

**BYLAWS**  
**RETIRED FACULTY AND PROFESSIONALS ASSOCIATION**  
**THE UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL**

**ARTICLE I—NAME, MISSION, AND AFFILIATION**

1. **Name:** The name of this organization is the Retired Faculty and Professionals Association (RFPA) of the University of North Carolina at Chapel Hill (UNC–Chapel Hill).
  
2. **Mission:** The mission of the RFPA is to provide an organization for retired UNC–Chapel Hill faculty and professionals in the Exempt from the Human Resources Act (EHRA) ranks that
  - a. Promotes professional contacts and engaged interaction among its members;
  - b. Advocates for the interests and concerns of UNC–Chapel Hill retired faculty and professionals;
  - c. Maintains an active relationship and has a voice with faculty, professional staff, and administrators of UNC–Chapel Hill;
  - d. Supports and upholds the mission of UNC–Chapel Hill through leadership and consultation.
  
3. **Affiliation:** The RFPA is affiliated with UNC–Chapel Hill through the Office of the Provost and through the two retired faculty members who represent the Division of Retired Faculty on the Faculty Council.

**ARTICLE II—MEMBERSHIP AND DUES**

1. **Membership:** The RFPA has three categories of membership: regular, associate, and honorary.
  - a. **Regular Members:** Retired UNC–Chapel Hill tenure-track and fixed-term faculty and professionals in the EHRA ranks are eligible to be regular members of RFPA. Regular members are eligible to vote and to hold office in the RFPA.
  
  - b. **Associate Members:** Retired faculty and professionals from other accredited institutions of higher education may become associate members by paying RFPA dues. Associate members are not eligible to vote or to hold office in the RFPA.
  
  - c. **Honorary Members:** Honorary members are elected to that status by the regular members on recommendation of the executive committee. Honorary members are not eligible to vote or hold office. A voting member may nominate an individual for honorary membership by

submitting to the executive committee a statement of rationale either on paper or electronically.

- d. **Questions concerning Membership**, including eligibility requirements, rights, privileges, expulsion, and reinstatement are settled by a majority vote of the executive committee.
2. **Dues:** Regular and associate members pay dues each academic year (July through June).
    - a. A regular member can become a lifetime member by paying a lump sum set by the executive committee and approved by the RFPA voting members.
    - b. The executive committee may propose changes in the dues schedule. Such changes must be communicated to RFPA voting members, a majority of whom must approve them by electronic ballot. Members shall have at least 10 days to submit their ballots.
    - c. Funds of the RFPA shall be deposited locally, and disbursements may be drawn thereon over the signature of the treasurer or the president. Two signatories are required for disbursements of more than \$2,500.

### **ARTICLE III—OFFICERS AND EXECUTIVE COMMITTEE**

1. **Officers:** The RFPA has four officers: president, president-elect, secretary, and treasurer.
2. **Executive Committee**
  - a. The voting members of the executive committee are the four officers, four at-large members, and the immediate past president.
  - b. Nonvoting members of the executive committee are the elected representatives of the Division of Retired Faculty of the UNC–Chapel Hill Faculty Council, the editor of the newsletter, and any other appointments made by the president with the approval of the executive committee.
  - c. The executive committee shall meet regularly and is authorized to transact the affairs of the RFPA between general membership meetings, including the appointment of ad hoc committees. A majority of the executive committee’s voting members constitutes a quorum.
  - d. Any meeting of the executive committee may be conducted by electronic means, so long as all persons participating are able to remain in communication with one another at the same time. Provided that a

quorum exists, decisions taken by vote during electronic meetings shall be as valid as decisions taken by vote during in-person meetings.

- e. The executive committee shall ensure that the finances of the RFPA are audited regularly, and RFPA shall contract no indebtedness exceeding the net balance then remaining in the treasury.

### **3. Duties of the Officers, Past President, and At-Large Members**

- a. The president serves as spokesperson for the RFPA, offers leadership regarding issues of importance to the organization, presides at all executive committee and general membership meetings, and communicates regularly with the membership.
- b. The president-elect supports the president in leading the organization and presides in the absence of the president.
- c. The secretary maintains minutes of executive committee and general membership meetings and serves as custodian of other important RFPA documents, including files of historical value. Minutes are to be distributed within 30 days to the executive committee for approval.
- d. The treasurer collects dues and other incoming funds, disburses payments, keeps the financial records, and presents a financial report at each regular meeting of the executive committee. The treasurer also maintains and regularly updates the official list of RFPA members.
- e. The past president and at-large members carry out duties assigned by the president after discussing them with the executive committee.

## **ARTICLE IV—NOMINATIONS AND ELECTIONS**

- 1. **Nominating Committee:** The president shall appoint, in consultation with the executive committee, a nominating committee of at least three regular members, including at least one executive committee member. The nominating committee shall solicit nominations from the general membership and shall send to the president not later than March 1 a slate of candidates for election to the executive committee and as representatives of the retired faculty to the UNC–Chapel Hill Faculty Council.
- 2. **Terms of Office**
  - a. Officers and at-large members are elected for two-year terms, except that the president-elect, president, and past president serve one-year sequential terms. The president-elect is elected each year and serves in the following year as president and in the next year as past president. The treasurer is elected in even-numbered years. The secretary is

elected in odd-numbered years. Two at-large members are elected each year. Officers and at-large members may be re-elected for a maximum of two additional consecutive terms. Terms begin on July 1.

b. Representatives to the Faculty Council's Division of Retired Faculty serve staggered three-year terms. In two out of each three years, therefore, the RFPA nominating committee recommends two retired tenure-track faculty members to the Office of Faculty Governance, one of whom will be selected by a vote of all members of the Faculty Council's Division of Retired Faculty.

3. **Elections:** The report of the nominating committee is presented at the spring general membership meeting. The list of nominees shall be circulated at least 10 days in advance of the meeting. Additional nominations may be made from the floor. Within 10 days following the spring general membership meeting, an electronic ballot of all nominees shall be circulated to all RFPA voting members. Members will have at least 10 days to submit their electronic ballots.

4. **Vacancies:** If the office of president becomes vacant between elections, the president-elect shall assume that role immediately, and the office of president-elect shall remain vacant until the next election. A vacancy in any other RFPA office shall be filled by the president in consultation with the executive committee.

#### **ARTICLE V—MEMBERSHIP MEETINGS**

1. The RFPA shall hold at least four general membership meetings annually. Notice of each meeting together with a proposed agenda shall be sent electronically to all RFPA members at least 10 days in advance of the meeting if there is business to conduct. With at least 10 days' notice the executive committee may call other general membership meetings.
2. The general membership meeting held in the spring is considered the annual business meeting. At this meeting the president, treasurer, and executive committee shall report on the organization's activities during the past year. Participants at the annual business meeting shall also approve the nominating committee's report concerning the slate and any candidates nominated from the floor and approved.
3. A quorum of 10 percent of the regular members is required for transacting business at any general membership meeting.

## **ARTICLE VI—AMENDMENTS TO BYLAWS**

1. The president may appoint a committee to identify amendments needed to the bylaws.
2. These bylaws may be amended by a two-thirds majority vote of the regular members present at any RFPA general membership meeting, provided that a quorum is present and that the original wording and proposed amendments have been circulated at least 10 days in advance of the meeting.