

**BY-LAWS OF THE  
UPTE RETIREES ASSOCIATION**

**ARTICLE I – NAME**

This organization shall be known as “The UPTE Retirees Association.”

**ARTICLE II – JURISDICTION**

All members of UPTE-CWA Local 9119 who have retired from employment from any position in UPTE’s jurisdiction shall be eligible for membership in the UPTE Retirees Association.

**ARTICLE III – OBJECTIVES**

This Association shall endeavor to coordinate the activities of the retired members of UPTE-CWA Local 9119 in their efforts to improve the quality of their lives.

The specific and primary purpose of the organization is to operate a labor organization within the meaning of Section 23701A of the California Revenue and Tax Code. The organization does not contemplate pecuniary gain or profit to its members and is organized for nonprofit purposes.

**ARTICLE IV – ORGANIZATION AND STRUCTURE**

The structure of the Association shall consist of the following:

1. Members
2. Executive Board
3. Committees

**ARTICLE V – GOVERNING AUTHORITY**

**Section 1.**

The affairs of the Association shall be governed by its membership in accordance with these Bylaws and the UPTE-CWA 9119 Constitution and the policies of the Union in the following manner:

- A. Through action taken at membership meetings
- B. By actions and decisions of the Association Executive Board between membership meetings.
- C. The actions and decisions of the Executive Board may be over ruled by the membership
- D. Notwithstanding any of the above statements of purpose and powers, this

association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that do not further the specific purposes of the association.

## **Section 2. Membership**

- A. Membership in this Association shall consist of members in good standing of UPTE-CWA 9119 who have retired from employment from any position in UPTE's jurisdiction and who pay their dues. (Returning for limited appointment work does not prohibit membership in the UPTE-Retirees Association.)
- B. Application for membership shall be submitted to the Recording Secretary.

## **Section 3. Executive Board**

The Executive Board shall consist of the President, Vice-President, Treasurer, Recording Secretary, 3 members-at-large and a representative to the UPTE-CWA 9119 Systemwide Executive Board.

- 1. Meetings shall be held at least quarterly.
- 2. Meetings shall be called by the President or a majority of the Executive Board.
- 3. There shall be an in-person meeting each year at the UPTE-CWA 9119 Convention.
- 4. A majority of the Executive Board shall constitute a quorum for Board meetings.
- 5. A majority vote shall be necessary to decide any business of the Executive Board.
- 6. The Executive Board shall supervise the administrative affairs of the Association and
  - a. Coordinate activities of the Association with those of the Union
  - b. Coordinate activities of the Association with the Labor Movement through State and Local Central Bodies.
  - c. Be responsible for preparing an annual budget.
  - d. Establish rules and regulations not inconsistent with these Bylaws or the Union's Constitution as necessary for the proper administration of the Association.
  - e. Be authorized to take such action and make such decisions as may be necessary to carry out fully and adequately all provisions of these Bylaws and such action necessary to safeguard and promote the best interest of the Association.
  - f. Recommend for Association consideration the creation of committees as the need for such committees become evident.
  - g. Appoint and fill vacancies on all committees.
  - h. Appoint with membership approval, delegates to various State, County, City for other Central Bodies or related functions as needed.

## **ARTICLE VI – DUTIES OF OFFICERS**

**Section 1. Officers**

The Officers of the Associations shall be the President, Vice-President, Recording Secretary, Treasurer and a representative to the Systemwide Executive Board.

- A. President – The President shall:
  - 1. Preside at all meetings of the Association and the Executive Board.
  - 2. Exercise general supervision of the Association.
  - 3. Act as official spokesperson for the Association.
  - 4. Assume the responsibility for the furtherance of the purposes of the Association.
  - 5. Authorize and approve all expenditures.
  - 6. Sign all checks jointly with the Treasurer or Vice-President
  - 7. Supervise all committees.
  - 8. Be responsible for seeing that the activities and decisions of the Executive Board be reported to the Association.
  
- B. Vice President – The Vice-President shall:
  - 1. Work under the direction of the President and perform such duties as assigned by the President, the Executive Board or the membership.
  - 2. In the absence of the President, exercise the duties of the President.
  - 3. Sign checks jointly with the President or the Treasurer.
  
- C. Treasurer – The Treasurer shall:
  - 1. Be custodian of all assets and financial records.
  - 2. Make available a financial report at regular meetings.
  - 3. Prepare an annual budget with the assistance of the Executive Board for submission to the Association.
  - 4. Collect all dues, fees, assessments and any other income and deposit them in the name of the Association in a Bank or Credit Union designated by the Association.
  - 5. Sign checks jointly with the President or Vice-President
  - 6. Cause an Annual Audit of the financial records of the Association be made by a competent person.
  - 7. Perform such other duties as assigned by the President or the Executive Board.
  
- D. Recording Secretary – The Recording Secretary shall:
  - 1. Take the minutes of all Executive Board meetings and general membership meetings of the Association.
  - 2. Maintain the records of all meetings.
  - 3. Maintain a record of the Association membership.

4. Notify the membership of upcoming meetings, at least 10 days in advance.

## **ARTICLE VII – ELECTIONS**

**Section 1.** The membership of UPTe-CWA 9119 Retiree Association shall elect from among its membership a President, Vice-President, Treasurer, a Recording Secretary, 3 members at large, and a representative to the UPTe systemwide Executive Board.

The term of office shall be three (3) years. Nominations shall be in the month of March. The election code of UPTe-CWA 9119 shall be the election procedures followed.

### **Section 2. Vacancies**

- A. A vacancy in the office of the President shall be filled in the office of the Vice-President.
- B. A vacancy in the office of the Vice-President, Treasurer, Recording Secretary and representative to the UPTe Systemwide Executive Board shall be filled by the President, subject to Executive Board approval.

## **ARTICLE VIII – FINANCES**

The functioning of the UPTe-CWA 9119 Retirees Association shall be financed entirely by the income from the membership dues and assessments.

## **ARTICLE IX – MEETINGS**

The Executive Board shall meet quarterly. There shall be an in-person meeting of retirees at the annual UPTe Convention.

## **ARTICLE X - EXPENSES**

Expenses incurred on behalf of the Association shall be reimbursed on an "actual expense" basis upon approval of the President, Executive Board or the membership.

## **ARTICLE XI – QUORUM**

A quorum of the Executive Board shall be a majority of its members. A quorum of a membership meeting shall be 10% of the membership.

## **ARTICLE XII – AMENDMENTS**

These Bylaws may be amended by the Association in the following manner:

**Section 1.** Any motion to amend these Bylaws must be submitted to the membership at least 30 days in advance of a scheduled membership meeting where the action on the matter is contemplated. It shall require a majority vote of the membership attending the meeting.

**Section 2.** Any motion to amend the Bylaws that has not had a 30 day advance submission shall require a 3/4 (75%) majority vote of attending members.

### **ARTICLE XIII – AUTHORITY**

The current edition of Robert's Rules of Order shall apply in all cases not specifically covered by the Articles.