

University of Washington Retirement Association
BYLAWS

Revised – September 2006; March 2016; March 2017; November 2019; January 2020



ARTICLE I--Membership Meetings

Section 1--Annual Meeting

There shall be an annual meeting of the members in each fiscal year, at a time and place designated by the Board of Directors, at which members will transact any business presented for action.

Section 2--Other Meetings

There shall be other meetings of the members as the Board directs.

Section 3--Quorum

Members present shall constitute a quorum for action items at any meeting of the members of the Association called by the Board of Directors, provided that notice of the meeting has been given as described in Section 4.

Section 4--Notice of Meetings

The Secretary or UWRA staff shall give at least 30 days' notice to the membership of the time, place and purpose of all membership meetings.

ARTICLE II--Composition of the Board

The Board responsible for governing the Association shall be composed of twelve (12) elected members and the secretary and treasurer if they are not already members of the Board. The Executive Director of the Association shall be an *ex officio*, non-voting member of the Board. The Vice President for Alumni and Stakeholder Engagement shall be an *ex officio*, non-voting member of the Board.

ARTICLE III--Meetings of the Board

Section 1--Planning Meeting

The Board shall hold a planning meeting following the annual installation of new board members and election or appointment of new board officers to approve the chairpersons of the standing and other committees and to consider the work of the Association for the ensuing year. The President shall designate the time and place of such meeting.

Section 2--Regular Meetings

The Board shall meet monthly, unless otherwise agreed to. The time and place of such meetings shall be established by the Board.

Section 3--Special Meetings

Special meetings of the Board may be held upon the call of the President or upon request of any three members of the Board.

Section 4--Presiding Officers

A President or First Vice President shall remain a member of the Board during his or her term as a presiding officer. The President shall preside at all meetings of the Board. If the President is absent or unable to perform the duties of office, one of the Vice Presidents shall function in the President's place, with the First Vice President having priority so to serve.

Section 5--Notice of Meetings

The Secretary or UWRA staff shall give notice of each meeting of the board to each Board Member.

Section 6--Quorum

A majority of the members of the Board shall constitute a quorum.

ARTICLE IV--Memberships and Membership Dues

Section 1--Membership Eligibility

Persons eligible for membership include the following, their spouses, surviving spouses, former spouses, and domestic partners:

- (1) Retired members of the faculty and staff who were active University of Washington retirement-plan participants; former members of the University Board of Regents;
- (2) University of Washington employees who are who are active retirement-plan participants;
- (3) persons who once were UW faculty or staff and active retirement-plan participants for at least five consecutive years, who separated from the University in good standing, and are now retired or age 55 or older;
- (4) with the approval of the Executive Committee of the UWRA Board, persons who once served at other institutions of higher education in retirement-eligible positions for at least five consecutive years at a single institution or at least ten years at a combination of institutions, and who are now Emeriti, retired, or age 55 or older.
- (5) The Board has discretion to elect persons deserving of recognition to honorary membership, which includes all privileges of membership without payment of dues.
- (6) The Board has discretion to confer membership in situations where the individual is not otherwise eligible, but where, in the Board's judgment, the UWRA and the individual will mutually benefit.

Section 2 – Dues and Time of Payment

The Board shall establish membership categories and amounts of membership dues. Dues are payable on or before the month of the previous year's payment or renewal.

Section 3 -- Period of Membership

Dues shall be for one calendar year, dating from the month of payment, until the same month the following year.

ARTICLE V--COMMITTEES

Section 1--Standing Committees

Standing Committees shall include such committees as the Board determines to be essential or desirable to carry out the purposes of the Association as outlined in Article II of the Constitution.

Section 2--Subcommittees

Each Standing Committee may appoint one or more subcommittees, which shall report to it.

Section 3--Term of Office

Unless otherwise specified in the Board-approved committee mandate, members of the Standing Committees shall serve one-year terms and are eligible for successive reappointment.

Section 4--Ad Hoc Committees

The Board may appoint such ad hoc committees as it deems appropriate. Such committees shall report to the Board and shall serve at its pleasure.

Section 5—Committees serving functions for the Board

1. The Executive Committee of the Board is composed of the elected officers of the Board, a member-at-large from the Board, and the immediate past President of the Board. The Committee does the fact-finding and preliminary work for the Board and proposes policy for the Board's consideration. It acts for the Board between meetings of the Board and reports any action taken on behalf of the Board at the next meeting of the Board.
2. The Executive Committee also serves as the Personnel Committee. Where a Membership Committee is called for by the Constitution, the Executive Committee serves as the Membership Committee.
3. The Nominating Committee for the Board shall be composed of five persons appointed by the Board. They will:
 - (a) Elicit suggestions for nominees and prepare a slate with a candidate for each vacancy on the Board. Once the slate is approved, nominees are published to the membership with an invitation for additional nominations by means of petition, as outlined in the Constitution.
 - (b) Nominate officers to fill the positions of President, First Vice President, Second Vice President, Secretary and Treasurer. Subject to the action of the Nominating Committee, the First Vice President is expected to be a candidate for President in the following year, unless the President is reelected. Nominees for offices other than President may be selected from among newly elected members of the Board.

Section 6--Interest Groups

The members of the University of Washington Retirement Association and the members of the Faculty Auxiliary have the opportunity to become members of or participate in any of the interest groups sponsored by either organization.

ARTICLE VI--Amendments

The Board may, by a two-thirds vote of the members present, amend the bylaws at any regular meeting provided that the amendment or amendments have been distributed to the Board at least one week before the meeting at which they are to be voted upon.