

# **APSU Retirees Association By-Laws**

## **Article I: Name**

The name of this organization is the Austin Peay State University Retirees Association (hereby referred to as APSURA).

## **Article II: Purpose**

The purpose of APSURA is to promote the welfare of retired faculty and staff through various programs and activities, to support continued investment with the University, and to participate in activities that benefit our community in general.

## **Article III: Membership**

**Section I: Regular Members.** Any faculty member or staff member who has retired from Austin Peay State University shall be eligible for regular membership in APSURA upon payment of dues. Regular members have voting privileges and are eligible to hold office.

**Section II: Associate Members.** Associate membership in APSURA shall be open to the spouses or domestic partners of regular members, surviving spouses or domestic partners of deceased regular members and to retired persons who are or have been active in APSU affairs and whose continued efforts demonstrate a desire to further the purposes of APSURA. Associate members are non-voting members and cannot hold an office or serve on the Board of Directors.

**Section III: Affiliate Member.** Affiliate membership in APSURA shall be open to individuals who demonstrate a desire to further the purposes of APSURA. Affiliate members are non-voting members and cannot hold an office or serve on the Board of Directors.

**Section IV: Termination of Membership.** A member may terminate membership by written notice to the treasurer of APSURA or by non-payment of annual dues.

## **Article IV: Administration**

**Section I: Governing Body.** The governing body of APSURA shall be a Board of Directors consisting of members - APSURA President, Vice President, Secretary, Treasurer, a minimum of five (5) Directors-at-Large, a Publicity Director/Webmaster, Membership Director, and two Ex-Officio Directors (the immediate past APSURA President (voting), and a University representative (non-voting) appointed by the President of Austin Peay State University. The Board of Directors shall determine the use of all APSURA funds and shall have the authority to develop policies that affect the Board of Directors' responsibilities and duties.

## **Section II: Terms of Office**

- a) APSURA President and Vice President shall serve terms of one year and no more than three (3) consecutive terms in the same position.
- b) The immediate past President shall serve a term of one year.

- c) The Secretary, Treasurer, and Directors-at-Large shall serve terms of 3 years and no more than two (2) consecutive terms without an intervening year out of that office.
- d) The Publicity Director/Webmaster, and Membership Director, shall be appointed by the Board for three-year terms with voting rights like a Director-at-Large, with reappointment at the discretion of the Board.
- e) The University Representative is appointed by the President of the University and shall serve an indefinite term.
- f) The Board of Directors may upon a majority affirmative vote vacate a directorship if the holder of that position acts to impede the pursuit of APSURA objectives.
- g) The Board of Directors may upon a majority vote remove a member of the Board if absent for three (3) consecutive meetings without presenting to the Board a bona fide reason for such absence, or if a Director attends fewer than 50% of Board meetings within a single year without a bona fide reason.

**Section III: Vacancies.** If the office of APSURA President becomes vacant, the Vice-President shall complete the unexpired term. If the Vice-President cannot complete the entire unexpired term, the Board of Directors shall select a Board Member to complete the term. Vacancies in other positions on the Board shall be by nomination and appointment based on a majority vote of the Board of Directors. Appointees shall serve to the end of the normal term and may then stand for elections as if a first-time candidate.

## **Article V: Duties of Board Members**

**Section I: President.** The APSURA President shall preside at all meetings of APSURA and at all Board of Directors meetings; shall appoint, with the advice of the Board of Directors, committees as needed; shall serve as an ex-officio member of all committees except the Nominating Committee; shall represent APSURA in all matters authorized by the Board of Directors; and shall plan and arrange monthly Connections meetings.

**Section II: Vice-President.** The Vice-President shall, in the absence of the APSURA President or at said President's request, preside over meetings and otherwise act for the President. In case of resignation or death of the APSURA President, the Vice-President automatically becomes President for the unexpired term.

**Section III: Immediate Past President shall advise current President about past decisions and issues.**

**Section IV: Secretary.** The Secretary shall record the minutes of all meetings of the Board of Directors and APSURA and shall be responsible for preparing and distributing meeting notices to the membership. Copies of all official documents of APSURA and membership lists shall be organized by the Secretary and submitted for permanent recording on the APSURA website.

**Section V: Treasurer.** The treasurer shall keep and maintain the financial records of APSURA; collect and deposit dues and pay all bills. The treasurer shall present an annual financial statement and such other financial statements as may be requested to the Board of Directors and to members of APSURA at regular meetings.

**Section VI: Publicity Director/Webmaster** shall work with the other Directors to inform members and the larger community of the activities of APSURA. The Director shall strive to present a balanced image of the various recreational and service pursuits of the organization, with special attention to the accomplishments

of individual members. The Publicity Director/Webmaster will create the semi-annual newsletter and maintain the APSU Retiree website.

**Section VI: Membership Director.** The Membership Director shall encourage membership, process requests for memberships, and maintain a current record of APSURA's membership.

**Section VII: Directors-at-Large.** The Directors-at-Large shall have particular responsibility for promoting the stated purpose of APSURA and to foster participation in its activities.

## **Article VI: Committees**

**Section I: Nominating Committee.** A Nominating Committee shall be appointed by the Board of Directors in time to include names of nominees in the notice for the General Meeting of APSURA. Its membership shall include a member of the Board of Directors (not ending a term of office) designated as chairperson and two (2) regular members not on the Board plus two (2) Board members.

**Section II: Other Committees.** Additional Committees may be appointed, as needed, by the APSURA President with the advice of the Board of Directors.

## **Article VII: Dues**

**Section I: Annual Dues.** The annual dues for all members shall be set by the Board of Directors. Dues shall be due and payable on July 1 of the fiscal year.

## **Article VIII: Meetings**

**Section I: Meeting Authority.** The APSURA President and/or the Board of Directors shall call meetings of the general membership. The annual meeting and other APSURA membership meetings are to be held at a time and place decided by the Board of Directors. A quorum shall consist of the membership present to conduct APSURA business. All actions by the board, its committees, and APSURA as a whole shall require a simple majority vote of members present. Meetings are to be conducted in accordance with Robert's Rules of Order.

**Section II: Board of Directors Meetings.** The Board of Directors shall meet at least two times per year upon call of the APSURA President. A quorum of the Board shall consist of five (5) members.

**Section III: Special Meetings.** Special APSURA meetings shall be called by the APSURA President, by a majority vote of the Board of Directors, or on written petition of ten (10) percent of the membership. A written notice of a special meeting stating the purpose shall be distributed by the Secretary to the membership not less than two weeks before the meeting.

## **Article IX: Elections**

**Section I: Eligibility for Nomination.** Any Regular Member shall be eligible for nomination to any office in APSURA or to the Board of Directors.

**Section II: Nominations.** The Nominating Committee shall prepare a list of candidates and shall send same to the Regular Members no later than fifteen (15) days prior to the annual meetings, which is the time of the election. Additional nominations may be made by mail directed to the Nominating Committee, to be received by that committee no later than seven (7) days prior to the election. The Nominating Committee shall be responsible for preparing ballots, which are, in turn, distributed by the Secretary.

**Section III: Elections.** Election of officers and the Board of Directors shall take place at the annual APSURA meeting. There shall be no absentee ballots. The Nominating Committee shall serve as the elections committee, shall determine the results of the election, and shall report same to the membership.

**Section IV: Voting.** The officers and Board of Directors shall be elected by secret ballot if there is more than one nominee for a specific office; otherwise a voice vote shall be in order.

**Section V: Installation.** Newly elected officers and the Board of Directors shall assume their duties on the first day of the fiscal year following their elections.

#### **Article X: Non-Discrimination Policy**

Austin Peay State University does not discriminate on the basis of race, color, religion, creed, national origin, sex, sexual orientation, gender identity/expression, disability, age, status as a protected veteran, genetic information, or any other legally protected class with respect to a; employment, programs and activities sponsored by APSU. This is the policy of APSURA.

#### **Article XI: Amendment of By-Laws**

**Section I:** All proposed amendments to the By-Laws shall be presented to the Board of Directors of APSURA.

**Section II:** Approval of the proposed amendment(s) requires a two-thirds (2/3) majority vote of the Board of Directors.

**Section III:** The APSURA President shall present the approved amendments(s) to the general membership at the annual APSURA meeting.

**Section IV:** The proposed amendments(s) shall be distributed to the membership two (2) weeks prior to the annual APSURA meeting. Final approval is received if fifty-one (51) percent of those present at the annual APSURA meeting vote in favor of the proposed amendments(s).

The original Bylaws were signed and enacted by the below listed on May 1, 2009

Albert Bekus, APSURA President

Tim Hall, APSU President

Mitch Robinson, APSU VPFA

Roy Gregory, Executive Director APSU Foundation

The Original Bylaws were amended at the annual general membership meeting held on June 5, 2012, further amended at the annual general membership meeting held on June 6, 2016, and further amended at the annual general membership meeting held on June 5, 2019. The Bylaws were amended at the annual general membership meeting held on May 23, 2023.

## **APSURA Policies and Procedures**

### **APSU Retirees APSURA Policy 10-1**

It is the policy of the Austin Peay State University Retirees APSURA that:

- Upon the death of an APSURA member, APSURA will send flowers or make a requested donation at a cost of no more than \$50.00.
- Upon the death of a retired faculty or staff person not a member of APSURA, APSURA will mail an appropriate sympathy card.
- Upon the serious illness of a retired faculty or staff person, whether a member of APSURA or not, APSURA will mail as appropriate get well card or other appropriate expression.
- Upon the serious illness of an elected officer or member of the Board of Directors, flowers will be sent at a cost of no more than \$50.00.

This policy was adopted at the Board of Directors meeting on March 18, 2010.

### **APSU Retirees APSURA Policy 10-2**

It is the policy of the Austin Peay State University Retirees APSURA that:

Retiring faculty, staff and their spouse/domestic partner will be offered a one-year free membership in APSURA for the first fiscal year (July 1 – June30) following the official date of retirement. Completion and submission of APSURA Membership Form to APSURA by the applicant are required for admission to membership. The retiring faculty or staff member will be advised of the policy by letter from APSURA Secretary. The faculty/staff member and spouse/domestic partner will be invited in any and all APSURA activities.

This policy was adopted at the Board of Directors meeting on June 9, 2010.