

BYLAWS

THE NEW YORK STATE
RETIRED TEACHERS' ASSOCIATION, INC

1993

Amended to include the 2009 Annual Meeting



2009

NYSRTA

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

BYLAWS

THE NEW YORK STATE RETIRED TEACHERS' ASSOCIATION, INC.

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THE NEW YORK STATE RETIRED TEACHERS' ASSOCIATION, INC.

ARTICLE I Name

The New York State Retired Teachers' Association, Inc., referred to in these Bylaws as the **Association**, shall be the name of this organization.

ARTICLE II Objectives

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.

ARTICLE III Membership

Membership in this Association shall be of four classifications:

1. Active
2. Life
3. Spouse
4. Honorary

A requisite of membership is that dues be current for the fiscal year.

Section 1. Active

Membership is open to all retired or active educators who indicate an interest in promoting the objectives of the Association.

Section 2. 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.

Section 3. Spouse

If a spouse of a member does not meet the Bylaws qualifications as an "Active" member, he/she may become a spouse 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.

Section 4. Honorary

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

ARTICLE IV Association Structure

Section 1. Zones

(a) The Association shall establish within the geographical limits of New York State divisions thereof to be known as Zones of The New York State Retired Teachers' Association, Inc., the locations and areas of which shall be designated by the Executive Committee.

(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 shall file by October 15th of each year a list of names, addresses with the 9-digit zip code, and telephone numbers of its officers and committee chairs with the Association Office.

(e) The Bylaws of each Zone shall be consistent with the Bylaws of the Association.

(f) Elected officers and committee chairs must have active or life 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 RTA Units and to conform to the Bylaws of the Zone.

Section 3. Out of State Regions

(a) The Executive Committee shall have the authority to approve Out of State Region. The Units shall not have representation on the Standing Committees or on the Executive Committee. 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 shall file by October 15th of each year a list of names, addresses with the 9 digit zip, and telephone numbers of its elected officers and committee chairs with the Association Office.

(d) The Bylaws of each out of state group applying for Out of State Region status shall be consistent with the Bylaws of the Association.

ARTICLE V Officers

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

- (a) President
- (b) Senior Vice President
- (c) Vice President in charge of Federal Legislation
- (d) Vice President in charge of Friendly Service
- (e) Vice President in charge of Membership
- (f) Vice President in charge of State Legislation
- (g) Secretary
- (h) Treasurer

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

The elected officers of this Association must have active or life membership in the Association.

Section 2. The President shall:

- (a) Preside at all meetings of the Association and of the Executive Committee.
- (b) Call meetings of the Executive Committee as the business of the Association requires.
- (c) Appoint the members of each committee except those mentioned in ARTICLE X, which states that each Zone is to designate certain of its committee members. Committee members shall be eligible if they are voting members.
- (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 Committee, 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 Executive Committee meeting following the Annual Meeting.

(j) Serve as an ex-officio member on the Board of Trustees which administers the affairs of the Insurance Trust for the current year.

(k) Approve or disapprove each voucher.

(l) Grant monies to satisfy emergency requests from the President's Fund.

(m) 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 3. The Senior Vice President shall:

(a) In the absence of the President, or whenever the Executive Committee shall declare the President incapacitated, perform all duties of that office.

(b) Be the Chair of the Annual Workshop Committee.

(c) Serve as an ex-officio member on the Board of Trustees which administers the affairs of the Insurance Trust for the current year.

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

Section 4. The Vice President in charge of Federal Legislation shall:

(a) Be Chair of the Federal Legislation Committee.

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

Section 5. The Vice President in charge of Friendly Service shall:

(a) Be Chair of the Committee on Friendly Service.

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

Section 6. The Vice President in charge of Membership shall:

(a) Be Chair of the Membership Committee.

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

Section 7. The Vice President in charge of State Legislation shall:

(a) Be Chair of the State Legislation Committee and have direct charge of any action to promote and support favorable New York State legislation and any efforts to oppose or amend unfavorable New York State legislation.

(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 Executive Committee.

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

(c) Within thirty (30) days after any meeting of the Executive Committee, furnish a copy of the minutes to each member of the Executive Committee, Chairs of the Standing Committees and to the members holding Appointed Positions. Approval of the minutes by the Executive Committee will be at the next scheduled meeting.

(d) Prior to the first Executive Committee Meeting following the Annual Meeting, furnish a copy of that Annual Meeting minutes to each member of the Executive Committee, Chairs of the Standing Committees and to the members of Assigned Positions. Copies shall be distributed to the delegates at the next Annual Meeting for approval.

Section 9. The Treasurer shall:

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

(b) Deposit such monies in banks approved by the Executive Committee.

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

(d) Make all investments of Association funds in U. S. Treasury and Federal Agency offerings and offerings of banks insured by U. S. Government. Investments may also be made in U. S. Government Security Money Market funds, Equities and in individual investment grade corporate bonds that are rated AAA or AA by Standard & Poor's or Moody's. The Treasurer shall render a detailed accounting of these monies at the Annual Meeting and at such other times as the President may direct.

(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.

Section 10. 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 Executive Committee 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 Executive Committee 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 Executive Committee determine that the Treasurer can resume his/her duties, or until the next regularly elected Treasurer assumes office.
- (e) The appointees named above must have Active or Life membership in the Association.

ARTICLE VI

Executive Committee

Section 1. The business and the affairs of the Association shall be managed by the Executive Committee, which shall consist of all elected officers, the immediate Past President, and the Presidents of the Zones.

Section 2. The Executive Committee 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, implementing, and/or 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 Executive Committee. 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 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.

(e) 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.

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

(g) Elect each year, for a term of three (3) 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.

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

Section 4. Five (5) members of the Executive Committee may, by written request, require the President to call a meeting of the Executive Committee; 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 Executive Committee may do so.

Section 5. Any motion made and seconded in the Executive Committee 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 Executive Committee, shall report its approval or disapproval. The Executive Committee shall make the final decision.

Section 6. Proxy and/or designee

(a) Should any Zone President hold an elected office of the Association or be unable to attend any meeting of the Executive Committee, such Zone President is authorized to designate an elected officer or Past President of the Zone to act as his/her proxy to represent the Zone.

(b) The Treasurer may designate the Assistant Treasurer to act as his/her proxy.

(c) The Treasurer or any Zone President making such an appointment shall provide his/her proxy with a written letter of appointment to be presented to the President at the time of the meeting.

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

(e) The Editor of *YORK STATE* may designate the Associate Editor to attend the meeting as his/her representative.

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 Executive Committee may designate. Voting members at the Annual Meeting shall be called delegates. Delegate count is based upon membership that is current by the first day of the fiscal year in which the Annual Meeting is held. One hundred (100) accredited delegates in attendance at each of the business sessions shall constitute a quorum.

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 Executive Committee of the Association
- (b) An additional delegate from each Zone for every one hundred (100) paid members or major fraction thereof
- (c) Delegates at Large shall be:
 - (1) Association Appointees: Editor of *YORK STATE*, Associate Editor of *YORK STATE*, and the Assistant Treasurer.
 - (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) Delegates of Out of State Regions
 - One (1) Delegate at Large from each Out of State Region for every one hundred (100) paid members or major fraction thereof.

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

- (a) Have (up-to-date) Active or Life Membership qualifications to be an approved delegate or alternate delegate.
- (b) Have approved 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 approved delegate has withdrawn from all duties at the Annual Meeting of the Annual Convention and gives 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 Committee.

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 Executive Committee.

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.

ARTICLE IX Committees

Section 1. Standing Committees shall be:

- (a) Annual Meeting
- (b) Bylaws
- (c) Certificate of Recognition
- (d) Community Service
- (e) Credentials
- (f) Federal Legislation
- (g) Finance and Budget
- (h) Friendly Service
- (i) Health Care
- (j) History
- (k) Membership
- (l) Nominations
- (m) Personnel
- (n) Public Relations
- (o) Resolutions
- (p) Site
- (q) State Legislation

Section 2. Special Committees

- (a) The President or the Executive Committee may establish special committees.
- (b) The committees shall continue to function until discharged by action of the President or the Executive Committee.

Section 3. 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 4. Committee Appointments

- (a) All members of Standing Committees shall be voting members of the Association.
- (b) Each Zone President shall present to the President, on or before October 15th of each year, the names, addresses with the 9-digit zip code, and telephone numbers of members that the Zone is required to designate for the coming year to serve on the Standing Committees.
- (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 5. The Chairs of the Bylaws Committee and the Public Relations Committee are required to attend all Executive Committee 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 Executive Committee 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 Federal Legislation Committee shall consist of one (1) member from each Zone designated by the Zone and the Vice President in Charge of Federal Legislation who shall be the chair. The functions of this committee are:

- (a) To work with other state and national organizations to promote federal legislation for the benefit of all active and retired educators and all other retirees.
- (b) To keep the membership informed of current legislation and concerns.

Section 7. 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 Executive Committee the investments of Association funds.
- (b) To coordinate and supervise the financial operations of the Association.
- (c) To recommend to the Executive Committee 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 Executive Committee changes of approved budget items during the fiscal year.
- (f) To review the auditor's report and present a summary to the Executive Committee.

Section 8. The Friendly Service Committee shall consist of one member from each Zone designated by the Zone and the Vice President in charge of 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 9. 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 10. 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 11. The Membership Committee shall consist of one (1) member from each Zone designated by the Zone and the Vice President in charge of 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 who is to be considered as a nominee shall not attend any meeting where 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 Executive Committee Meeting date and whenever the need arises. The committee shall provide report(s) to the Executive Committee 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 Executive Committee, for their approval, a selected site for the Annual Workshop and Annual Convention at the first Executive Committee meeting following the previous Annual Convention.
- (b) To investigate and consider any potential site suggested by the Executive Committee.
- (c) To act as liaison between the selected site management and the Association.

Section 17. The State Legislation Committee shall consist of one (1) member from each Zone designated by the Zone and the Vice President in charge of State Legislation who shall be the chair. The functions of this committee are:

- (a) To further New York State legislation for the benefit of active and retired educators.
- (b) To work with other organizations of New York State retirees to further legislation for the benefit of all retirees.
- (c) To keep the membership informed of current legislation and concerns.

Section 18. Chairs of Standing and Special Committees may attend Executive Committee meetings at the Association expense.

Section 19. The members of each Standing Committee shall continue to function until successors are appointed.

ARTICLE XI

Dues

Section 1. The Executive Committee 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 Executive Committee 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 Executive Committee 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 Fiscal Year

Section 1. The fiscal year of this Association shall be from July 1st to June 30th of the following year.

Section 2. The President of each Zone shall report to the Executive Committee 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 Executive Committee is hereby authorized and empowered in its discretion, and from time to time, to create and 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 plan 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, three (3) of whom are elected by the Executive Committee for a three (3) year term; such election to take place at the next Executive Meeting following the Annual Meeting. The President and the Senior Vice President shall serve as ex-officio members.

(b) 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 Executive Committee and that nominee is elected to the Board of Trustees when receiving an affirmative vote of the majority of

the Trustees

- (c) The Chair of the Board of Trustees shall be elected by the Board.
- (d) 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 Executive Committee 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 Executive Committee 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. Copies of all resolutions shall be distributed at a session of the Annual Meeting scheduled prior to the final business session at which time 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 Executive Committee
- (c) A petition signed by at least twenty-five (25) voting members of the Association and presented to the Executive Committee.

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

- (a) A proposed amendment shall be presented to the Executive Committee. It 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 regularly convened 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 Executive Committee 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 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.
- (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) The Executive Committee
- (2) Zones
- (3) Annual Meeting

No definite sequence of time shall be required for action by the Zones and the Annual Meeting. They are entirely independent in regard to action on amendments.

ARTICLE XVII **Rules of Order**

Section 1. Rules contained in the most recent edition of *Robert's Rules of Order* 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 and content as depicted below, viz:

Section 1. Such seal shall be affixed to such corporate instruments as may by law or governmental regulation be required, or as may be deemed necessary or appropriate by the officers of the Association 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 Committee of the Association.

