

BYLAWS

of the

THE RETIRED TEACHERS ASSOCIATION of CHICAGO

A GENERAL NOT FOR PROFIT CORPORATION

Amended and Approved: October 17, 2023

BYLAWS AS OF October 17, 2023
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 (known as the Chicago Teachers' Pension Fund-CTPF); hereinafter 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

- a. Any individuals receiving a service or disability pension from the Chicago Teachers Pension Fund (CTPF) may be members and hold elected/appointed office in RTAC.
- b. Spousal survivor recipients of the CTPF may be members but not hold elected/appointed offices in RTAC.
- c. Paid membership in RTAC must be effective by April 1 to be eligible to hold elected/appointed office. (Amended 5-17-23)

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, working with the Executive Director, shall maintain a permanent record of consecutive News Bulletins. (Amended 5-17-23)

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 will be accounted for by a voucher check bearing a serial number for permanent accounting procedures. Disbursements shall be paid out only as authorized by the Board of Directors. (Amended 5-17-23)

Section 6. THE EXECUTIVE DIRECTOR

- a. The Executive Director shall serve RTAC in accordance with policies established by RTAC's Board of Directors, RTAC's Executive Committee, and the Chicago Retired Teachers Aid Fund Board of Directors.
- b. 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.
- c. He/she shall serve at the pleasure of the Board of Directors 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 5-17-23)

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 elected/appointed 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 Chicago 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. Sixteen Directors shall be members of RTAC and shall be elected for a term of two (2) years, half elected in alternate years.
- b. Officers shall be elected for a term of two (2) years in alternate years.
- c. Whenever any Director or Officer demonstrates an inability to serve by failure to attend any six (6) regular meetings of the Board of Directors, the Board of Directors may declare the position vacant and provide for replacement of that position.
- d. In the event of extenuating circumstances, Officers and Directors may "Consent to Serve" for an additional year. (Amended 5-17-23)

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 of Directors.
- b. Special meetings of the Board may be called by the President of RTAC or by nine elected/appointed members of the Board.
- c. Nine elected/appointed 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 other electronic media as long as a quorum of members can simultaneously hear each other and participate during the meeting. (Amended 5-17-23)
- e. A member shall vote in only one capacity. There is no absentee voting, nor voting by proxy.* (Amended/Added 10-17-13)
- f. Pre-registered members and guests may observe any open electronic meetings and their attendance shall be recorded. Closed meetings may not have outside observers. (Closed meetings include those of the Nominating Committee and the Executive Committee.)
- g. All open meetings will be announced on the RTAC website. (Amended 5-17-23)

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 actions 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-COMMUNICATIONS-FINANCE-INSURANCE-LEGISLATION-MEMBERSHIP-PENSION-PUBLIC RELATIONS-SERVICE- SOCIAL-VOLUNTEERS (Amended 5-17-23)

Section 3. DUTIES OF STANDING COMMITTEES

BYLAWS

The Bylaws Committee shall be responsible for working with the Executive Director to:

- a. Recommend appropriate changes and amendments in the Bylaws to the Board of Directors for their consideration and recommendation for action by the general membership, if approved.
 - b. Publish the proposed amendments for action by the general membership.
 - c. Report the action--approved or disapproved--by the general membership in the News Bulletin.
 - d. Maintain files of official dated copies of the amended and restated Bylaws in the RTAC office.
- (Amended 5-17-23)

COMMUNICATIONS

The Editor of the News Bulletin may serve on the Committee. 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. (Amended 5-17-23)

FINANCE

- a. The Finance Committee shall include the Treasurer and additional Board members as appointed.
- b. The Finance Committee, with the Executive Director, 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.
- c. The Finance Committee shall recommend adjustments to the budget to the Board of Directors for approval 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 make recommendations to the Board of Directors to contract for any and all financial services. (Amended 5-17-23)

INSURANCE

- a. The Insurance Committee shall provide information to 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. The Legislation Committee shall seek the aid and support of the general public and officials for legislation to benefit all retired teachers.
- d. The Legislation Committee shall assist and encourage members to participate in programs planned to improve the status of retired teachers.
- e. The Legislation Committee shall seek to cooperate with local, state and national groups in matters of legislation. (Amended 5-17-23)

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 Fund (CTPF) and such other pension matters as may be of general interest.
- b. The Pension Committee shall work closely with the Legislation Committee in legislative matters as may concern teachers' pensions.
- c. The Pension Committee shall monitor the CTPF and contribute suggestions for approval by the Board of Directors for the benefit of all annuitants. (Amended 5-17-23)

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 take place in the Fall, either at the Annual Membership meeting or via a procedure approved by the Board of Directors.

Section 2. Officers and Directors shall take office January 1st of the following year. (Amended/Reinserted 5-17-23)

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 Permanent Chair at its first meeting.
- 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.

- f. The Nominating Committee shall select sufficient member nominees for the Board of Directors to assure a total of sixteen. These names should be presented to the Board in time for publication and election via a procedure approved by the Board of Directors.
- g. The Nominating Committee shall present its report at the Fall Meeting and/or announce it to all members in a timely manner on the website and via a procedure approved by the Board of Directors. In times of extenuating circumstances when a Fall meeting cannot be held, adjustments will be made by the Directors.
- h. Other member nominations (including self-nominations) for any position may be made after the Nominating Committee has made its report. All nominees must have the signed Application and Conflict of Interest forms on file with the Executive Director by a date designated by the Board of Directors. Failure to provide these forms by the deadline disqualifies the nominee.
- i. Only those paid members who consented to serve, if elected, shall be eligible for nomination by the Committee, from the floor, or by self-nomination.
(Amended 10-18-22)

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. Whenever possible there shall be two General Membership Meetings each year, one in the Spring and one in the Fall, except as determined by the Board of Directors during extenuating circumstances.
- b. Additional meetings may be set at the discretion of the Board of Directors.
- c. Time and place of any General Membership Meeting shall be determined by the Board of Directors. Sixty members present at a General Membership Meeting shall constitute a quorum.
- d. A member shall vote in only one capacity. There is no absentee voting, nor voting by proxy.*
(Amended 5-17-23)

ARTICLE IX - DUES

- a. The annual dues and life membership fees for RTAC membership shall be determined by the Board of Directors.
- b. The fiscal year for RTAC shall be the calendar year January 1 through December 31.
- c. Membership for those who turn 85 and have previously paid annual dues for ten (10) years, shall be converted to a paid Life Membership with no further payments due. (Amended 5-17-23)

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 17, 1943, in force January 1, 1944.
(Repealed and replaced by the GENERAL NOT FOR PROFIT CORPORATION ACT of 1986.)

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 recommended for amendment/s as follows:

- a. Any member may suggest an amendment/s that must be submitted in writing and/or electronically to the Board of Directors for consideration.
 - b. The Directors (present and voting) may table, refer to committee, approve or dismiss the recommended amendment/s.
 - c. If there is no $\frac{3}{4}$ majority vote of approval by the Board of Directors (present and voting) for a suggested amendment/s, the Directors may refer it to the Bylaws Committee for further discussion and recommendation for any action, or they may choose to declare the process ended for lack of approval.
 - d. Following a $\frac{3}{4}$ majority vote of approval by the Board of Directors (present and voting), the amendment/s shall be published and brought to the general membership for a vote either at a membership meeting, via mail-in ballot, and/or other electronic means.
 - e. After the proposed amendment/s has been published to the general membership, a $\frac{3}{4}$ majority vote of those voting on the amendment/s shall be required for final adoption.
 - f. The vote will be announced to the general membership electronically and if approved, the amendment/s shall be incorporated into the RTAC Bylaws and properly filed.
- (Amended 10-18-22)

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
(11th ed.), p. 428, ii.28-30 and p.428, ii.34-to p.429, ii.2

[Back to the RTAC Home page.](#)

[Back to the RTAC Bylaws Index page.](#)