

CONSTITUTION AND BY LAWS  
of the  
UNIVERSITY OF CENTRAL FLORIDA  
RETIREMENT ASSOCIATION, INC.

**ARTICLE I**  
NAME AND AFFILIATION

Section 1.1 Official Name. The name of this association shall be the UNIVERSITY OF CENTRAL FLORIDA RETIREMENT ASSOCIATION (UCFRA), INC.

Section 1.2 Affiliation. The ASSOCIATION IS A NON-PROFIT AND AFFILIATED WITH THE University of Central Florida (UCF). It shall be an independent association, but may become affiliated with other education-related retirement associations in the future, if deemed practical and appropriate by the membership.

**ARTICLE II**  
PURPOSES

Section 2.1 Purpose. The ASSOCIATION is organized exclusively for the purpose of promoting the general welfare of UCF retirees and the university community and declares these purposes as set forth below.

- a: To promote fellowship and the exchange of information among all UCF retirees.
- b: To encourage UCF retirees to maintain their identity with the University through the activities of the ASSOCIATION.
- c: To assist in preparing active UCF employees and prospective retirees for retirement through pre-retirement seminars and workshops.
- d: To support sound educational, scientific, artistic, and research objectives.
- e: To disburse all ASSOCIATION funds in furtherance of the above purposes and in accordance with Section 501(C)(3) of the Internal Revenue Code of 1986.

**ARTICLE III**  
MEMBERSHIP

Section 3.1 Regular Member. Any individual who has formally retired from UCF may become a regular member of the ASSOCIATION upon payment of the appropriate annual dues.

Section 3.2 Associate Member. Any individual who is a State of Florida retiree and/or who has had a close relationship with UCF prior to retirement (although he or she may have retired while being employed at a location other than UCF), may be invited by the Board of Directors to become an associate member of

the ASSOCIATION. Associate membership conveys all the rights and privileges of regular membership and may be accepted upon payment of the annual dues.

Section 3.3 Honorary Member. Any individual who has or has had close ties to UCF may be designated an honorary member of the ASSOCIATION by the Board of Directors. Honorary members are not required to pay dues.

#### **ARTICLE IV** **STEWARDSHIP**

Section 4.1 Board of Directors. The ASSOCIATION shall be governed by the Board of Directors (hereafter called the BOARD). The BOARD shall consist of seven (7) elected representatives from the membership of regular or associate members, four (4) of whom shall be elected in even-numbered years and three (3) in odd-numbered years, when feasible. A representative of the UCF Human Resources Department may be invited to serve as an ex-officio member of the BOARD.

Section 4.2 Board Elections. Representatives to the BOARD shall be elected by the UCFRA ASSOCIATION dues paying membership at the October annual meeting.

Section 4.3 Election of Officers. The BOARD shall elect its own officers on an annual basis. There shall be four (4) officers of the BOARD: President, Vice President, Secretary, and Treasurer.

Section 4.4 Terms of Office. Directors shall serve for two (2) years and their service shall be limited to two (2) consecutive terms. Officers of the BOARD shall serve for one (1) YEAR, January 1 through December 31. Officers may be re-elected to the office they hold or another position as long as they are on the BOARD.

Section 4.5 Committees. The BOARD may establish such committees as desired to further the purposes of the ASSOCIATION.

Section 4.6 Board Vacancy. Vacancy on the BOARD shall be filled by election at the next regular meeting of the BOARD. The appointed member(s) shall serve in the open position until the next regular meeting of the General Membership, at which time the appointee(s) may be nominated to serve a full term, filling any vacant position.

#### **ARTICLE V** **MEETINGS**

Section 5.1 ASSOCIATION MEETINGS. Regular meetings of the membership shall be held once each semester during the academic year. The first meeting of the academic year will be the annual meeting in October. Special meetings of the ASSOCIATION may be called by the BOARD as deemed necessary.

Section 5.2 BOARD Meetings. Regular meetings of the Board of Directors shall be held at least once each semester during the academic year. These meetings shall be held prior to the ASSOCIATION meetings. Special meetings of

- the BOARD may be called by the President as deemed necessary.
- Section 5.3 ASSOCIATION Meeting Quorum. One-tenth (1/10) of the membership shall constitute a quorum at any regular or special meeting of the ASSOCIATION.
- Section 5.4. BOARD Meeting Quorum: A simple majority of the Board, including the President or Vice President, shall constitute a quorum at any regular or special meeting of the BOARD.

## **ARTICLE VI** LIMITATION OF POWERS

- Section 6.1 Financial Limitations: No part of the earnings of the ASSOCIATION shall be used for the benefit of, or to be distributed to, any of its members. The ASSOCIATION shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the ASSOCIATION.
- Section 6.2 Other Limitations: The ASSOCIATION shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office. The ASSOCIATION will not engage in any activity which would disallow Federal Income Tax exemptions under Section 501(C)(3) of the Internal Revenue Code of 1986.

## **ARTICLE VII** DISSOLUTION OF THE ASSOCIATION

- Section 7.1 Dissolution: In the event of dissolution, the residual assets of the ASSOCIATION shall be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(C)(3) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the Federal, State, or local Government for exclusive public purposes.

## **ARTICLE VIII** ASSOCIATION FINANCES

- Section 8.1 Fiscal Year: The fiscal year of the ASSOCIATION shall run from January 1 through December 31.
- Section 8.2 Dues: Membership dues shall be set by the BOARD and payable before the end of the annual meeting in October.
- Section 8.3 Fund Raising: The BOARD, through the membership, may conduct special fund-raising projects in order to acquire the necessary finances to carry out the purposes of the ASSOCIATION.
- Section 8.4 Expenditures: The BOARD shall authorize all expenditure of funds.

**ARTICLE IX**  
**AMENDMENTS**

Section 9.1 Amendments: The Constitution and By Laws may be amended by a majority vote of the members present at any meeting of the ASSOCIATION, provided that notice of a proposed amendment shall have been given the membership at least ten (10) days prior to the meeting. The membership may be polled by mail to achieve a majority vote to amend the Constitution and/or By Laws. Any changes made by mail-in poll shall not be effective until five (5) days past the deadline for mail-in polls to be received.

**ARTICLE X**  
**RULES OF PROCEDURE**

Section 10.1 Rules: In all matters of parliamentary procedure, Robert's Rules of Order, Newly Revised shall be accepted as authority.

Original Adoption:	September 29, 1989
Revision #1	Approved February 8, 1990
Revision #2	Approved October 18, 1990
Revision #3	Approved March 26, 1992
Revision #4	Approved October 15, 1998
Revision #5	Approved March 22, 2007
Revision #6	Approved October 9, 2014