

**BY-LAWS OF THE
CONTRA COSTA COUNTY
RETIRED EMPLOYEES ASSOCIATION**

**ARTICLE I
NAME OF CORPORATION**

Section A. The name "Contra Costa County Retired Employees Association" shall henceforth apply to this group. Throughout these By-Laws, this group will be referred to as "CCCREA".

**ARTICLE II
PURPOSE**

Section A. The purpose of this Association is to safeguard and enhance the benefits of the members and beneficiaries; to initiate, support, and sponsor legislation designed to maintain or improve our Retirement System; to represent the member's interests before the State of California Legislature, the Contra Costa County Board of Supervisors, and the Contra Costa County Employees Retirement Association; to provide a venue for meetings and social activities for our members, their beneficiaries, and their families; to support community activities and projects concerned with the general well-being of the community and its residents; and by the dissemination of pertinent and timely information regarding retirement issues of interest to the membership.

- 1) The method for the dissemination of above pertinent information may be through educational seminars, monthly meetings, quarterly newsletters, Association web site, social gatherings, and any other means available or necessary.

Section B. CCCREA shall be autonomous in regard to its relations, programs presented, and legislative proposals to State Legislature.

**ARTICLE III
MEMBERSHIP, QUALIFICATIONS, AND DUES**

Section A. The following persons are eligible for membership in the CCCREA, and become full members upon payment of required dues:

- 1) All retired employees, their spouse or surviving spouse, of Contra Costa County and any other public agency under the jurisdiction of the Contra Costa County Employees Retirement Association.

ARTICLE III (CONTINUED)

- Section B.** Dues in the CCCREA shall be \$2.00 per month, as of January 2012, payable to the Treasurer through deductions of the member's retirement benefits, when available, or by cash. Dues shall be prorated at time of application to the end of the current year.
- 1) Extreme Hardship - A member may apply to the Board of Directors, for a waiver of dues because of a financial, or other situation which makes the payment of dues difficult. Upon approval, the Board of Directors will waive the member's dues for the period of time that hardship exists.
- Section C.** There shall be no discrimination in the acceptance of membership due to race, color, creed, sexual orientation, or disability.
- Section D.** Termination of membership in the CCCREA may occur if the member is delinquent in payment of monthly dues.
- Section E.** Honorary Membership may be awarded to an individual member in one of two ways:
- 1) Extraordinary Service - A member who has preformed extraordinary service for the Association and the membership, may apply to the Board of Directors, in writing, for Honorary Membership.
- a. Extraordinary service may include, but not be limited to, membership on the Board of Directors, membership on a committee, or assistance with CRCEA conferences.
- b. Upon review of the member's application, the Board of Directors will make recommendations regarding acceptance as an Honorary Member. If the application is approved, the request will be presented to the membership for approval. A majority vote of the membership present at the meeting shall constitute acceptance of the application.
- c. Upon acceptance for Honorary Membership, the member will no longer be required to make monthly dues payments.
- Section F.** Membership in the Association shall terminate as follows:
- a. Upon the death of a Member
- b. Upon the resignation of a Member
- c. Upon nonpayment of dues - A member whose dues are delinquent over 90 days, shall be notified in writing by the Treasurer. If the dues are not paid within 60 days of such notification, the Member's name may be dropped from the membership rolls.

ARTICLE IV OFFICERS AND THEIR ELECTION

- Section A.** The Board of Directors of the CCCREA shall be comprised of a President, Vice-President, Secretary, Treasurer, and 10 members at large (Directors). The immediate past president will be seated on the Board as a full member of the Board with all the rights and duties of a Board member..
- 1) All directors serve two (2) year terms. One-half of the directors shall be elected in even numbered years, and one-half shall be elected in odd numbered years.
- Section B.** All officers; the President, the Vice-President, the Secretary, and the Treasurer are elected for a two (2) year term. Election of officers will be held during the first meeting in January in odd numbered years. Persons elected shall take office at the close of the meeting.
- Section C.** The President's duties shall be to preside over meetings, call special meetings, appoint committee chair people for the different committees, render decisions, handle disputes, and conduct the meeting in an orderly fashion. He/She shall be an ex-officio member of all committees, except the Nominating Committee, and meet with Committee Chairs when the need arises.
- The President shall be responsible for general supervision of all CCCREA activities, represent the CCCREA at appropriate functions, meetings and activities; and perform such other duties as may be assigned by action of the general membership and/or the Board of Directors.
- Section D.** The Vice-President shall, in the President's absence or inability to serve, assume the chair and the duties as previously stated.
- Section E.** The Secretary is the recording officer of the Association and the custodian of its records. He/She shall keep a record of all proceedings of the CCCREA, and keep on file all committee reports, correspondence, and history records of the CCCREA. The Secretary shall also perform such other duties as may be directed by the President.
- Section F.** The Treasurer shall be the financial officer of the Association and is entrusted with its funds. 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, and 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. The Treasurer shall sign checks upon the funds of the Association with any other officer authorized and approved by the Board. The Treasurer shall arrange for an

ARTICLE IV (CONTINUED)

annual audit or review of the Association's books and report the results to the Board of Directors.

- 1) The Treasurer shall also be responsible for filing necessary tax returns with the Internal Revenue Service and the Franchise Tax Board. The Treasurer will also keep current required reports and applications required by state or federal institutions, e.g., the California Secretary of State and the California Department of Justice.
- 2) Bank account(s) shall have the signature of the President, Vice-President, and the Treasurer on the account application card. Two signatures will be required on each check written. Bills, other than approved budgeted items, not exceeding \$200, may be paid by the Treasurer upon request for payment, and accompanied by appropriate documentation of the expense. All other expenses must be approved by the Board of Directors.

Section G. Fiscal Year shall be the calendar year, January 1st through December 31st.

Section H. The Board of Directors shall govern the Association between meetings, and shall have general management and control of the business affairs of the Association. The Board of Directors shall exercise all powers that may be necessary or performed by the Association under legal statutes, the By-laws, and the Articles of Incorporation of the CCCREA. The Board shall have the authority to take all action it may deem necessary in the interests of the Association, subject to the approval of the members.

- 1) The Board shall meet at such intervals, and at such time and place as the affairs of the Association may require, or as may be determined by the President in consultation with the Board.

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

Section J. All members of the Board shall serve on a voluntary basis, and no remuneration shall be offered, other than reimbursement for expenses incurred in the performance of their duties, and with prior approval of such expenditures by the Board of Directors.

ARTICLE V MEETINGS

- Section A.** The CCCREA shall meet once a month, except the month of August, at a time and place designated by the Board of Directors.
- Section B.** Special Board Meetings may be called by the President, or by request of three (3) Board members.
- Section. C.** A meeting may be cancelled by the presiding officer if no quorum is present.
- Section D.** A quorum for CCCREA meetings shall consist of six (6) Board members for any meeting, except election of Officers.
- 1) If it is known in advance that a quorum of members may not be present at a scheduled meeting, the President, at his/her discretion, shall cancel or reschedule the meeting via telephone contact with those Board members expected to attend.
 - 2) Notification to the Board of Directors of special or unplanned meetings will be made by email, telephone, or U.S. Mail, depending upon the amount of time available to serve notice.

ARTICLE VI COMMITTEES

- Section A.** The Board of Directors may designate an Executive Committee, or one or more other committees, each consisting of not less than one Director. The Board may designate one or more Directors as alternate members of any committee to replace any absent member at a committee meeting.
- 1) A committee of the Board may include members of the Association who are not Directors of the Association.
 - 2) Standing Committees shall include, but not necessarily be limited to:
 - a. Budget and Finance Committee
 - b. Membership Committee
 - c. Conference Committee
 - d. Nominations/Elections Committee
 - e. Legislative Committee
 - f. By-Laws Committee
 - 3) Committee Chairs shall serve for two years or until, through mutual agreement,

ARTICLE VI (CONTINUED)

the Chair withdraws from the position.

- 4) Members may be removed from a committee at the discretion of the Chair, or the Board of Directors, for cause. (Refer to Article IV Section I)

ARTICLE VII GOVERNING PROCEDURES

Section A. "Roberts Rules of Parliamentary Procedure" as revised to date, shall be the authority for all parliamentary procedure, and in all matters not covered by these By-Laws, except when in conflict with specific provisions in these By-Laws.

ARTICLE VIII ORDER OF BUSINESS

Section A. The order of business for all meetings of the Association shall be:

- a. Recognize new members present
- b. Roll call by the Secretary. (May be visual observation)
- c. Minutes of the previous meeting
- d. Treasures Report
- e. Report of Committees
- f. Unfinished business and communications
- g. New Business
- h. Good and Welfare
- i. Adjournment

ARTICLE IX AMENDMENTS

Section A. Proposed changes to these By-Laws shall be submitted, in writing, at any meeting. There shall be a reading of the proposed changes at two succeeding meetings, and will be voted on at the third meeting. A simple majority vote (50% plus 1) is required for passage.

- 1) It is required that all members be notified of any By-Law changes, and the purpose for the change, through the Newsletter or other communication medium

ARTICLE IX (CONTINUED)

approved by the Board.

- 2) The only exception to this procedure is that a mail ballot to all members is required to approve a change in the associations dues structure.

ARTICLE X LIMITATIONS

Section A. This Association shall be politically nonpartisan.

Section B. No member of the Board of Directors, nor any Officer, Director, Committee Member, or General Member shall take any action, while representing the CCCREA, which is incompatible with the stated purpose of the Association, or commit any acts in conflict with these Bylaws. Any such incompatible or conflicting actions shall be null and void.

Section C. No debt shall be incurred in excess of the funds in the Treasury of the Association.

ARTICLE XI MAINTENANCE AND INSPECTION OF RECORDS

Section A. The minutes of meetings of members, the Board of Directors, and Committees of the Board, and the accounting books and records shall be kept at a place designated by the Board of Directors. The minutes shall be kept in written and/or electronic form, and the accounting books and records shall be kept either in written form, or in a form capable of being converted into written form.

The minutes and accounting books and records shall be open to inspection on the request of any Member at any reasonable time as approved by the Board of Directors.

ARTICLE XII DISSOLUTION

If for any reason, the CCCREA should cease to exist or be dissolved, upon winding up and dissolution of this corporation, and after paying or adequately providing for the debts and obligations of this corporation, the remaining assets shall be distributed to a nonprofit organization which is organized and operated to conduct labor organization activities, and that has established its tax exempt status under Section 501(c)(5) of the IRS Code.

CERTIFICATE OF SECRETARY

I, the undersigned, do hereby certify:

- (a) That I am the duly elected Secretary of the Contra Costa County Retired Employees Association, a California corporation; and
- (b) That the foregoing Bylaws, comprising eight (8) pages, constitute the Bylaws of said Corporation as duly adopted at meetings of the Board of Directors of the Corporation. on *DATE TO BE DETERMINED*

Dated: _____

Marilyn Cramlett, Secretary

Revised
4/2000
2007
4/2012