

Sacramento County Retired Employees Association

Bylaws

Revised: April 3, 2017
Board Approved: April 3, 2017
General Membership Approved: June 12, 2017

ARTICLE I

NAME AND ORGANIZATION

Section 1. The name of this organization shall be Sacramento County Retired Employees Association (SCREA).

Section 2. This is a non-profit organization which is not formed for the purpose of nor does it contemplate pecuniary gain or profit to its members, and no part of the earnings shall inure to the benefit of any officer or Member except as compensation for services rendered or for necessary expenses incurred, and no Member shall have any separate divisible interest in the organization or in its property.

ARTICLE II

PURPOSES

Section 1. The purposes for which this organization is formed are to promote the welfare of the retired employees of Sacramento County in all ways compatible with the public interest, and to assist employees reaching retirement to make the transition in the most effective way possible.

Section 2. The methods for attaining these objectives shall be to represent the retired employees in discussions, hearings, and negotiations with County agencies and officials; join and/or support other organizations formed for similar purposes; create and foster favorable public sentiment; support legislation deemed beneficial and resist legislation deemed detrimental to the interests of its members or sound government; and dissemination of pertinent information.

Section 3. The Association may also perform such other acts and provide such benefits and services as are consistent with its primary purpose.

ARTICLE III

MEMBERSHIP

Section 1. The classes of membership in the Association and the qualifications and rights of the Members of such classes shall be as set forth in this article.

Section 2. Regular membership is open to all retired employees of the County of Sacramento, or of any district or agency under the Sacramento County Employees' Retirement System (SCERS). Regular Members shall have all the privileges of membership, including the right to vote, hold office and serve on committees.

Section 3. Associate membership is open to the spouse, widow, widower, or domestic

partner of any person eligible for regular membership. Associate Members may participate in the discussion of issues; become a member of any committee; and have such other rights and benefits as the Board of Directors may designate; except they shall not have the right to vote or hold office.

Section 4. Honorary membership may be conferred upon any person whose interest and accomplishments in the aims or activities of the Association entitle him/her to this privilege. Honorary membership shall be conferred by a two-thirds majority vote of the Board of Directors. Honorary Members shall be exempt from the payment of dues or assessments, and shall have such rights and benefits as the Board of Directors may designate; except, any Member of the Association selected to honorary membership shall retain all the rights and privileges of their previous class of membership.

Section 5. Admission to membership in the Association is effective upon receipt of application for membership with signature authorizing monthly payroll dues deduction or submittal of cash payment of current year's dues from any person qualified to become a Member as outlined above in this Article; except, honorary membership is effective when conferred by the Board.

Section 6. Membership in the Association shall terminate as follows:

- a) Upon the death of a Member;
- b) Upon the resignation of a Member; or
- c) Upon nonpayment of dues. A Member whose dues are delinquent shall be notified in writing by the Treasurer. If the dues are not paid within 60 days of such notification, the Member's name shall be dropped from the membership rolls.

ARTICLE IV

DUES

Section 1. The dues for membership in the Association shall be determined by the Board of Directors subject to approval by a majority vote of Members attending the June General Membership Meeting.

Section 2. The dues of all Members (except those excluded by Article III, Section 4 of these Bylaws) shall be due and payable by cash on the first day of July or monthly by payroll deduction.

Section 3. Dues are delinquent the first day of the month following the due date.

Section 4. A person who has forfeited membership because of non-payment of dues may

be reinstated upon cash payment of the current year's dues or upon enrollment in payroll deduction.

ARTICLE V

OFFICERS

Section 1. The Officers of the Association shall be a President, who shall be the presiding officer of the Board of Directors, a Vice President, a Treasurer, a Secretary and the Immediate Past President.

Section 2. The Officers shall have all the powers and duties normally incumbent upon such officers, and such other powers and duties as may be from time to time assigned to them by the Board of Directors.

- a) The President shall be the Chief Executive Officer of the Association and shall, subject to the control of the Board of Directors, coordinate and supervise all its business and affairs. The President shall preside at all meetings of the Board of Directors and General Membership Meetings; head any delegation from the Association in meetings with county agencies or officials on the welfare of retired employees; may sign checks upon the funds of the Association with any other Officer designated by the Board; and execute all contracts, bonds, or other instruments authorized by the Board of Directors.
- b) The Vice President shall advise and assist the President in the discharge of his/her duties; act in the President's place and stead when he/she is absent or upon request; and when so acting, shall have all the powers of and be subject to all the restrictions upon the President.
- c) The Treasurer shall act as the record keeper and financial officer of the Association. The Treasurer shall be responsible for the collection of all monies due the Association; have charge and custody of all funds of the organization; keep proper records of all monies received and disbursed; deposit all such monies in the name of the Association in such bank or other depository as shall be approved by the Board of Directors; sign checks upon the funds of the Association with any other Officer authorized by the Board; and render a report at the June General Meeting regarding the records and financial affairs of the Association, as well as other interim financial reports as may be required by the Board of Directors. The Treasurer, in conjunction with the Budget Committee, shall prepare and submit a proposed annual budget to the Board of Directors at its first meeting of the fiscal year. The Treasurer shall arrange for an annual audit of the Association's books and report the findings back to the Board of Directors.
- d) The Secretary shall act as the record keeper of the Association; record the proceedings

of the Board of Directors and the General Membership Meetings; see that all notices are duly given in accordance with these Bylaws; conduct and maintain full records of the incoming and outgoing correspondence of the Association; and prepare an Annual Calendar to be distributed in January. The Calendar shall include all meeting and event dates, and the dates necessary to comply with the requirements of Article VII. In addition, the Secretary shall perform other duties as required by the Board of Directors.

e) The Immediate Past President shall serve as the Parliamentarian.

Section 3. Election of Officers. The Directors at their first meeting following the June General Membership Meeting shall elect from among the duly elected Directors the Officers of the Association as set forth in Article V, Section 1. The term of the Officers shall be set by the Board.

Section 4. Should an Officer be absent from three or more consecutive meetings without due cause, or otherwise fail to perform the duties of their office, the Board of Directors may, by a two-thirds majority vote, declare the office vacant and fill the vacancy by appointment.

Section 5. Vacancies due to resignation or any other cause shall be filled by appointment by the President, subject to confirmation by the Board of Directors, for the period of the unexpired term.

ARTICLE VI

DIRECTORS

Section 1. The Directors shall be 14 Members elected at large. If the Immediate Past President is not an elected Board Member, he/she shall become the 15th Director. If the persons serving as the Retired Member and the Alternate Retired Member representatives to the SCERS Board, and are not elected Directors of the Association, they shall be appointed as Directors and will become the 16th and 17th Directors. Their terms on the SCREA Board shall run concurrently with their terms on the SCERS Board.

Section 2. The Directors shall be elected at the June General Membership Meeting. The terms of office shall be three years from July 1 through June 30. To assure partial continuity of Members on the Board of Directors, five will be elected the first year, five will be elected the second year, and four will be elected the third year.

Section 3. Should any Director be absent from three or more consecutive meetings without due cause, or otherwise fail to perform the duties of their office, the Board of Directors may, by a two-thirds majority vote, declare the office vacant and the President may appoint a qualified Member to fill the vacancy, as outlined in Section 4 below.

Section 4. Vacancies due to resignation or any other cause shall be filled by appointment by the President, subject to confirmation by the Board of Directors, for the period of the unexpired term.

ARTICLE VII

ELECTIONS

Section 1. The Members of the Nominating Committee shall not be subject to instruction by any person or the Board of Directors, except to outline the procedure to be followed.

Section 2. The Nominating Committee shall publish an annual article in the December *News Briefs*. The article shall state the number of vacancies to be filled at the next June General Membership Meeting and that Regular Members in good standing may be placed in candidacy for the position of Director by submitting a letter of interest to the Chair of the Nominating Committee. Letters of interest shall indicate the candidate has consented to run and will serve if elected. Letters of interest shall be accepted year-round. Those letters of interest received seven days following the March General Membership Meeting will be considered for open positions at the next June General Membership Meeting.

Section 3. The Nominating Committee shall submit an annual article in the March *News Briefs* providing an update of the vacancies and include a list and description of duties of each of the standing Board Committees.

Section 4. The Nominating Committee shall review all the letters of interest and interview the candidates prior to the April Board of Directors meeting. The Nominating Committee shall file a report containing the names of all candidates to fill the vacancies on the Board with the Board of Directors prior to the *News Briefs* publishing deadline for the May/June issue.

Section 5. The Nominating Committee shall submit an annual article in the May/June *News Briefs* containing an alphabetical list of the candidates for Directors to be voted upon at the annual election during the June General Membership meeting. The article shall also include the names of the Nominating Committee. In each year when there are more candidates than vacancies, the article shall also include a description of the nominees, and the balloting process contained in Section 6 below. A written ballot election will not be necessary should the number of candidates not exceed the number of vacancies. Should the number of candidates not exceed the number of vacancies, the Nominating Committee Chair or his/her designee shall announce the official slate of candidates and request a voice vote for the election of the new Directors.

Section 6. Should the number of candidates exceed the number of vacancies, a written ballot election shall be held at the June General Membership Meeting.

- a) The President shall appoint two Judges of Election who shall count the votes.

- b) Ballots and voting instructions shall be developed by the Nominating Committee. The names of the candidates shall be listed on the ballots in alphabetical order.
- c) Ballots and voting instructions will be assembled and issued to Regular Members attending the June General Membership meeting.
- d) Members shall be asked to vote and place their ballots in the ballot box. The Nominating Committee Chair will announce that the balloting process is closed when Regular Members in attendance have cast their ballots, no later than 30 minutes after the start of the June General Membership meeting.
- e) The Judges of Election will count the votes immediately after the election is closed. The Judges shall promptly report to the President, in writing, the results of the annual election, and the President shall notify the Members present of said election results, declaring those candidates receiving the highest number of votes, for the number of vacancies, to be the new Directors of the Board. The Nominating Committee shall prepare an article for the next *News Briefs* reporting the results of the election.
- f) Should two or more competing candidates receive an equal number of votes and all of them cannot be declared elected as Directors, the matter shall be resolved by a show of hands by the Regular Members present at the June General Membership Meeting. The show of hands will be between the tied candidates, but no others. The election judges shall count the hand votes. The candidate receiving the highest number of hand votes shall be declared elected by the Nominating Committee.

Section 7. Vacancies occurring on the Board due to resignation or any other cause shall be filled by appointment by the President, subject to confirmation by the Board of Directors, for the remainder of the unexpired term.

Section 8. The Directors-elect shall enter upon their three-year terms of office effective July 1, following their election.

Section 9. The Secretary's Annual Calendar shall include all the dates pertinent to carry out Article VII.

ARTICLE VIII

BOARD OF DIRECTORS

Section 1. The governing body of the Association shall be the Board of Directors. The Board of Directors shall be responsible to the membership for the proper management of the affairs of the Association and for the promotion of its purposes.

Section 2. The Board of Directors shall meet in regular session at such times, dates and places as may be determined by the Board for the purpose of conducting the business of the Association, provided that adequate notice is duly provided to the Members regarding such regular meetings. Special meetings regarding urgent matters of the Board of Directors may be

called by the President. A special meeting shall be within 15 days of receipt of a written request of three Members of the Board specifying the matter to be considered at such special meeting, and no other business shall be transacted. Notification of special meetings may be by any means of communication which assures that such notification is received by all Members of the Board.

Section 3. A majority of the Board of Directors shall constitute a quorum for the transaction of business, and except as otherwise provided herein, the affirmative vote of the majority of the Members of the Board present shall constitute an act of the Board. In the event a quorum is not present at any session of the Board of Directors, such meetings may be recessed to a future date to be determined by the President.

Section 4. When a matter is considered of sufficient importance to warrant an expression by the Membership, the Board of Directors may submit the matter to the Members for a vote either by letter ballot or at a General Membership Meeting.

ARTICLE IX

COMMITTEES

Section 1. The Executive Committee shall consist of the President, Vice President, Treasurer, Secretary and Immediate Past President with the President serving as the Chairperson of the Committee and the Vice President serving as Vice Chairperson.

Section 2. The President, after consultation with the Executive Committee and subject to confirmation by the Board of Directors, shall appoint the Members to the following standing committees: Benefits Committee; Membership and SCERS Orientations Committee; Information and Website Committee; Program Committee; Legislative Committee; Budget and Bylaws Committee; Nominating Committee; SCREA Database Management Committee and Sunshine Committee. These appointed members shall serve during the President's term in office or until their successors are duly appointed and confirmed.

Section 3. The standing committees shall be vested with the following duties responsibilities and authorities:

- a) The Executive Committee shall:
 - 1) Have all the powers of the Board except to amend the Bylaws or to repeal or modify any action of the Board;
 - 2) Have all the powers and duties as may be assigned to them by the Board of Directors;
 - 3) Act on any matters referred to it by the Board of Directors and be subject to approval and ratification by the Board of Directors;

- 4) Act on all emergency matters as may be required by a deadline and be subject to approval and ratification by the Board of Directors;
 - 5) Receive, review, and respond to any inquiries and complaints filed by a Member and submit recommendations to the Board of Directors; and
 - 6) Arrange with SCERS to regularly receive such data as may be required.
- b) The Benefits Committee shall:
- 1) Periodically review the County's Health/Dental Plans to determine the adequacy of the plans and to assure coverage is according to a schedule of allowances similar to that provided to active Sacramento County Employees;
 - 2) Maintain liaison with the County office(s) responsible for matters relating to the retired employees County-sponsored Health and Dental Plans, for the purpose of being aware of complaints and any proposed changes or modifications in the Health/Dental Plans and the County's subsidies for the County-sponsored plans;
 - 3) Maintain liaison with 1937 Retirement Act County Retiree Associations regarding their Health/Dental Plans and such other benefits and level of County contributions being provided;
 - 4) Respond to Member inquiries on retiree benefit matters; and
 - 5) Meet and discuss with the appropriate County representatives to maximize, to the extent legally and financially possible, the County's contributions to the sponsored Health/Dental plans.
- c) The Membership and SCERS Orientations Committee shall:
- 1) Schedule SCREA representation at County retirement orientation meetings; and
 - 2) See that the Retirement Administrator has a sufficient supply of SCREA information and enrollment forms for distribution to new retirees attending a retirement orientation meeting. The information includes a letter from the Membership Chairperson encouraging them to join the Association, a Membership Application form and a dues Payroll Deduction Authorization form. Attendees will be asked to complete and return the forms.
- d) The Information and Website Committee shall:
- 1) Prepare quarterly and special publications of *News Briefs* for mailing to the Membership. Material to be provided by either Board, Committee or Association Members; and.

- 2) Coordinate SCREA's website with the website manager.
- e) The Program Committee shall:
 - 1) Develop and implement a social program for its members, including, but not limited to the General Membership Meetings, the Annual Picnic and the Holiday Luncheon; and
 - 2) Be responsible for obtaining speakers for General Membership Meetings.
- f) The Legislative Committee shall receive and review 1937 Retirement Act legislation and recommend appropriate action to be taken by the Board of Directors for its approval for transmittal to the Legislative Committee of the California Retired County Employees' Association (CRCEA) for their appropriate action.
- g) The Sunshine Committee shall send appropriate cards or other Board approved remembrances to families of Members who have passed away. Such remembrances may also be sent to those who are ill or for other reasons.
- h) The Budget and Bylaws Committee shall:
 - 1) Prepare an annual budget for the efficient operation of the Association. The proposed budget shall be submitted to the Board of Directors for review as designated in Article V, Section 2, c), and approved by a majority vote of the Board; and
 - 2) Periodically review the Bylaws and recommend amendments to keep the Bylaws current with policies of the Board of Directors and the membership.
- i) The Nominating Committee shall perform as set forth in Article VII.
- j) SCREA Database Management Committee shall maintain and update membership data and coordinate with SCERS as necessary.**

Section 4. The President may appoint such special committees as he/she deems necessary. Appointees to special committees shall serve at the pleasure of the President.

Section 5. A majority of the appointed Members of any committee shall constitute a quorum, and the affirmative vote of a majority of the Members present shall constitute an act of the committee.

ARTICLE X

GENERAL MEMBERSHIP MEETINGS

Section 1. There shall be at least one general business meeting each year, termed the General Membership Meeting which shall be held in the month of June.

Section 2. Additional General Membership Meetings or Special Meetings may be called at the direction of the President and shall be called upon demand of a majority of the Members of the Board of Directors, or upon written request of not less than 25 Members entitled to vote. The date for a Special Meeting shall be set so that the membership will receive at least seven-days-notice with regard to the date, time, place and general purpose of the special meeting.

Section 3. Official action taken at a General Membership Meeting shall be binding upon the Association, its Directors, and shall not be set aside except at a subsequent General Membership Meeting.

Section 4. A quorum at General Membership Meetings shall consist of not less than 75 Members entitled to vote, exclusive of the Directors.

ARTICLE XI

FINANCES

Section 1. All disbursements by the Association shall be by checks issued in its name, and shall be valid only when signed jointly by any two Directors as may be designated by the Board of Directors.

Section 2. No appropriation or expenditure of money shall be made without authorization of the Board of Directors.

Section 3. No Officer, Director or Member shall contract any obligations, incur any debt on behalf of the Association, or in any way render it liable except as authorized by the Board of Directors or by Members entitled to vote at a General Membership Meeting.

ARTICLE XII

RIGHTS AND PRIVILEGES OF MEMBERS

Section 1. It is intended that the basic rights and privileges of the Association shall be vested in its members, and all powers not specifically delegated by these Bylaws are reserved to the membership.

Section 2. All Members shall be entitled to attend General Membership Meetings and all regular Board of Directors meetings; to be given reasonable privilege of the floor to debate any issue regularly before the meeting; to call upon the Association for assistance in any matter relating to their retirement; and to nominate candidates for Directors in the Association as set forth in Article VII.

ARTICLE XIII

LIMITATIONS

Section 1. The Association is politically nonpartisan.

Section 2. Neither the Board of Directors nor any Officer, Director, Committee, or Member shall take any action which is incompatible with the objectives of the Association, or any acts in conflict with these Bylaws. Any such incompatible or conflicting actions shall be null and void.

Section 3. No debt shall be incurred in excess of the funds in the treasury of the Association.

Section 4. These Bylaws shall be interpreted reasonably and no provision herein shall be construed in such way as to prevent the orderly conduct of the affairs of the Association.

ARTICLE XIV

ORDER OF BUSINESS

Section 1. Roberts Rules of Parliamentary Procedure shall be used as the authority in the conduct of all meetings of the Board of Directors or General Membership Meetings, except when in conflict with specific provisions of these Bylaws.

Section 2. The Immediate Past President shall serve as the Parliamentarian to whom questions of procedure may be directed for an appropriate ruling. The Vice President shall act as Parliamentarian in the absence of the Immediate Past President.

ARTICLE XV

FISCAL YEAR

Section 1. The fiscal year of the Association shall begin on July 1 and end on June 30.

ARTICLE XVI

AMENDMENTS

Section 1. Amendments to these Bylaws may be proposed by Resolution of the Board of Directors or by not less than 25 Members entitled to vote.

Section 2. Proposed amendment(s) shall be in order for discussion at a General Membership Meeting; and by a majority vote at said meeting, may be adopted as submitted, adopted as amended in any manner pertinent to the intent of the proposed amendment, or may be referred to committee for further consideration and report back at the next General Membership Meeting.

Revised: April 3, 2017

Approved by the Board of Directors: April 3, 2017
Barbara Smith, President
Randy Angeloni, Vice President
Vic Scotti, Treasurer
Linda Kimura, Secretary
Mike DeBord
Nancy Gust
Martha Hoover
Dave Irish
Carol Mosier
Sue Murray
Kathy O'Neil
Jane Smith
Carol Summers
Jan Summers
Susan Shaughnessy
Pam Thomas

Approved by the General Membership: June 12, 2017