

# CITY OF SAN DIEGO RETIRED EMPLOYEES ASSOCIATION

## **BYLAWS and RULES OF ORDER** (Revised September 8, 2009)

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### **BYLAWS**

#### **ARTICLE I - NAME**

The name of this organization shall be the "City of San Diego Retired Employees Association" herein referred to as the "Association".

#### **ARTICLE II - PURPOSE**

The Association is a non-profit association whose function is to provide strong, dignified and responsible representation for the purpose of improving the economic benefits and the physical and social welfare of all retired City of San Diego employees, and all beneficiaries, including spouses, of the City of San Diego Retirement System.

#### **ARTICLE III - MEMBERSHIP**

- Section 1: Any person who is a retired City of San Diego employee, or is receiving a retirement allowance from the City of San Diego Retirement System, or any surviving spouse, or beneficiary is eligible for membership.
- Section 2: An affiliate member is any person who is participating in the City of San Diego's Deferred Retirement Option Plan (DROP), or who has left City of San Diego employment but has left his/her retirement contributions on account in the San Diego City Employees Retirement System while waiting until he/she reaches the age of retirement eligibility.
- Section 3: The names of members and affiliate members who have not paid their annual dues to the Treasurer or signed for payroll deduction of such dues by the time of the April meeting shall be removed from the roster of members and placed in the file of non-members.

#### **ARTICLE IV - OFFICERS**

- Section 1: The elective officers of the Association shall be the President, the First Vice-President (Programs), the Second Vice-President (Advocacy), the Secretary and the Treasurer. All officers must be retired City Employees.
- Section 2: Each officer shall be elected for a term of two years and shall hold office from his/her installation until the installation of his/her successor.
- Section 3: An affiliate member is not eligible to hold any office until he/she reaches retired status.

#### **ARTICLE V - BOARD OF DIRECTORS**

- Section 1: The Association shall be governed by the Board, which shall consist of the five elected officers; the Elected Representative to the Retirement Board,

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### ARTICLE V - BOARD OF DIRECTORS (continued)

the Immediate Past President, six other elected members plus the appointed Parliamentarian, Membership Chair and the Newsletter Editor. All sixteen members of the Board of Directors must be members of the Association, except that the Elected Representative to the Retirement board may be an ex officio member, with full voting privileges.

- Section 2:
- a. The Board shall have the authority to conduct the business of the Association in the interim periods between regular and/or special meetings of the Association.
  - b. In January of each year the Board shall cause an audit to be made of operation expenditures of the preceding year.
  - c. All official actions to be taken by the Association shall be presented to the Board prior to a vote by the members.
- Section 3: Terms of Office: Directors shall be elected for terms of three years or until their successors are installed and their terms shall be arranged so that one-third end each year.
- Section 4: Vacancies: Any vacancy in the office of President shall be filled by the First Vice President for the balance of the term. The Board of Directors shall fill all other vacancies to serve until the next election. If an elected member of the Board of Directors is appointed to fill a vacant officer position on an interim basis, that Director shall continue to serve the balance of his/her elected term of office as a Director after the officer position is filled by election.
- Section 5: Any officer or director may be temporarily relieved of duties at any meeting of the Board of Directors by a two-thirds vote of the Directors present. However, such actions must be confirmed for permanent discharge by both a two-thirds vote of the Directors present at the next succeeding meeting of the Board of Directors and a majority vote of the general members present at the general meeting immediately following the Board action. The Newsletter announcing that general meeting must include notice of the possibility of such a vote. If the action is not ratified by both the Board and the membership, the officer or director so relieved shall resume office and duties upon adjournment of the subject meeting.

### ARTICLE VI - MEETINGS

- Section 1: Association meetings shall be held on the second Tuesday of each month unless rescheduled by the Board, and notification shall be made to members in the next Newsletter.
- Section 2: Regular meetings of the Board of Directors shall be held monthly.
- a. The Board shall designate the date, place and time of all meetings.

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### **ARTICLE VI - MEETINGS (continued)**

- b. All members of the Association shall be entitled to attend any of the meetings of the Board, but only Board members shall have the right to make motions and to vote.

Section 3: Special meetings of the Association or of the Board may be called by the President and shall be called by the President upon written request of two or more members of the Board of Directors. The date of any special Association meeting shall not be less than seven calendar days after the date that a written notice of the time, place and reason for the meeting has been sent to all members.

### **ARTICLE VII - COMMITTEES**

Section 1: The Standing Committees of the Association shall be:

- a. Audit Committee

The Committee shall consist of three members appointed by the President at the January meeting. The Audit report shall be presented at the March meeting. The Association's fiscal year begins January 1 and ends December 31.

- b. A Retirees Issues Task Force Committee consisting of three or more members shall monitor continually and evaluate the effectiveness of benefits in the interest of retirees and shall make recommendations to the Board for adjustments or improvements to the Retirement System and its implementation. The Committee shall communicate and coordinate its activities with the retiree's Elected Representative to the Retirement Board. The Committee shall represent General Member retirees in activities involving the Retirees Issues Task Force, (previously known as Coalition of Retired Fire, Police, and General Members) in benefits discussions with the City Manager, the City Council and organizations representing active members, and shall coordinate with the retiree's Elected Representative on matters involving the Board of Directors of the City Employees Retirement System.
- c. An Advocacy Committee, chaired by the Second Vice President (Advocacy) and consisting of five or more members nominated by the President and confirmed by the Board. Committee members collect information on current and emerging retirement/health benefit issues and develop recommendations for consideration by the Board and/or General Members, as applicable, on issues and positions to be advocated.
- d. Hospitality and Lunch Tickets Committee
- e. Membership Committee

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### **ARTICLE VII - COMMITTEES (continued)**

- f. Active Employee Association Representative
- g. Sunshine Committee
- h. Program Committee (Chaired by the First Vice President)
- i. Recreation Committee
- j. Nominating Committee
- k. Helping Hands Committee, outreach bereavement support for City of San Diego Retired Employees' Association members.
- l. Except as otherwise provided in these Bylaws, committee chairs shall appoint the members of committees.

Section 2: Ad Hoc Committees:

Various Ad Hoc Committees shall be appointed by the President as needed.

### **ARTICLE VIII - PARLIAMENTARY AUTHORITY AND AMENDMENTS**

Roberts Rules of Order, Revised, shall govern all meetings in all cases to which they apply and insofar as they are not inconsistent with these Bylaws.

Section 1: Amendments: Changes in these Bylaws may be recommended by any member of the Association to either the Board or the General Membership. But if the proposal is made to the Membership, it shall be referred to the Board before coming back to the Membership for a vote on its adoption. Amendments shall require a two-thirds vote of the members present.

Section 2: Amendments to these Bylaws shall become effective ten days after having been adopted.

Section 3: The Board shall establish Rules of Order to administer these Bylaws.

### **ARTICLE IX - LEGAL FUND**

The establishment of a legal fund is hereby acknowledged, pursuant to Board and General Membership approval. Dissolution of the Legal Fund may take place only in a way that is satisfactory under applicable laws in effect at the time of the proposed dissolution and only with board and general membership approval as set forth in the Rules of Order.

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### **RULES OF ORDER**

#### **RULE I - NOTICE OF MEETINGS**

Written notification shall be mailed to each member at least seven calendar days prior to the regular meeting.

#### **RULE II - MINUTES AND RECORDS**

The Secretary shall maintain all Association written minutes and all correspondence relating to the business of the Association.

#### **RULE III - QUORUM**

Section 1: Six Board members plus two officers shall constitute a quorum at any meeting of the Board of Directors.

Section 2: Two officers plus twenty members shall constitute a quorum at any Association meeting.

#### **RULE IV - DUTIES OF OFFICERS AND OTHER BOARD MEMBERS**

Section 1: The President shall:

- a. Preside at all meetings of the Association and Board of Directors.
- b. Exercise general supervision, direction and control of the business and affairs of the Association, subject to the control of the Board of Directors.
- c. Appoint the Parliamentarian, Membership Chair, Newsletter Editor and the chairs of all committees except the Nominating Committee, Program Committee and Advocacy Committee.
- d. Be the spokesperson for the Association unless that function is delegated for specific circumstances.
- e. Receive the reports of all committees.
- f. Act as an ex-officio member of all committees except the Nominating Committee.
- g. Appoint at any time special committees as deemed necessary.
- h. Enforce the Association's Bylaws and preserve order and decorum at all meetings.

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### **RULE IV - DUTIES OF OFFICERS AND OTHER BOARD MEMBERS (continued)**

Section 2: The First Vice President shall:

- a. In the absence of the President, perform the duties of the President and act in an advisory capacity at all times.
- b. Chair the Program Committee and select the members thereof.

Section 3: The Second Vice President shall:

- a. In the absence of the President and First Vice President, perform the duties of the President and act in an advisory capacity at all times.
- b. Chair the Advocacy Committee.

Section 4: The Secretary shall:

- a. Keep a correct record of the proceedings of all meetings of the Association and Board of Directors.
- b. Distribute, or cause to be read at all meetings, such documents and correspondence as should be brought to the attention of the members.
- c. Maintain, or cause to be maintained, a record and directory of all officers, Directors and Chairs of all Committees.
- d. Perform such other secretarial duties as may be requested by the President and/or the Board of Directors.

Section 5: The Treasurer shall:

- a. Collect, or cause to be collected, all dues and/or other monies due the Association.
- b. Be responsible for all the Association's assets and fiscal procedures.
- c. Present an annual financial statement to the President and/or the Board of Directors.
- d. Issue, or cause to be issued, checks for payment or expenditures of the Association. Checks, withdrawals or transfers from accounts maintained by

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### **RULE IV - DUTIES OF OFFICERS AND OTHER BOARD MEMBERS (continued)**

the Treasurer of the Association shall be valid when signed by any two of the following persons - President, First Vice President, Second Vice President, Treasurer or Secretary.

- e. Deposit, or cause to be deposited, all monies received to the credit of the Association in a Federally insured Financial Institution.

Section 6: The Other Board Members shall:

- a. Attend all regular meetings of the Board and the General Membership.
- b. Participate in the activities of the Board, serve on sub-committees when requested, and be knowledgeable about Association activities.

### **RULE V - NOMINATIONS AND ELECTIONS**

Section 1: The President, First Vice President, Second Vice President, Secretary and Treasurer of the Association shall be elected bi-annually in the month of November by vote of the members. Two of the elected Board members shall be elected each year.

Section 2: A Nominating Committee consisting of three members shall be established in July in the following manner.

- a. The Board of Directors shall appoint two members.
- b. The General Membership shall elect one member of its choice.
- c. The Nominating Committee shall elect its chair.

Section 3: The Nominating Committee shall:

- a. Submit names of one or more candidates for each vacant position for the office of President, First Vice President, Second Vice President, Secretary and Treasurer and any vacant positions on the Board of Directors, each in the appropriate year.
- b. Obtain the consent of each nominee before announcing the member as a candidate.

Section 4: a. Nominations from the floor shall be declared in order after the

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### **RULE V - NOMINATIONS AND ELECTIONS (continued)**

Nominating Committee reports at the November meeting. Consent of the person nominated must have been obtained prior to putting his or her name in nomination.

- b. After nominations have been closed, the Presiding Officer shall appoint an Election Board consisting of an inspector and two or more tellers. Voting shall be by secret ballot; however, if a motion for a single slate is approved, the election may be held by voice vote.

Section 5: The candidate for each office receiving the majority of votes for that office shall be declared elected. In the event of a tie vote, a run-off election for that office shall be conducted. At that time the members present shall elect the new officer from those candidates who tied. In the event that no candidate for an office receives a majority of the vote, a run-off shall be conducted between the two candidates with the highest number of votes.

Section 6: Newly elected Officers and Board Members shall be installed in January.

### **RULE VI - DUES**

Section 1: Association membership dues shall be payable on an annual basis in January or by authorized payroll deduction by the City Auditor.

Section 2: The payment of current dues shall entitle a member to all rights and privileges allowed under these Bylaws and these Rules of Order.

Section 3: The annual dues of the Association shall be fixed at the October meeting by a majority vote of the members present.

Section 4: Affiliate members shall pay dues in accordance with the dues structure established by the membership except affiliate members are not eligible for payroll deduction of dues.

### **RULE VII - USE OF LEGAL FUND**

Section 1: The Association has authorized an increase in dues of one dollar per month, with the increase going to establish a legal fund to be used to protect retirees' interests. Sections 2 through 6 are hereby set forth to protect the legal funds in the interests of all retirees.

Section 2: All funds collected for this purpose are to be deposited in separate Money Market or CD sub-accounts of the Association's Credit Union account. The Association Treasurer has the authority to move the funds within the Association's Credit Union Account in order to secure a better rate of interest.

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### **RULE VII - USE OF LEGAL FUND (continued)**

- Section 3: Actions taken by this organization regarding the legal fund must be used for the benefit and protection of CSDREA members, precluding the use of the legal fund for any other reason.
- Section 4: A proposed legal proceeding must have the pre-approval of two-thirds of the Association's Board of Directors and by two-thirds of the members present during a previously noticed and regularly scheduled monthly meeting.
- Section 5: The required membership vote for use of funds or approval of legal proceedings shall be noticed in the newsletter prior to the monthly scheduled meeting.
- Section 6: The approval by Board members and General members as outlined in Sections 4 and 5 shall encompass all the actions necessary to undertake the legal proceedings.
- Section 7: All revisions to this legal fund policy must be approved by both a two-thirds approval of the Board and a two-thirds approval of the General members present at a previously noticed and regularly scheduled monthly meeting.
- Section 8: Dissolution of the Legal Fund may take place only in a way that is satisfactory under applicable laws in effect at the time of the proposed dissolution and only with approval of 2/3 of the Association's Board and of 2/3 of the members present during a previously noticed and regularly scheduled monthly meeting.