

## **UIRA Bylaws (approved July 22, 2024)**

### **Article I: Name**

The name of this organization is University of Iowa Retirees Association, hereafter known as UIRA.

### **Article II: Mission and Goals**

#### *Section 1: Mission*

The mission of UIRA is to facilitate support of the University of Iowa by retired faculty and staff members and to promote the interests and welfare of those retirees. UIRA strives to help members keep in touch with each other and with the social and intellectual life of the university.

#### *Section 2: Goals*

The goals of UIRA are to:

- a. Offer programs on topics of interest to retirees.
- b. Provide opportunities for social engagement and interaction of retirees.
- c. Provide advice and assistance to current and prospective members on matters of mutual concern.
- d. Support the university's commitment to student success through initiatives mutually agreed upon by UIRA Board of Directors and the Office of the President.

### **Article III: Members**

#### *Section 1: Membership*

UIRA represents staff and faculty who are at least 55 years old, have retired from the University of Iowa, or have had significant employment-related ties to the university. Spouses or partners of UIRA members are also eligible to be members of UIRA.

#### *Section 2: Introductory Membership*

All University of Iowa retirees shall receive an introductory membership upon retirement, provided at no cost. After the introductory membership period expires, the retiree may elect to continue membership by paying dues.

#### *Section 3: Voting Privileges*

All members of UIRA, dues-paying and introductory, shall be eligible to vote on all matters presented to the membership for a vote.

#### *Section 4: Termination of Membership*

Membership is terminated after non-payment of dues.

### **Article IV: Association Calendar**

To accommodate the fiscal calendar of the University of Iowa, the fiscal year of the association shall begin on October 1 and end on September 30 of the following year. The annual budget, including expenditures, revenues, and collection of dues, will begin and end according to the fiscal year.

The membership year of the association shall commence on September 1 and end on August 31.

## **Article V: The Board of Directors**

### *Section 1: General Responsibilities*

The Board of Directors, henceforth referred to as the Board, shall promote the purposes of the association and shall act for the membership between the association's annual meetings. The Board shall administer the property and funds of the association.

### *Section 2: Composition*

The Board shall be elected by the membership and shall consist of five officers—president, president-elect, secretary, treasurer, and past president—and seven directors-at-large, one of whom may serve as editor of *The Gray Hawk*, and one of whom may serve as webmaster. An Emeritus Faculty Council (EFC) member may serve as a non-voting member of the Board.

### *Section 3: Election and Terms of Office*

A list of nominees for officers and directors-at-large shall be developed by the Nominating Committee and approved by the Board at its April meeting. Candidates shall be elected by a simple majority of the members who vote in the election.

A new president-elect shall be elected annually to serve a three-year term—one year each as president-elect, president, and past president in that order. Each position change shall occur at the annual meeting.

The election of the treasurer and secretary shall occur at three-year intervals.

Directors-at-large shall be elected as needed and shall serve three-year terms. No elected director-at-large may serve more than two consecutive terms.

Terms of office for newly elected officers and directors-at-large shall commence at full Board orientation following their election, as defined in the UIRA Operations Manual, and end with full Board orientation at the completion of their specified term.

### *Section 4: Expectations and Duties*

Board members of UIRA shall:

- a. Attend monthly Board meetings, whether in person or virtually.
- b. Hold at least one committee assignment and attend monthly committee meetings.
- c. If serving as an officer or committee chair, submit a report of activity to the secretary at least one week prior to each Board meeting.
- d. Support and attend UIRA programming.

The president, or designees, shall:

- a. Represent the association in carrying out the actions and directives of the membership, including chairing the monthly meetings of the Board.
- b. Serve on the Manual Update and Orientation Committee.
- c. Serve on the Budget Committee.
- d. Serve as the liaison between UIRA and the Human Resources Administrative Services Coordinator (ASC) and facilitate monthly meetings between the ASC and designated members of the Board.
- e. Organize the annual UIRA business meeting.

The president-elect shall:

- a. In the absence of the president, perform the duties of the president, as well as other duties as the president or the Board requests.
- b. Serve on the Manual Update and Orientation Committee.
- c. Distribute the Committee Retention Survey to the Board, committee chairpersons, and committee members, as specified in the UIRA Operations Manual, and report the results to the Board.

The immediate past president shall:

- a. Chair the Program Planning Committee.
- b. Serve on the Nominating Committee.

The secretary shall:

- a. Keep the minutes of Board meetings.
- b. Maintain the Board and committee rosters.
- c. Collate and distribute officer and committee reports to the Board prior to each Board meeting.

The treasurer shall:

- a. Chair the Budget Committee.
- b. Submit a monthly report to the Board.
- c. Maintain the financial records of the association.
- d. Coordinate dues collection with the ASC.
- e. Expend UIRA funds as authorized by the president or the Board of the association.
- f. Submit a financial report for the annual meeting and as requested by the Board.
- g. Inform the Board of any circumstance in which the financial health of the organization is threatened.

The editor of *The Gray Hawk* shall:

- a. Be responsible for the preparation, publication, and circulation of *The Gray Hawk* with support of the ASC.
- b. Serve on the Membership Committee.
- c. Prepare and disseminate news releases, publicity, and information about the association to its members, to the community at large, and to the media.

The UIRA webmaster shall:

- a. Chair the Website Committee.
- b. Work with the ASC to update all materials on the UIRA website.
- c. Maintain and modify the site as needed.

#### *Section 5: Vacancies*

Vacancies on the Board shall be filled by the president, with the approval of the Board. Such appointees shall serve until the expiration of the term being filled. If two or more years remain, it shall count as one full term. If less than two years remain, the time served shall not count as a full term.

### *Section 6: Meetings*

Board meetings shall be held monthly, with July and August meetings held on an as-needed basis as determined by the president.

### *Section 7: Quorum*

A simple majority of the elected Board shall constitute a quorum for the transaction of business.

## **Article VI: Meetings of the Association**

### *Section 1: Annual Meetings*

The annual meeting of the association shall be held no later than the end of June of each year, on a date and at a time specified by the Board. The following officers and Board members shall prepare reports of their activities to be used by the president in preparing a presentation for the annual meeting:

- a. President
- b. Past president
- c. Treasurer
- d. Membership chair
- e. Editor of *The Gray Hawk*

These reports shall be published on the UIRA website.

### *Section 2: Special Meetings*

Special meetings of the membership may be called by the president or the Board as deemed desirable for the good of the organization. Special meetings may also be called upon written request of no fewer than 15 members of the association.

### *Section 3: Notice*

Written notice of membership meetings scheduled for the conduct of business shall be given to the membership at least 10 days prior to each meeting.

## **Article VII. Committees**

### *Section 1: General*

The standing committees of the association shall consist of such committees as hereafter designated in these Bylaws. Other committees, standing or ad hoc, may be appointed by the president with the approval of the Board.

### *Section 2: Appointment, Terms of Office, and Vacancies*

Chairpersons and committee members shall be appointed to one-year renewable terms.

Terms of office for committee chairpersons shall commence at the association's annual meeting and end with full Board orientation the following year.

Terms of office for committee members shall commence on September 1 and end on August 31.

The vacancy of a committee chairperson shall be filled by the president, subject to approval by the Board.

The vacancy of a committee member, other than the chair, shall be filled by the chairperson, subject to approval by the president. The appointee shall serve for the remainder of the term.

### *Section 3: Standing Committees*

All UIRA standing committees shall have no fewer than three committee members from the Board and the membership.

The following committees are designated as standing committees:

#### ***Awards Committee***

The Awards Committee shall consist of a director-at-large, who chairs the committee, and at least two additional persons from the Board or the membership.

The Awards Committee shall:

- a. Nominate the Outstanding Volunteer Service awardees for university and for community services to be voted on by the Board.
- b. Arrange for the engraving and mounting of awardee nameplates for the UIRA service award plaques located in the Iowa Memorial Union.

#### ***Budget Committee***

The Budget Committee shall consist of the treasurer, who chairs the committee, the president, and at least one additional person from the Board or the membership.

The Budget Committee shall:

- a. Prepare a budget for the annual operations of the association for approval by the Board.
- b. Receive and process internal requests for funding submitted by officers, members of the Board, or committee chairpersons related to the ongoing business expenses of UIRA, as approved by the Board.
- c. Prepare the budget required for the conduct of other specific events that may be requested by the president or by the Board.
- d. Research new funding opportunities.

#### ***Manual Update and Orientation Committee***

The Manual Update and Orientation Committee shall consist of a director-at-large, who chairs the committee, the president, the president-elect, and additional persons, as needed, from the Board or the membership.

The Manual Update and Orientation Committee shall:

- a. Systematically review and update all sections of the manual each year. Changes made to the document must be consistent with the UIRA Bylaws, UI-UIRA Memorandum of Understanding (MOU), and the UI Policy Manual. Significant changes shall be brought to the Board for discussion and vote.
- b. Plan and coordinate all aspects of the full Board and committee chair orientation to take place each year, as defined in the UIRA Operations Manual.
- c. Maintain a UIRA-dedicated electronic repository that is accessible to the Board and committee chairpersons for storage of archived and working documents.

### ***Membership Committee***

The Membership Committee shall consist of a director-at-large, who chairs the committee, the editor of *The Gray Hawk*, and at least one additional person from the Board or the membership.

The Membership Committee, in conjunction with the ASC, shall:

- a. Maintain an up-to-date spreadsheet of paid and introductory members.
- b. Develop materials to recruit new members and to promote the retention of current members of the association through the renewal process.
- c. Prepare materials to be distributed to the voting membership via email and *The Gray Hawk* to assess interest in Board and committee participation.

### ***Nominating Committee***

The Nominating Committee shall consist of a director-at-large, who chairs the committee, the past president, and at least one additional member from the Board or the membership.

The Nominating Committee shall:

- a. Develop a slate of officer and director-at-large nominees to be approved by the Board during its April meeting.
- b. Prepare the Board-approved slate of officers and Board members for distribution to the membership of the association for voting at least 30 days prior to the annual meeting.
- c. Solicit nominees for new committee chairpersons, to be approved by the Board in its May meeting.
- d. Maintain a cumulative list of potential candidates for positions on the Board or as committee chairpersons to be utilized by the committee in the following year.
- e. Develop new ways to identify members from the general membership for positions on the Board and committees, including reaching out directly to the membership for recommendations.

### ***Program Planning Committee***

The Program Planning Committee shall consist of the past president, who chairs the committee, and at least two additional persons from the Board or the membership.

The Program Planning Committee shall:

- a. Plan and coordinate programs, virtual, in-person, or hybrid, throughout the membership year.
- b. Report virtual and in-person attendee names and numbers to the president or their designee, after each UIRA program.
- c. Solicit ideas for programming from the membership.

### ***Website Committee***

The Website Committee shall consist of the webmaster, who chairs the committee, and at least two additional persons from the Board or the membership.

The Website Committee shall:

- a. Maintain and modify the website as needed, including to improve the quality, performance, and accessibility of the website.

- b. Communicate changes made to the website to the ASC directly and to the Board in the monthly committee report.
- c. Respond to comments or questions about the website from the Board or membership.
- d. Work with Information Technology Services to make necessary changes to financial and membership functions on the website involving forms, surveys, or back tables.

### **Article VIII: Conduct of Meetings**

Robert's Rules of Order (newly revised) shall govern the conduct of all meetings, except in those instances in which they conflict with the Bylaws of the association.

Electronic voting by the Board is permitted. All electronic votes shall be received by the ASC and forwarded to both the president and the president-elect, who will share the results with the Board. Documentation that such a vote took place, and the results thereof, shall be ratified and then documented in the minutes of the next regularly scheduled meeting of the Board.

### **Article IX: Revision of the Bylaws**

The Bylaws may be modified or adopted at any regular or special meeting of the Board at which a quorum/simple majority is present, in-person or virtually. The Board must receive written notice of proposed changes to the Bylaws at least 10 days prior to the vote. The motion must pass by a two-thirds majority. Notice of approved revisions shall be published in the next issue of *The Gray Hawk*.

*Bylaws first adopted on October 19, 1995*

*First Revised February 19, 1997*

*Second Revision October 1999*

*Third Revision January 2004*

*Fourth Revision May 2005*

*Fifth Revision June 2010*

*Sixth Revision May 2011*

*Seventh Revision December 2019*

*Eighth Revision June 2023*

*Ninth Revision July 2024*