

**BYLAWS OF THE EMERITI ASSOCIATION OF
GEORGIA STATE UNIVERSITY
Amended October 21, 2020**

I. Name and Purpose of the Organization.

The organization will be named the Emeriti Association of Georgia State University, hereinafter referred to in these bylaws as the “Association.” Its purpose shall be to promote a culture wherein faculty and administrators designated as Emeriti remain an integral part of the University. This Association shall foster University support for continued involvement of emeriti in its mission, shall facilitate communication between the University and emeriti, and shall encourage emeriti support for the University mission. The Association shall seek to promote the scholarly, social, and cultural interests of the emeriti community.

II. Membership.

All Georgia State University faculty and administrators who have been awarded emerita or emeritus status by the Board of Regents are members of the Association.

III. Governance of the Association.

A. Calendar

The fiscal and calendar year for the Association begins July 1 and ends June 30. An annual meeting of the Association will be held during the calendar year.

B. Coordinating Board

For the next three years, executive authority of the Association shall be approved by the Coordinating Board (hereinafter the Board) consisting of no more than eighteen members, including at least three from Perimeter College. Vacancies may be filled by election of new members at any time during the year. Any member of the Board may nominate a candidate for membership. Nominees receiving a majority of the votes of the members at a meeting of the Board are elected and can begin service if the nominee is filling a vacancy.

The term of a member is/shall be three years starting on July 1 following election to the Board. With the approval of the Board, a member who has completed an initial term is eligible to serve one additional three-year term. After one year off the Board, a member can be re-elected. Members with excessive absences from meetings and events during the year, as determined by the Board, may be removed from the Board. Former chairs of the Board who have completed their term of service will be ex-officio, non-voting members of the Coordinating Board.

The Board shall meet at least every other month. It shall exercise its authority only with the presence of a quorum, consisting of at least one third of its membership. Additional meetings, as necessary, may be called by the Chair and upon at least a two-week notification of the Board membership.

Robert's Rules of Order shall be parliamentary authority for all matters of procedure not specifically covered by these bylaws.

*Actions by the Board may be taken by electronic voting. Motions should be sent to the official university email address of record of each board member, and the board member must afford the other board members a reasonable amount of time, and no less than two business days, to respond to a request to vote by email. At least a majority of the entire board must participate before an electronic vote can be considered valid. At least a majority of those responding must vote affirmatively for a motion to pass. Non-responses will not count as either affirmative or negative votes or as abstentions. If a board member objects to using electronic voting for a particular motion at the time of the vote, voting on the motion must be delayed to an official meeting of the board. The results of an electronic vote must be reported at the minutes of the next meeting.

***From October 21, 2020**

C. Officers

Officers of the Board shall consist of a Chair, Vice Chair, Immediate Past Chair, Secretary, and Treasurer. An expired term of any Board member serving as an officer may be extended with Board approval to allow continued service on the Board. The duties of each officer are as follows:

1. Chair: This officer is responsible for supervising and managing the functions and operations of the Board, including calling and chairing all meetings of the Board and the Association, representing the Association with the University and other professional associations, appointing members of committees, serving as an ex-officio member of each committee, representing the Board in cases of emergencies between meetings, and performing such other duties and responsibilities as the Board shall authorize. Term of office shall be one year but an incumbent may be re-elected.
2. Vice-Chair: This officer is responsible for assisting the Chair in managing functions and operations of the Board. If the Chair is absent or becomes disabled, the Vice Chair will perform the duties of the Chair. Term of office shall be one year but an incumbent may be re-elected.
3. Immediate Past Chair: This officer is responsible for providing assistance and consultation in the orderly transition of past to present leadership, thus ensuring continuity.
4. Secretary: This officer is responsible for keeping minutes of the Board meetings, receiving and directing correspondence to the appropriate individuals for information and/or action. Term of office shall be one year but an incumbent may be re-elected.
5. Treasurer: This officer is responsible for determining the accuracy of financial reports from the Georgia State University Foundation, for assuring the accuracy and propriety in the receipt, custody, and disbursement of Association funds; and for

preparing necessary reports consistent with the fiduciary accountability requirements of the University and the Association. The Treasurer shall advise and assist the Chair on all matters of a fiscal nature. Term of office shall be one year but an incumbent may be re-elected.

D. Election of Officers:

No later than March 1 of each academic year, the Chair shall designate a committee from members of the Board and past chairs to nominate a slate of officers for the coming year. This committee will report its list of nominees to the Board, not later than May 1. The Board will then elect officers from such list as well as from other nominations made from the floor at such meeting. New officers will assume their positions July 1.

E. Standing Committees:

Standing committees may include emeriti who are not members of the Board. Committee chairs will be Board members. Members and chairs of standing committees are appointed annually by the Chair. This list of standing committees that follows may be consolidated, increased or decreased by the Board as needed. The Board may also establish ad hoc committees as needed.

1. **Membership:** This committee is responsible for promoting and encouraging all eligible personnel to affiliate with and become active in the Association. It shall maintain an up- to-date listing of Association members, together with such vital statistics as addresses, telephone numbers, e-mail contacts, interests, and other information specified by the Board.
2. **Activities:** This committee is responsible for arranging special events and programs, both professional and social, for the benefit of Association members. The committee shall provide logistical support for such events and programs. Additionally, the committee shall keep members informed of newsworthy events, activities, programs, and matters of mutual concern. It shall promote and facilitate dialogue and involvement within the Association.
3. **Website:** This committee is responsible for design, maintenance and updating of the Association's website, which should provide information about Association membership, activities and news.
4. **Newsletter:** This committee is responsible for publication of a periodic newsletter for members and others in the University community. Also, the committee will inform members of transitions and accomplishments of individual members through the newsletter or the medium deemed appropriate.
5. **Representation:** This committee is responsible for assuring that assignments are made for representation of emeriti in each graduation ceremony by members of the Association who are willing to participate. It also shall seek to identify ways in which representation by emeriti in University affairs, including the University Senate, may assist in the accomplishment of the University mission.
6. **Bylaws:** This committee is responsible for proposing a set of bylaws that will provide guidelines for administering the Association and for recommending modifications in the bylaws, as necessary. The chair of the Bylaws Committee shall also serve as Parliamentarian for the Board.

F. Amendments

These bylaws may be amended by a two-thirds vote of the Board.