

# **BYLAWS**

**of the**

## **THE RETIRED TEACHERS ASSOCIATION of CHICAGO**

**A GENERAL NOT FOR PROFIT CORPORATION**

**Amended and Approved: May 18, 2018**

BYLAWS AS OF MAY 18, 2018  
THE RETIRED TEACHERS ASSOCIATION of CHICAGO

ARTICLE I - NAME

The name of this Association shall be THE RETIRED TEACHERS ASSOCIATION of CHICAGO, hereinafter called RTAC.

ARTICLE II - PURPOSE

The purpose of RTAC shall be to carry on the following activities in the interests of those individuals who receive pensions from the Public School Teachers' Pension and Retirement Fund of Chicago; herein after are referred to as retired teachers.

Section 1. To serve as the primary advocate of Chicago public school retired teachers and to work with other organizations on issues related to these retired teachers.

Section 2. To empower our members to engage in activities and services that will promote their well being with emphasis on the maintenance and enhancement of their pension benefits.

Section 3. To provide for the professional, educational, and social interests of our members. (Amended 10-20-06)

ARTICLE III - MEMBERSHIP

Any individual receiving a service or disability pension from the Public School Teachers' Pension and Retirement Fund of Chicago may be members and hold elective office. Other recipients of Public School Teachers' Pension and Retirement Fund of Chicago pensions may be members but not hold elective offices in RTAC. (Amended 10-20-06)

ARTICLE IV - OFFICES AND DUTIES

The elected officers of RTAC shall be a President, a First Vice President, a Second Vice President, a Secretary, and a Treasurer, all of whom shall be members of RTAC.

Section 1. THE PRESIDENT

- a. The President shall preside at all meetings of RTAC.
- b. The President shall appoint all Standing Committees, except the Nominating Committee.
- c. The President shall perform such other responsibilities as are indicated by these Bylaws.

Section 2. THE FIRST VICE PRESIDENT

- a. The First Vice President shall be general aide to the President and perform all the duties of the President in his/her absence.
- b. Should a vacancy occur in the office of President during the year, the First Vice President shall assume the Office of President for the unexpired term.

Section 3. THE SECOND VICE PRESIDENT

- a. The Second Vice President shall assume the duties of the First Vice President when that officer is temporarily unable to perform them, except when otherwise assigned by the vote of the Board.

Section 4. THE SECRETARY

- a. The Secretary shall be responsible for accurate permanent records of all meetings of the Board of Directors and of RTAC and other secretarial duties.
- b. The Secretary shall collect and organize from the Minutes all statements as to policy, guidelines, and procedures.
- c. The Secretary shall maintain a permanent, bound record of consecutive News Bulletins.

## Section 5. THE TREASURER

- a. The Treasurer shall be custodian of all funds and investments of RTAC, maintaining a ledger of investments, a check list of dividends and interest due, and shall supervise all money receipts, bank deposits and balances.
- b. The Treasurer shall be a member of the Finance Committee charged with supervision of monthly reports for the Board of Directors, a report for general membership meetings of RTAC, all reports to government agencies, and preliminary budget for action by the finance Committee.
- c. The Treasurer shall be bonded and shall be one of the bonded members authorized to sign checks for RTAC. Checks shall be co-signed by two of the bonded members. All expenses, including petty cash, will be accounted for, by a voucher check bearing a serial number for permanent accounting procedures. Funding shall be paid out only as authorized by the Board of Directors.

## Section 6. THE EXECUTIVE DIRECTOR

The Executive Director shall serve RTAC, in accordance with policies established by RTAC's Board of Directors, RTAC's Executive Committee, and the Chicago Teachers Aid Fund Board of Directors. Reporting directly to the President, he/she shall be responsible for the development, implementation, supervision, and evaluation of a program of activities and services that will meet the professional, educational, social, economic, and other common interests of retired Chicago teachers. He/she shall serve at the pleasure of the Board and in accordance with a position description adopted by RTAC's Board of Directors on March 1, 2000 as from time to time amended by the Board. The Board shall determine by resolution the Executive Director's conditions of employment. (Amended 10-19-00)

## ARTICLE V - BOARD OF DIRECTORS

### Section 1. COMPOSITION AND DUTIES

- a. The Board shall be responsible for the administration of RTAC.
- b. The Board of Directors shall consist of the elected officers, sixteen elected Directors and the Past Presidents, all of whom shall serve without compensation.
- c. The President of RTAC shall serve as Chair of the Board.
- d. The Board shall fill vacancies to RTAC elective offices when necessary except that of President.
- e. The Board shall employ compensated personnel and approve their benefits.
- f. The Board, no later than December in even numbered years, shall elect four (4) members as Directors of the Retired Teachers Aid Fund. (Last amended 10/19/00 by full membership vote.)
- g. When a Board vacancy occurs mid-term, consideration to fill the unexpired term shall be given those RTAC members who have indicated an interest in serving on RTAC's Board. Such interest shall be indicated in writing to the Board and kept on file and available for review by Board Members. Action to fill an unexpired term shall take place no sooner than the Board meeting next following the meeting when the vacancy is acknowledged and accepted by the Board. (Amended 9-30-02)

### Section 2. TENURE OF OFFICE

- a. The Directors shall be members of RTAC and shall be elected for a term of two years, eight elected in odd-numbered and eight elected in even-numbered years. Officers shall be elected for a term of two years in even-numbered years.
- b. Whenever any Director or Officer demonstrates an inability to serve by failure to attend any six (6) regular consecutive meetings of the Board of Directors, the Board of Directors may declare the position vacant and provide for the replacement of that position. (Added 10/31/14)

### Section 3. MEETINGS

- a. The Board of Directors shall hold meetings the first Wednesday of each month in the year, except when otherwise designated by vote of the Board Directors.
- b. Special meetings of the Board may be called by the President of RTAC or by nine elective members of the Board of Directors.
- c. Nine elective members of the Board of Directors shall constitute a quorum.
- d. Standing and special committees and subcommittees shall be authorized to meet by telephone or through other electronic communication media as long as a quorum of members can simultaneously hear each other and participate during the meeting. (Amended/Added 10-17-13)
- e. A member shall vote in only one capacity. There is no absentee voting, nor voting by proxy.\* (Amended/Added 10-17-13)

## ARTICLE VI – COMMITTEES

### Section 1. EXECUTIVE COMMITTEE

The Executive Committee shall consist of the five elected officers of RTAC and the immediate past president. The duties of the Executive Committee shall be:

- a. To transact necessary business in the interval between meetings of the Board of Directors and any other business that may be referred to it by the Board of Directors.
- b. To advise the President in such cases as he/she may call to their *attention*.
- c. Three members of the Executive Committee shall constitute a quorum.
- d. Meetings of the Executive Committee may be called by the President or a majority of the members. All decisions and action shall be reported to the Board of Directors for review and approval.
- e. The members of the Executive Committee shall serve as ex-officio members of the Board of the Chicago Retired Teachers Aid Fund. (Amended 10-19-00)

### Section 2. STANDING COMMITTEES

The President shall appoint the Chair and members of the following standing committees, unless otherwise designated in the Bylaws. They shall serve for one year.

BYLAWS-EDITORIAL-FINANCE-INSURANCE-LEGISLATION-MEMBERSHIP-PENSION-PUBLIC RELATIONS-SERVICE-SOCIAL-VOLUNTEERS

### Section 3. DUTIES OF STANDING COMMITTEES

#### BYLAWS

The Bylaws Committee shall be responsible for:

- a. Recommending appropriate changes and amendments in the Bylaws to the Board of Directors for their consideration.
- b. Maintaining a correct up-to-date record of the Bylaws and filing official, dated copies in RTAC's office.
- c. Publication of the proposed amendments and the action thereon to the general membership.

#### EDITORIAL

The Editor of the News Bulletin shall serve as Chair of a Committee on whom he/she may call for assistance in planning, editing, and mailing the News Bulletin. The Office Staff shall assist in this undertaking by maintaining an accurate membership mailing list and printing labels in mailing order.

#### FINANCE

- a. The Finance Committee shall include the Treasurer and additional Board members as appointed
- b. The Finance Committee shall examine the receipts and disbursements of RTAC and prepare an annual budget at the beginning of each calendar year, subject to the approval of the Board of Directors.

(continued)

- c. The Finance Committee shall recommend adjustments in the budget whenever conditions make such changes desirable.
- d. The Finance Committee shall have the responsibility of instituting an annual audit by an independent certified public accountant.
- e. The Finance Committee shall have the authority to purchase and sell securities by a majority vote of the committee.
- f. The Finance Committee shall designate one member to handle bequests, gifts and memorials.

#### INSURANCE

- a. The Insurance Committee shall provide information for retired teachers on the subject of insurance.
- b. The Insurance Committee shall have responsibility for reviewing and recommending essential insurance coverage relating to RTAC.

#### LEGISLATION

- a. The Legislation Committee shall keep the membership informed as to legislation, both State and National, that is of particular interest to retired teachers.
- b. The Legislation Committee shall initiate new legislation in the interest and for the benefit of retired teachers.
- c. This Committee shall seek the aid and support of the general public and officials for legislation to benefit all retired teachers.
- d. The Committee shall assist and encourage members to participate in programs planned to improve the status of retired teachers.
- e. The Committee shall seek to cooperate with local, state and national groups in matters of legislation.

#### MEMBERSHIP

The Membership Committee shall constantly promote membership in RTAC by securing new active members and shall encourage the continuity of such membership including Life Membership.

#### PENSION

- a. The Pension Committee shall keep the membership informed of all matters relating to the Chicago Teachers' Pension & Retirement Fund and such other pension matters as may be of general interest.
- b. The Pension Committee shall work closely with the Legislative Committee in legislative matters as may concern teachers' pensions generally.
- c. The Pension Committee shall monitor the Pension Fund and contribute suggestions for the benefit of all annuitants.

#### PUBLIC RELATIONS

- a. The Public Relations Committee shall serve as a liaison committee between RTAC and other organizations in matters of common concern.
- b. The Public Relations Committee shall keep the membership informed concerning related interests of other organizations.

#### SERVICE

- a. The Service Committee shall serve as a liaison to members.
- b. The Service Committee shall undertake additional appropriate service to the members with approval of the Board.

#### SOCIAL

The Social Committee shall plan and promote social events for members and be responsible for the planning and supervision of any Luncheons sponsored by RTAC.

## VOLUNTEERS

- a. The Volunteers Committee shall serve as a liaison to members who wish to volunteer their time and services to RTAC whenever needed.
- b. The Volunteers Committee shall be responsible for providing information for the “Volunteer Opportunities” page(s) in the News Bulletin.
- c. The Volunteers Committee shall be responsible for the recruitment and supervision of members in completing special assignments, when requested by the President or Board of Directors.

## Section 4. SPECIAL COMMITTEES

The President may appoint such Special Committees as are necessary in his/her judgment, or as authorized by the Board of Directors. The objectives and duties of these committees shall be specified when the committees are appointed.

## ARTICLE VII – ELECTIONS

Section 1. Elections of officers and directors shall be held at the annual Fall Meeting of RTAC.

Section 2. Officers and Directors shall take office January 1st of the following year.

## Section 3. NOMINATING COMMITTEE

The Nominating Committee shall consist of five members:

- a. Three shall be chosen by the Board of Directors from its membership at their Board meeting, one of whom shall be designated Acting Chair by the President to convene the first meeting of the committee.
- b. Two shall be appointed from the general membership by the President.
- c. The Nominating Committee shall select its own Chair.
- d. The Chair of the Nominating Committee may not succeed himself/herself.
- e. The Nominating Committee shall select at least one nominee for each vacancy.  
(Amended 5-18-18)
- f. The Nominating Committee shall select sufficient nominees for the Board of Directors to assure a total of sixteen. These names should be presented to the Board in time for publication in the News Bulletin prior to the fall election.
- g. The Nominating Committee shall present its report at the Annual Fall RTAC Meeting.
- h. Nominations for any position may be made from the floor, provided the nominee has filed a signed RTAC nomination form and Conflict of Interest form at least three weeks prior to the Fall RTAC Business meeting. Failure to provide such forms disqualifies the nominee.  
(Amended 10-29-08 & 5-18-18)
- i. Only those who consented to serve if elected shall be eligible for nomination, either by the Committee or from the floor.

## Section 4. TERMS OF OFFICE

- a. Officers are elected to serve for two-year terms.
- b. The President shall serve for two years.
- c. The President shall not succeed himself/herself.
- d. All remaining officers may succeed themselves.

#### ARTICLE VIII - MEETINGS

- a. There shall be two General Membership Meetings of RTAC each year, one in the spring and one in the fall. Additional meetings may be held at the discretion of the Board of Directors.
- b. Time and place of the General Membership Meeting of RTAC shall be determined by the Board of Directors.
- c. Sixty Members present at a General Membership Meeting of RTAC shall constitute a quorum.
- d. A member shall vote in only one capacity. There is no absentee voting, nor voting by proxy.\*  
(Amended/Added 10-17-13)

#### ARTICLE IX - DUES

- a. The annual dues and life membership of RTAC shall be determined by the Board of Directors.
- b. The fiscal year of RTAC shall be January 1 through December 31.
- c. Life Membership: After age 85 Life Membership is free.

#### ARTICLE X - POWERS

RTAC shall have the powers specified in the Statutes of the State of Illinois under the GENERAL NOT FOR PROFIT CORPORATION ACT, approved July 18, 1943 in force January 1, 1944.

#### ARTICLE XI - RULES OF ORDER

Robert's Rules of Order, most recently revised, shall be the parliamentary authority of RTAC for procedures not otherwise provided for in the Bylaws.

#### ARTICLE XII - AMENDMENTS

The Bylaws of RTAC may be amended at any General Membership Meeting as follows:

- a. Amendments must be submitted in writing by any member of RTAC to the Board of Directors.
- b. By a 3/4 majority vote of approval by the Board of Directors, of those present and voting, the amendments shall be published and brought to the General Membership meeting at which they shall be presented for a vote. (Amendment recommended for approval May 7, 2003; approved by membership October 10, 2003.)
- c. A 3/4 majority vote of the General Membership Meeting shall be required for final adoption.

#### ARTICLE XIII - DISSOLUTION

In the event of dissolution of RTAC, after all liabilities and obligations have been paid, satisfied and discharged, any remaining assets shall be contributed to such other organized charitable or educational institutions of the State of Illinois as are qualified under Section 501 (c) (4) of the Internal Revenue Code or a corresponding provision of a later enactment, which the Board of Directors shall, in its sole judgment, determine.

\*PROXY VOTING- A proxy is a power of attorney given by one person to another to vote in his stead. The term also designates the person who holds the power of authority. Ordinarily it should neither be allowed nor required, because proxy voting is incompatible with the essential characteristics of a deliberative assembly in which membership is individual, personal and nontransferable."

Robert's Rules Of Order Newly Revised  
(11<sup>th</sup> ed.), p. 428, ii.28-30 and p.428, ii.34-to p.429, ii.2