion determine necessary.
5. Vacancies in the BoD are filled by a vote of the majority of the remaining members



of the BoD for the balance of the term.

**B. Officers:**

1. **Chair:** The Chair calls, sets the agenda for and presides over all UCBRFA general meetings, and chairs all BoD meetings. The Chair reports regularly to the BoD, to the UCBRFA and to the Vice Provost and Associate Vice Chancellor for Faculty Affairs. The Chair sees that actions declared at these meetings are properly executed and may appoint responsible person(s) to do so. In consultation with the BoD, the Chair may appoint At Large members to serve on the BoD. In consultation with the BoD, the Chair may also appoint committees, temporary or permanent. The Chair ensures that all reports are properly filed and retained.
2. **Vice Chair:** The Vice Chair assists the Chair, has full authority to act for the Chair in her/his absence or incapacity, and performs such other duties as may be assigned by the Chair.
3. **Secretary:** The Secretary maintains and distributes in a timely manner minutes of UCBRFA meetings and BoD meetings. The Secretary provides notices to the UCBRFA and BoD members as necessary. The Secretary maintains the UCBRFA membership list, and files and retains any official forms required by the university.
4. **Treasurer:** The Treasurer is responsible for ensuring collection of all dues and other income, is responsible for handling all disbursements of the UCBRFA, has supervision of all funds belonging to the organization, and is responsible concerning all fiscal matters of the UCBRFA. The Treasurer reports to the BoD in a timely manner all financial activities of the UCBRFA and prepares an annual financial statement to the UCBRFA members.
5. **Boulder Faculty Assembly (BFA) Representative(s):** The BFA representatives are appointed by the Chair to represent the UCBRFA to the BFA Executive Committee and the BFA. The BFA Representatives inform the BFA of matters of concern to the UCBRFA and informs the Chair and the BoD of matters of concern to the BFA.
6. **At Large Member(s):** One or more At Large members of the BoD may be appointed by the Chair to perform such duties as the Chair may assign.
7. The Officers and the BFA Representatives shall be retired CU Boulder faculty.

**C. Committees:** In addition to the following standing committees, the Chair in consultation with the BoD may appoint ad hoc committees as deemed appropriate.

1. **Communications:** The communications committee is chaired by the Secretary and is responsible for the UCBRFA website and membership messaging. The communications committee advertises the UCBRFA activities, and places relevant documents on the web site as requested by the BoD. The committee maintains an automated directory of member email addresses.
2. **Programs:** The program committee is chaired by the Vice Chair and is responsible for planning the various activities (social events, excursions, seminars, cultural events) for the UCBRFA.
3. **Scholarship:** The scholarship committee is chaired by an At Large member and is



responsible for soliciting, reviewing and selecting research projects for funding.

4. **Emeritus College:** The emeritus college committee is chaired by an At Large member and is responsible for organizing a set of free, non-credit discussion groups led by emeritus faculty on topics of their own choosing.

## V. MEETINGS

### A. Membership Meetings

1. An Annual Meeting of the UCBRFA members is held in April for the purpose of presenting the Chair's report, Treasurer's report, committee reports, election of the officers and the transaction of such other business as may properly come before the meeting.
2. Other general membership meetings may be held at the request of the Chair or upon the request of a majority of the BoD.
3. The Secretary shall give at least 30-days' notice to the members of the time, place, and purpose of all meetings.
4. All general meetings are chaired by the Chair. In the absence of the Chair, the Vice-Chair acts as chair. In the event the Chair and Vice Chair are not able to act, the members present choose one of the BoD members present to serve as chair.
5. Members present constitute a quorum at any membership meeting. Motions are carried by a simple majority of the members present and in good standing. The chair will vote only in the case of a tie vote. Except for the election of Officers and Directors, all votes shall be by show of hands.
6. The Secretary will ensure that a meeting summary is distributed to the membership in a timely manner.

### B. BoD Meetings

1. Regular meetings of the BoD take place at a time and place determined by the Chair in consultation with the BoD. Any member of the Board can request a special meeting of the BoD for a specific purpose. The Chair decides whether the matter is sufficiently urgent to call a special meeting.
2. All BoD meetings are chaired by the Chair. In the absence of the Chair, the Vice Chair acts as chair. In the event the Chair and Vice Chair are not able to act, the BoD members present choose one of the members present to serve as chair.
3. A majority of the members of the BoD must be present to constitute a quorum, which is necessary for voting.
4. The Secretary provides timely notice of each meeting of the BoD and ensures that a meeting summary is distributed to the membership in a timely manner.

## VI. ELECTIONS

- A. **Nominating Committee:** The Chair appoints three members of the BoD, who are not



candidates for office, for the purpose of nominating members in good standing to be elected officers of the BoD effective at the start of the fiscal year (July 1). Currently serving BoD members as well as any UCBRFA member in good standing may be nominated. Nominations for officers may also be made from the floor during the Annual Meeting. Those either nominated by the committee or from the floor, have the opportunity to decline, and the name of any nominee who declines will not appear on the ballot.

- B. Election Procedures:** The election of Officers is by secret ballot, which will be distributed to all attending members in good standing at the Annual Meeting. Two members of the BoD, who are not candidates, are appointed by the Chair to count the ballots. Nominees are elected by a simple majority of those present and in good standing. Election results will be announced at the close of the Annual Meeting and distributed in a timely manner to all UCBRFA members.
- C. Vacancies:** In the event of any vacancy occurring in the BoD, however caused, such vacancy may be filled by the BoD from among the UCBRFA members in good standing; otherwise, the vacancy will be filled by an election at the next Annual Meeting. Any officer appointed or elected to fill any such vacancy holds office for the remainder of the term of the vacated office.

## VII. AMENDMENTS

- A.** These Bylaws may be amended at any Annual Meeting or at a special meeting. Such amendment may be executed only after at least 30-days' notice of the content and rationale of the amendment is distributed to UCBRFA members.
- B.** A two-thirds vote of members present and in good standing is required to amend.