

**CONSTITUTION OF THE OKLAHOMA STATE UNIVERSITY EMERITI
ASSOCIATION**

*Approved by the Council: June 30, 2008
Approved by the Association: August 4, 2008*

ARTICLE I. NAME

The name of this organization shall be THE OKLAHOMA STATE UNIVERSITY EMERITI ASSOCIATION, hereinafter referred to as the Association.

ARTICLE II. PURPOSES

The purposes of the Association are to enhance and encourage the educational, professional, and social interactions among retirees at Oklahoma State University and to interact with other individuals and groups in ways that enhance the education and welfare of retired persons.

ARTICLE III. MEMBERSHIP, DUES, AND PRIVILEGES

Section 1. Membership in the Association shall be open to all retired employees of OSU (faculty, administrative and classified staff), spouses of current or deceased Emeriti members, retired extension and federal personnel, Board of Regents, retirees from other A&M institutions, and other retirees with a significant relationship to Oklahoma State University.

Section 2. Everyone accepted for membership in the Association shall enjoy full benefits and may vote and hold office.

Section 3. Dues shall be set by the Association Council.

ARTICLE IV. OFFICERS OF THE ASSOCIATION

Section 1. Officers and Terms of Office

The officers of the Association shall consist of the President, President-Elect, Vice-President, Secretary, Treasurer, and Past President. The President shall be elected for a term of one year and automatically becomes the Past President for the following year. The President-Elect shall be elected for a term of one year and automatically becomes the President the following year. The Vice-President shall be elected for a term of one year and shall be eligible for re-election. The Secretary shall be elected for a term of three years and be eligible for re-election. The Treasurer shall be elected for a term of three years and be eligible for re-election. The terms of the Secretary and the Treasurer shall not coincide.

Section 2. Duties of the Officers

The President shall preside at all meetings of the Association and of the Council and sign all contracts and other instruments on behalf of the Association as directed by the Council. The President shall provide leadership for the Executive Committee, the Council, and the Association but will be advised and guided by the wishes of these bodies. The President shall be an ex-officio member of all standing committees. The President shall serve as the official spokesperson for the Association. The President shall maintain liaison with the Faculty Council and have other responsibilities as specified in the Bylaws. The President-Elect shall preside at Association meetings in the absence of the President and be responsible for Association functions as specified in the Bylaws.

The Vice-President shall preside at Association meetings in the absence of the President and the President-Elect and be responsible for Association functions as specified in the Bylaws.

The Secretary shall keep the minutes of meetings of the Council and of the Association. The minutes shall be deposited annually in the Emeriti Association archives at the OSU library.

The Treasurer shall keep written records of all financial transactions of the Association, depositing and disbursing monies as instructed by the Council and in keeping with the policies of Oklahoma State University and the OSU Foundation. The Treasurer shall prepare a written summary for the March Association meeting and submit all records for audit at the direction of the Council.

The Past President shall make an annual report to the Association at the January meeting that includes a summary of activities and other items that reflect the status of the Association. A copy of this report shall be filed with the OSU Provost and Special Collections for the OSU Emeriti Association . The Past President shall serve as parliamentarian for all official Association meetings, and serve in an advisory capacity to the Council, and offer assistance when requested by the President.

ARTICLE V. THE ASSOCIATION COUNCIL

Section 1. Management and administration of the Association shall be vested in a Council consisting of the six Officers of the Association plus nine elected Councilors. All active members of the Association are eligible to serve on the Council. Councilors shall serve for three years on a staggered basis and Councilors serving a full three-year term may not immediately succeed themselves.

Section 2. The Council shall manage the business and administer the programs of the Association directly or through committees. Each elected Councilor shall be involved in the work of at least one standing committee, either as a member or as its Chair. The Executive Committee shall consult with the Councilors about where they can best serve

the Association. Councilors need not remain on the same committee throughout the three-year term.

Section 3. The officers of the Association shall be the Executive Committee for the Council and shall conduct business as needed between regular meetings of the Council.

Section 4. Eight or more members of the Council constitute a quorum. All Council meetings shall be open to other members of the Association and invited guests. Only elected Officers and elected Councilors may make motions, second motions, or vote on motions before the Council. Chairpersons of Standing Committees are expected to attend Council meetings.

ARTICLE VI. ASSOCIATION ELECTIONS

Section 1. At the November Association meeting, the Association members shall elect the Officers and Councilors. A slate of nominees will have been announced at the October meeting and nominations will be accepted from the floor at the November meeting if there is assurance that the nominees will serve if elected. Election shall be by plurality of votes cast. Those elected will be formally installed at the December meeting and will assume the duties of the new office on January 2nd.

Section 2. Vacancies occurring during a term of office shall be filled for the remainder of the term upon appointment by the President with the approval of the Council. In case the President is unable to serve, those responsibilities will be assumed by the President-Elect.

ARTICLE VII. MEETINGS

Section 1. There shall be monthly meetings of the Association.

Section 2. Special meetings of the Association may be called by the President, by any three members of the Council, or by any twenty active members of the Association. A notice of a called meeting must be distributed to all members at least one week prior to the date of the meeting, including the time, place, and statement of business to be considered. At called meetings, the only business to be considered is that contained in the notice.

ARTICLE VIII. AMENDMENTS

The Constitution of the Association may be amended by a two-thirds majority of the votes cast at a regular meeting of the Association, provided that the Council has previously approved the proposed amendment. Amendments will become effective immediately upon approval.

ARTICLE IX. 501 (C) (3) PROVISIONS

The Association is organized solely for educational, charitable, and scientific purposes under Section 501 (c) (3) of the Internal Revenue Code.

Upon dissolution of the Association, assets will be distributed for one or more exempt purposes within the meaning of the 501 (c) (3) code or to the Federal, state or local government for a public purpose.

No part of the net earnings of the Association shall inure to the benefit of or be distributed to its members, officers, trustees or other private persons except that the Association will be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this constitution.

No substantial part of the activities of the Association shall be the carrying on of propaganda or otherwise attempting to influence legislation and the Association shall not participate in or intervene in the political campaign of any candidate (including the publication or distribution of statements).

The Association shall not carry out any activities not permitted by organizations granted tax exemption under section 501 (c) (3) of the Internal Revenue Service tax code or by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Service tax code.