

BYLAWS OF THE RETIRED FACULTY OF THE UNIVERSITY OF FLORIDA, INC.

Ratified February 12, 2025

ARTICLE I Name

The name of this Corporation shall be Retired Faculty of the University of Florida, Inc., with RFUF as the standard abbreviation. The RFUF functions as a 501 (c) (4) Corporation, State of Florida nonprofit registration # 731703, having been incorporated on April 15, 1975.

ARTICLE II Purposes

The RFUF Corporation is an ongoing collegial organization of retired faculty members, administrators, and non-faculty staff, primarily from the University of Florida and faculty retirees from other academic institutions, as well as spouses/partners of eligible RFUF members and community members at large (see Article III, Membership). Meetings are held weekly throughout the academic year, defined by the fall and spring semesters of the University of Florida, to advance the purposes for which the Corporation was formed in perpetuity and the business and objectives to be carried out and promoted by it as follows:

- (a) to maintain an active, reciprocal communications channel between members and University administrators for discussions of matters of mutual importance.
- (b) to maintain effective and efficient pathways whereby members can continue to contribute to University programs and activities.
- (c) to cooperate with the University to continuously disseminate to all members information about ongoing academic, administrative, cultural, and social activities in which retired faculty may participate.
- (d) to promote communication and collegiality among members of RFUF.
- (e) to develop and sponsor new activities as desired by the members.
- (f) to encourage and support programs and activities in pursuit of a more meaningful retirement.

The Corporation is irrevocably dedicated to and operated exclusively for nonprofit purposes. No part of any income or assets of the Corporation shall be distributed to or accrue to benefit any individual, unless approved in advance by the Board of Directors or the Executive Committee.

ARTICLE III Membership

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 into the rolls of the Corporation as a member in good standing with the privileges of voting and holding office.

- (a) Any member of the University of Florida faculty, administration, or non-faculty staff who has retired in good standing, regardless of years of service at the University of Florida, shall be eligible for membership in RFUF.
- (b) Faculty members who have retired from other academic institutions shall be eligible for membership in RFUF.
- (c) Spouses/partners of RFUF members and spouses/partners of deceased University of Florida faculty members shall be eligible for membership in RFUF.
- (d) Retirees from the community at large who support the purposes of RFUF and who will actively participate in RFUF programs shall be eligible for membership in RFUF.

ARTICLE IV Officers and Board of Directors

Section 1. The major officers (Executive Committee) of the Corporation shall be the President, the Immediate Past President, the President-Elect, the Secretary, and the 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 eligibility for 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 member Directors elected for three-year staggered terms where two rotate off each year. An elected board member must be out of office for one year before becoming eligible for re-election. The President shall act as Chair of the Board of Directors.

Section 3. Officers and Directors shall be elected at the Spring business 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 shall 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 and Board of Directors, appoints the members and designates the chairs 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. The President shall present a Presidential Year report to the members during the Spring business meeting.
- (c) The President-Elect, who shall 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 meetings for any reason whatsoever, acts for the President upon request, serves as a member of the Executive Committee, and serves as chair of the Program Committee.
- (d) The Secretary keeps the minutes of all meetings of the Corporation, including those of the Board of Directors and those of the Executive Committee meetings with UF Administrators, serves all official notices required by the Bylaws, and has custody of all official records of the Corporation. By September each year the Secretary adds official records to The RFUF archives in the Smathers Library Archives as well as to the secretarial digital files of the RFUF, which shall be passed to the succeeding Secretary at the appropriate time.
- (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 chaired by the President and is composed of all the major officers of the Corporation as stated in Article IV, Section 1. 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 Committee shall be appointed annually by the President. The Chair shall inform qualifying individuals of their eligibility under Article III and shall encourage them to become members of RFUF.
- (c) The Program Committee shall be chaired by the President-Elect. Additional members of the Program Committee may be appointed 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 at least two additional members shall be appointed by the President. This committee shall present to the membership ten days prior to the annual business meeting a full slate of officers and members of the BOD eligible under Article IV. 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 the Spring business 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 by the Committee Chair.
- (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:

The President may appoint special committees as needed with the approval of the Board of Directors which shall designate both duties and terms of appointment.

ARTICLE VI Meetings

Section 1. 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, including additional business meetings, may be called by the President.

Section 3. Notification of any business meeting shall be provided to the membership at least ten days prior to the meeting.

Section 4. The total number of members attending any meeting of which all members have been notified ten days in advance shall constitute a quorum.

ARTICLE VII Dues

Section 1. The RFUF fiscal year is October 1 through September 30. The dues shall be recommended by the Board of Directors and established annually by the majority vote of members attending the Spring business meeting. Annual dues shall be payable in full on or before September 30 of each year.

Section 2. Dues for all new members joining after September 30 shall be payable in full upon acceptance as a new member.

ARTICLE VIII Changes to Bylaws

As needed, 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 for review and ratification. After at least 10 days of review by the membership, the President shall call a special membership meeting for voting. A simple majority of the membership present at this meeting is required to ratify the new Bylaws.