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.

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 employed in salaried positions for at least five consecutive years at the University of Washington, and former members of the University Board of Regents;
(2) University of Washington active, salaried employees who are interested in supporting and furthering the purposes of the Association;
(3) on application to and approval by the Board of Directors, persons who once served on the University faculty or staff in salaried positions for at least five consecutive years, who separated from the University in good standing, and are now retired;
(4) on application to and approval by the Board of Directors, retirees of other colleges and universities employed in salaried positions at one such institution for at least five consecutive years.
(5) At the discretion of the Board persons may be elected to honorary membership. Honorary membership is conferred as a means of recognition, and includes all privileges of membership, without payment of dues.
(6) On recommendation of the Membership Committee and at the discretion of the Board persons may be conferred associate membership. Associate membership includes all privileges of membership, with or without payment of dues. Associate membership is conferred in situations where the individual is not otherwise eligible, but where the UWRA and the individual, by virtue of his or her professional role, will mutually benefit from the association.

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
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.
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. Nominees are published in the winter newsletter, 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 by-laws 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.

Revised 3/9/16