

BYLAWS OF THE
INDIANA RETIRED TEACHERS ASSOCIATION

ARTICLE I
ORGANIZATION

1 Section 1. Name

2 The name of the Association shall be the Indiana Retired Teachers Association (IRTA),
3 hereinafter, referred to as the Association. The Association shall be incorporated according to the
4 laws of the State of Indiana. The Association shall be an affiliate of the National Retired Teachers
5 Association (NRTA).

6 Section 2. Resident Agent

7 The executive director of the Association shall be its resident agent.

8 Section 3. Seal

9 The Association shall have an official seal.

10 Section 4. Fiscal Year

11 The fiscal year of the Association shall be from July 1 through June 30. *PROVISO: This*
12 *amendment becomes effective on July 1, 2020.*

13 Section 5. Local Chapters

14 A local chapter shall be any local group of 10 or more regular members of the Association who file
15 a letter seeking to affiliate with the Association. Such requests must be approved by the board of
16 directors. All presidents of local chapters shall be members of the Association.

ARTICLE II.
MEMBERSHIP

17 Section 1. Regular Membership

18 All persons who receive a pension from the Indiana Teachers Retirement Fund shall be
19 eligible for regular membership.

20 Section 2. Life Membership

21 A life membership may be offered to a regular member according to a dues schedule
22 determined by the board of directors.

23 Section 3. Associate Membership

24 Any person who does not qualify as a regular member may become an associate member.
25 Associate members shall be non-voting members and shall not be eligible to hold any state
26 association office or state association committee chairmanship.

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28 Section 4. Dues

- 29 a. The board of directors shall have the authority to set the dues structure to fund
- 30 the budget.
- 31 b. The board of directors may provide for the payment of a life membership by
- 32 annual installment payments, which may include a service charge.
- 33 c. Membership becomes effective upon the receipt of dues.

34 Section 5. General

- 35 a. All members shall be eligible for services and benefits as authorized by the board
- 36 of directors.
- 37 b. Membership in the Association shall include a subscription to the Association
- 38 newsletter.
- 39 c. The annual membership year shall be from July 1 through June 30.

ARTICLE III
 REPRESENTATIVE DELEGATE COUNCIL

40 Section 1. General

41 The Representative Delegate Council as provided for in the Articles of Incorporation shall be
42 composed of delegates from the local chapters, voting members of the board of directors, past state
43 presidents, and state standing committee chairpersons. The Representative Delegate Council is
44 hereinafter referred to as the Representative Assembly.

45 Section 2. Local Chapter Affiliation

46 A regular member who is not affiliated with a local chapter may affiliate with any chapter, but for
47 the purpose of delegate allocation shall be counted in the chapter of his/her residence. A member
48 may request in writing that his/her membership be counted in a different chapter, subject to the
49 approval of the executive director. A regular member who resides outside of the State of Indiana
50 may join a chapter within Indiana and be counted with that chapter for the purpose of delegate
51 allocation.

52 Section 3. Allocation of Delegates

53 For the purpose of determining the number of delegates to the Representative Assembly, the cut-
54 off date shall be April 1. Each local chapter shall be entitled to one delegate for the first ten (10)
55 regular members and one additional delegate for each forty (40) regular members or major fraction
56 thereof. No later than April 15 of each year, the executive director shall notify each local chapter
57 of the number of delegates to which the chapter is entitled.

58 Section 4. Certification of Delegates

59 All delegates shall be regular members. By May 31st the names and addresses of the delegates
60 shall be sent to the executive director of the Association.

61 Section 5. Quorum

62 A majority of the delegates present at the Representative Assembly shall constitute a quorum.

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64 Section 6. Voting Power

65 Only certified delegates shall have the right to make motions and to vote on the business of the
66 Representative Assembly. Delegates must be present at the meeting of the Representative
67 Assembly in order to vote.

68 Section 7. Secret Ballot

69 The Representative Assembly shall vote by secret ballot on any pending question if requested by
70 one-fifth of the delegates present.

71 Section 8. Duties of the Representative Assembly

72 The Representative Assembly shall be the legislative body of the Association. As the legislative
73 body of the Association, the Representative Assembly shall formulate policies, adopt the annual
74 budget, receive and/or act on reports, approve resolutions, amend the Bylaws, vote on
75 recommendations by the board of directors concerning amendments to the Articles of
76 Incorporation, vote in elections, and act on any other business brought before the body.

77 Section 9. Election of Officers and Directors

78 The certified delegates to the Representative Assembly shall elect the following state officers: the
79 president-elect and the secretary-treasurer. The certified delegates from each of the areas shall
80 elect one area director for their respective areas. All elections shall be conducted according to the
81 Election Rules presented by the Nominations and Elections Committee and adopted by the
82 Representative Assembly.

ARTICLE IV
OFFICERS

83 Section 1. Officers

84 The officers shall consist of the president, the president-elect, the secretary-treasurer and the
85 immediate past president.

86 Section 2. Election of Officers

87 The Representative Assembly shall elect the president-elect and the secretary-treasurer in odd-
88 numbered years. A slate of at least one candidate for each of these offices shall be presented to the
89 Representative Assembly by the Nominations and Elections Committee. Other candidates may be
90 nominated from the floor by the members of the Representative Assembly according to the
91 Election Rules.

92 Section 3. Terms of Office

93 All officers shall serve two-year terms and assume their office on July 1 in the odd-numbered
94 years. No officer may succeed himself/herself in the same office unless he/she is completing an
95 unexpired term.

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97 Section 4. Vacancies

98 The president, with the approval of the Board of Directors, shall appoint, within thirty (30) days
99 from the date of vacancy of an office, a regular member of the Association to fill a vacancy in the
100 position of president-elect and/or secretary-treasurer until the next annual meeting of the
101 Representative Assembly, at which time a successor shall be elected for the unexpired portion of
102 the term of office. If the vacancy occurs in fewer than thirty (30) days prior to the Representative
103 Assembly, or on the day of the Representative Assembly, the Nominations and Elections
104 Committee shall place in nomination a name of a candidate to fill the unexpired term of office.

105 Section 5. Removal

106 Any officer may be removed with just cause by a vote of the majority of the voting members of the
107 board of directors, at a special meeting called for that purpose.

ARTICLE V
DUTIES OF THE OFFICERS

108 Section 1. President

109 The president shall preside at all meetings of the board of directors and the Representative
110 Assembly, and shall perform such duties as delineated by the Bylaws or prescribed by the board of
111 directors. The president shall appoint members to all standing and special committees. The
112 president shall be an *ex-officio* member of all committees. The president, in consultation with the
113 Executive Committee and with the approval of the board of directors, may appoint a regular
114 member as a financial oversight person. At the completion of his/her two-year term of office as
115 president, he/she shall serve for a two-year term as a member of the board of directors as
116 immediate past president.

117 Section 2. President-Elect

118 The president-elect shall preside at meetings in the absence of the president, perform assigned
119 duties and succeed to the office of the president in the case of resignation, disability or death of the
120 president. He/she shall complete the unexpired term of the president plus the term of office as
121 president to which he/she was elected.

122 Section 3. Secretary-Treasurer

123 The secretary-treasurer shall record and maintain minutes of all Executive Session meetings of the
124 board of directors and review, edit and maintain minutes of all meetings of the board of directors
125 and the Representative Assembly. The secretary-treasurer shall assume responsibility for the
126 safekeeping of documents, historical records and other correspondence as directed by the board of
127 directors.

128 Section 4. Immediate Past President

129 The immediate past president shall serve as an advisor to the officers and board of directors.

ARTICLE VI
BOARD OF DIRECTORS

130 Section 1. General

131 The members of the board of directors shall be the officers and the area directors. The executive
132 director and the financial oversight person shall serve as non-voting *ex-officio* members.

133 Section 2. Tenure

134 The officers shall serve on the board of directors during their terms as officers. The area directors
135 from even-numbered areas shall be elected in even-numbered years for a two-year term. The area
136 directors from odd-numbered areas shall be elected in odd-numbered years for a two-year term.
137 The term of office shall begin on July 1 following election and end on June 30 following the
138 successive election. No area director shall serve more than two (2) consecutive terms in a given
139 area. However, if an area director is appointed to fill a vacancy, he/she remains eligible to serve
140 two (2) consecutive two-year terms in addition to the unexpired portion to which he/she was
141 appointed. The financial oversight person shall be appointed annually with a maximum of four (4)
142 terms.

143 Section 3. Vacancies

144 The president, with the approval of the board of directors, shall appoint, within thirty days from the
145 date of vacancy in the position of an area director, a regular member of the Association to fill such
146 vacancy until the next annual meeting of the Representative Assembly at which time a successor
147 shall be elected for the unexpired portion of the term of office. If the vacancy occurs in the position
148 of director fewer than 30 days prior to the Representative Assembly, or on the day of the
149 Representative Assembly, the Nominations and Elections Committee shall place in nomination a
150 name of the candidate to fill the unexpired term of office.

151 Section 4. Quorum

152 A majority of the voting members of the board of directors must be present at a meeting to
153 constitute a quorum for the transaction of business.

154 Section 5. Meetings

155 The president, in consultation with the executive director, shall schedule regular meetings of the
156 board of directors. Special meetings may be called by the president, or at the request of at least
157 four (4) members of the board. All members of the board shall be notified of regular and special
158 meetings in a timely manner. The president shall provide an agenda for the meeting.

159 Section 6. Executive Committee

160 There shall be an executive committee which shall consist of all officers. The executive director
161 shall serve as a non-voting *ex-officio* member. The executive committee shall meet at the
162 discretion of the president and/or the executive director to review the agenda for the board
163 meetings and to discuss issues of concern. It shall be the responsibility of this committee to review

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165 the board policies and recommend changes to the board of directors. This committee is
166 responsible for the evaluation of the executive director and for making recommendations to the
167 board of directors regarding his/her employment status.

168 Section 7. Duties of the Board of Directors

169 The board of directors shall:

- 170 a. conduct, manage, and control the affairs and business of the Association between
171 meetings of the Representative Assembly, subject to the policies established by the
172 Assembly;
- 173 b. carry out directives adopted by the Assembly;
- 174 c. have the power to establish policies consistent with the actions of the Representative
175 Assembly;
- 176 d. review and may amend the proposed budget prior to recommendation to the
177 Representative Assembly;
- 178 e. make adjustments in the annual budget adopted by the Representative Assembly as the
179 need arises;
- 180 f. shall appoint and determine terms and conditions of employment, or termination, of the
181 Executive Director
- 182 g. perform such other duties as required by the Articles of Incorporation and Bylaws and
183 for the welfare of the Association; and
- 184 h. review the Articles of Incorporation and recommend amendments to the Representative
185 Assembly for final action.

186 Section 8. Financial Oversight Person

187 a. Qualifications

- 188 i. previous experience with budgets of non-profits, school corporations, public
189 entities or other applicable experience
- 190 ii. a thorough knowledge of the Association's budget.

191 b. Duties shall include:

- 192 i. monitoring the Association's financial operations;
- 193 ii. giving input during the budget-building process;
- 194 iii. making reports to the board of directors concerning the budget and/or variance
195 reports;
- 196 iv. attending meetings of the executive committee at the request of the president
197 and/or the executive director;
- 198 v. attending INPRS (Indiana Public Retirement System) and/or PMOC (Pension
199 Management Oversight Committee of the Indiana State Legislature) meetings at
200 the request of the president and/or the executive director.

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ARTICLE VII
EXECUTIVE DIRECTOR

202 Section 1. Employment

203 The board of directors shall employ an executive director and determine the terms and conditions
204 of employment. Such conditions shall be placed in a mutually-agreed upon contract. The board of
205 directors may terminate the employment of the executive director according to the terms of his/her
206 contract.

207 Section 2. Vacancy

208 In the event of a vacancy in the office of executive director, the board of directors may appoint an
209 interim executive director within ninety (90) days. The board of directors shall employ an
210 executive director as soon as possible after the position is declared vacant.

211 Section 3. Duties

- 212 a. The executive director shall be the resident agent.
- 213 b. The executive director shall be the chief executive officer. He/she shall be responsible
214 to:
- 215 i. direct the work of the Association's staff;
 - 216 ii. recommend individuals for employment and retention of staff
217 members to the board of directors;
 - 218 iii. direct the implementation all policies, legislative programs, services
219 and other programs as adopted by the board and Representative
220 Assembly;
 - 221 iv. prepare the annual budget;
 - 222 v. purchase and maintain an appropriate fidelity bond to protect the
223 assets of the Association;
 - 224 vi. prepare the complete yearly record of all proceedings of the
225 Association;
 - 226 vi. prepare reports as may be required by the Representative Assembly,
227 board of directors, officers, or other official bodies of the
228 Association;
 - 229 viii. distribute all official releases concerning the Association's legislative
230 program;
 - 231 ix. serve as an *ex-officio* non-voting member of the board of directors and
232 all committees.

ARTICLE VIII
COMMITTEES

233 Section 1. General

- 234 1. Any committee recommendation which has a fiscal impact shall be voted on by the
235 board of directors.
236 2. All committee members shall be members in good standing of the Association.

237 Section 2. Standing Committees. The Standing Committees of the Association shall be:

238 A. Bylaws and Rules

- 239 1. The committee shall review the current Bylaws and present proposed amendments to
240 the board of directors for a recommendation to the Representative Assembly.
241 2. The Representative Assembly shall take final action on all proposed amendments to
242 the Bylaws.
243 3. The committee shall review the current Representative Assembly Rules and submit
244 proposed amendments to the board of directors for recommendation to the
245 Representative Assembly.
246 4. The Representative Assembly shall take final action on all proposed amendments to
247 the Representative Assembly Rules.
248 5. Following the Representative Assembly, the committee shall be charged with the
249 responsibility of correcting article or section designations, punctuation and cross
250 references and making any changes as may be necessary to reflect the intent of the
251 Representative Assembly in connection with any amendments to the Bylaws.

252 B. Community Services

- 253 1. The committee shall encourage retired educators in local chapters to identify
254 community, regional and world needs for service and to develop individual and group
255 projects that will meet those needs of their entire community, especially those of
256 youth.
257 2. The committee shall establish and disseminate guidelines for individual members to
258 follow when reporting volunteer hours to local chapters.
259 3. The committee will take a proactive part in the collection, tabulation and publication
260 of volunteer hours within each area and the state.
261 4. The committee will establish guidelines for the special awards for service and present
262 these awards at the annual Representative Assembly.

263 C. Legislative

264 The committee shall promote passage of legislation which will improve the well-being
265 of Indiana's retired educators.

266 D. Member Concerns and Services

- 267 1. The committee shall make recommendations to the board of directors regarding
268 member benefits.
269 2. The committee shall prepare a list of recommendations to assist local chapters in
270 meeting the needs of their members.
271 3. The committee shall prepare and present a Necrology Service at the Representative
272 Assembly.
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E. Membership

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1. The committee shall provide recommendations to the board of directors for recruiting regular and associate members at the state and chapter level.

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2. The committee shall provide assistance to the local chapters in recruiting and maintaining regular and associate members of the Association.

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F. Nominations and Elections

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1. The committee shall present to the Representative Assembly a slate of candidates which should include a minimum of one (1) candidate for each vacant state office and area director position.

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2. Any nominee for an elected position must be a regular member who is/was a licensed educator.

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3. Qualifications for candidates for state office:

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a. The candidate shall have been a regular member of the Association for at least one year prior to nomination.

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b. The candidate shall have given written consent to having his/her name placed in nomination for the office.

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4. Qualifications for area director positions:

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a. The candidate shall be a regular member of the Association for at least one year prior to nomination.

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b. The candidate shall have given written consent to having his/her name placed in nomination for the office.

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c. An area director shall reside in the area which he/she is seeking to represent. If an area director cannot be found within the area, either a person who resides in an adjacent county or a person who taught in one of the area counties that he/she would represent may be elected to serve as the area director.

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5. If more than one person is nominated for a state office or area director position, the names of all candidates shall be included as a part of the Nominations and Elections committee report.

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6. Election of an area director to a state office shall constitute resignation from the area director position. The vacancy shall be filled as set forth in the Bylaws.

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7. The committee shall conduct the election of state officers and area directors during the Representative Assembly

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8. The committee shall conduct an annual review of the Election Rules and submit any proposed amendments to the board of directors for recommendation to the Representative Assembly.

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9. The Representative Assembly shall take final action on all proposed amendments to the Election Rules.

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G. Public Relations

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1. The committee shall promote and report the activities of the Association and its chapter affiliates through communication with local chapters, active teachers, legislators and the media.

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2. The committee shall judge local chapter communications and present awards to

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worthy chapters according to its guidelines. These guidelines shall be published in the Association website Public Relations Committee section.

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320 H. Retirement Planning

The committee shall provide information about opportunities for retirement planning.

321 Section 3. Special Committees.

322 By resolution of the Representative Assembly and/or the board of directors any special committee
323 may be created for designated purposes.

ARTICLE IX
PARLIAMENTARY AUTHORITY

324 *Robert's Rules of Order*, newly revised, shall be the parliamentary authority governing all
325 operations of the board of directors and the Representative Assembly in which this authority is not
326 inconsistent with the Articles of Incorporation of the Association, Bylaws, or any statutes that do
327 not authorize these documents to take precedence.

ARTICLE X
PROVISIONS FOR AMENDMENT OF BYLAWS

328 Any member of the Association may propose amendments to the Bylaws by providing such
329 amendments in writing to the chairperson of the Bylaws and Rules Committee on or before
330 February 15. Such proposals will be studied by the committee and sent to the board for its
331 consideration by April 1. Proposed amendments, along with the recommendations of the board of
332 directors, shall be presented to the Representative Assembly for final action.