

# RETIRED FACULTY OF THE UNIVERSITY OF FLORIDA, INC.

Revised Bylaws Approved September 29, 2021

## ARTICLE I Name

The name of this Corporation shall be Retired Faculty of the University of Florida, with RFUF as the standard abbreviation.

## ARTICLE II Purposes

RFUF is an ongoing intellectual gathering of retired faculty and staff, primarily from the University of Florida but welcoming colleagues retired from other institutions. Meetings throughout the academic year advance the purposes for which the Corporation is formed, and the business and objectives to be carried on and promoted by it:

- (a) to establish a channel through which the retired faculty and university administrators can communicate on matters of mutual interest;
- (b) to assist the University in determining the status of the retired faculty and how it can continue to make an effective contribution to the University's programs and activities;
- (c) to cooperate with the University in efforts to keep the retired faculty informed about the educational, cultural and social activities the retired faculty may contribute to or participate in;
- (d) to establish a means of communication among members of the retired faculty;
- (e) to organize and sponsor any activities desired by the retired faculty;
- (f) to work toward the realization of those benefits for retired faculty which may not now exist in order to enable them to pursue a more meaningful retirement.

The Corporation is irrevocably dedicated to and operated exclusively for non-profit purposes. No part of any income or assets of the Corporation shall be distributed to, nor inure to the benefit of any individual, unless approved in advance by the Board of Directors or Executive Committee.

## ARTICLE III Membership

**Section 1.** Membership in the organization shall be open to any person who meets the criteria described below. Upon acceptance of the membership application and payment of dues, the name of the person shall be entered upon the rolls of the Corporation as a member in good standing with the privileges of voting and holding office. Associate members may participate but will not hold office within the organization.

- (a) Each member of the University of Florida faculty (for example, faculty, lecturers, adjunct faculty, courtesy faculty) or University of Florida administration (director, associate director, assistant director, or equivalent of department, center, college, or equivalent units) who has retired in good standing shall be eligible for membership in RFUF.
- (b) Other non-faculty employees of the University of Florida who meet the same criteria as faculty are eligible for membership in RFUF.
- (c) Faculty members from other institutions of higher learning who meet the same criteria may become members.
- (d) Spouses of RFUF members and spouses of deceased University of Florida faculty members may become associate members.
- (e) Other interested members of the Greater Gainesville community are welcome to attend meetings as well and to join as associate members if they so choose.

## ARTICLE IV Officers and Board of Directors

**Section 1.** The major officers of the Corporation shall be a President, a President-Elect, a Secretary, and a Treasurer. They shall be members of the Corporation in good standing at the time of election. The President and President-Elect shall serve for a term of one year, with the President-Elect automatically succeeding the President in office. The Secretary and the Treasurer shall serve for one year with the privilege of re-election.

**Section 2.** The affairs of the Corporation shall be managed by a Board of Directors consisting of 14 members: the immediate Past President, the President, the President-Elect, the Secretary, the Treasurer, the Chair of the Communications Committee, the Chair of the Membership Committee, the Database Coordinator, and six members elected for three-year staggered terms so that two go off each year. An elected board member must be out of office for one year before becoming eligible for reelection.

**Section 3.** Officers and Directors shall be elected at the annual meeting and shall take office immediately following their election. When there is more than one nomination for the same office, the election shall be by ballot.

**Section 4.** Duties of the Board of Directors and Officers:

- (a) The Board of Directors is the governing body of the Corporation.
- (b) The President, who will have been a UF faculty member, carries out directives and managerial policies authorized by the Board of Directors, presides at all regular and special meetings of the Corporation, appoints the members and designates the chair of all committees except as provided otherwise in these Bylaws, represents the Corporation in formal meetings with the University of Florida and other agencies, corporations, and individuals, and signs all contracts authorized by the Board of Directors.
- (c) The President-Elect, who will have been a UF faculty member, performs all duties of the office of the President whenever the President is absent at any regular or special meeting for any reason whatsoever, acts for the President upon request, serves as a member of the Executive Committee, and serves as program chair.
- (d) The Secretary keeps the minutes of all meetings of the Corporation, including those of the Board of Directors, serves all official notices required by the Bylaws, and has custody of all official records of the Corporation.
- (e) The Treasurer has custody of the funds of the Corporation and disburses the same only in accordance with the directions of the Board or its Executive Committee, and in general performs all other duties incident to the office of Treasurer subject to the control of the Board of Directors.
- (f) Vacancies occurring between elections in elective offices, including Board of Directors and elective committees, shall be filled on the recommendation of the President and approval of the Board of Directors.

## **ARTICLE V Committees**

**Section 1.** Standing Committees:

- (a) The Executive Committee shall be composed of all the officers of the Corporation and the immediate Past President. This Committee shall exercise all powers of the Board of Directors between meetings, shall submit minutes of the Executive Committee to the Board of Directors for ratification at its next meeting, and shall maintain liaison work with the University of Florida Administration.
- (b) The Membership Chair shall be appointed annually by the President; additional members of the Membership Committee may be appointed annually by the president. The Chair shall inform qualifying members of their eligibility under Article III, Membership, and shall encourage them to become members of RFUF.

- (c) The President-Elect will serve as Program Chair; additional members of the Program Committee may be appointed annually by the President. Such committee shall assist the President-Elect to investigate, propose, and promote programs and projects of interest to the members of the organization.
- (d) The Nominating Committee shall be chaired by the Immediate Past President and additional members will be appointed by the President with the approval of the Board of Directors. This committee shall present to the membership ten days prior to the annual meeting a full slate of officers and members of the BOD eligible under Article IV, Officers. Additional nominations may be made from the floor if each nominee is a member in good standing and has agreed to serve.
- (e) The Auditing Committee shall be appointed by the President. The Committee shall conduct an annual audit of the financial records of the Corporation and shall report its findings to the membership at each annual meeting.
- (f) The Communications Committee shall be appointed by the President, with the President designating one member of the committee to be Chair. A newsletter, website and other communications to inform members of planned activities and matters of interest shall be provided to the membership.
- (g) The Database Coordinator shall be appointed by the President. Duties include maintaining contact data on membership and dissemination of documents as requested by the Board and committee chairs.

**Section 2. Special Committees:** Special committees may be appointed by the President as needed with the approval of the Board of Directors which shall designate both duties and terms of appointment.

#### **ARTICLE VI Meetings**

**Section 1. Annual Meetings:** The annual business meeting of the Corporation shall be held in the spring with the time and place to be determined by the Executive Committee.

**Section 2. Special Meetings:** Special meetings may be held on call by the Secretary at the discretion of the Executive Committee

**Section 3. Notification:** At least ten days prior to a business meeting an agenda shall be furnished to the membership of the Corporation.

**Section 4. Quorum:** The membership attending any meeting of which all members have been notified ten days in advance shall constitute a quorum.

#### **ARTICLE VII Dues**

**Section 1.** The dues shall be recommended by the Board of Directors and established annually by majority vote of members attending the spring business meeting. Annual dues shall be payable on or before September 30 of each year.

**Section 2.** Dues for all new members shall be payable upon acceptance. Members who join after January 1 of any year shall not be liable for further dues until September 30 following their first year of membership.

#### **ARTICLE VIII Changes to Bylaws**

If need be, the Board shall appoint a Bylaws Committee to examine the Bylaws and, if necessary, recommend changes. If the Board accepts such changes, the proposed modifications shall be disseminated to the membership and a ratification vote taken at the next business meeting according to Article VI Section 4.