

**CONSTITUTION OF
The University of Waterloo Retirees Association
(as amended 2016-05-18)**

ARTICLE 1: NAME

The Name of this organization shall be **THE UNIVERSITY OF WATERLOO RETIREES ASSOCIATION (UWRA)**.

ARTICLE 2: AIMS AND OBJECTIVES

1. To encourage retirees of the University of Waterloo to renew and/or continue friendships and acquaintanceships begun at their place of employment and to foster good fellowship among the members of the Association without regard to their former occupation or rank.
2. To observe and to study proposed changes in any pension/benefits arrangements and strive to insure that the best interests of University of Waterloo retirees are reflected by such changes.
3. To assist members to understand any changes or improvements in pensions/benefits for which they may qualify and to provide a forum for discussion of all such matters with members so that any misunderstandings or misinterpretations may be satisfactorily resolved.
4. Officers of UWRA, through their liaison with the University of Waterloo administration, shall keep members aware of changes in other University policies which may affect members, either favourably or otherwise.

ARTICLE 3: ELECTION OF OFFICERS

The Association shall, annually and normally in late May, elect a President and a group of officers from among its members who shall be referred to as the Board of Directors. This Board shall be charged with the efficient running and operating of the Association. The appointment of individual Board members (except the President) to the various offices of the Association shall be the responsibility of that elected group in order that those with special experience or ability may be assigned to the position which best utilizes their talents.

ARTICLE 4: DECLARATION OF INTENT WITH REGARD TO ANY MONEY WHICH MAY ACCRUE.

It is declared that the business of the Association shall be carried on without pecuniary gain to any elected Director and that any profits or other accretions to the Association shall be used to promote the activities of the Association and its objectives as enumerated above.

By-laws (as amended 2016-05-18)

1: Membership and Fees:

All University of Waterloo retirees are eligible for membership in the UWRA. Their spouse, ex-spouse or surviving spouse are also eligible for membership. In addition, anyone who was employed for a significant period by the University or one of the Affiliated and Federated Institutions is eligible for membership in the UWRA. Others who have had a significant and lengthy relationship with the University may also be eligible; in such cases, or in other unusual situations, the Board of Directors will decide on eligibility.

Those eligible for membership may become annual members by paying the annual fee, or lifetime members by paying the lifetime fee. Fees are set by the Board of Directors.

Members will be entitled to certain privileges, such as reduced charges for special events, as determined from time to time by the Board of Directors.

2: Meetings:

All notices of annual general meetings shall specify the time, date, and place of the meeting as designated by the Board of Directors.

Extraordinary general meetings of the Association may be called at the discretion of the President or by three or more Directors or by 30 or more members provided that 30 days notice has been given. No business shall be transacted at such meeting except that matter for which the meeting has been specifically called.

At every general meeting each member present shall have one vote. Members may delegate to any other member who attends the meeting the power to cast their vote by proxy. All proxy votes must be handed to the Secretary of the Association in writing before the start of the meeting. At any meeting, a resolution, motion or by-law shall carry or be amended by majority vote.

3: Board of Directors:

The Association shall be governed by a Board of Directors, which may exercise all the powers of the Association, subject to the Constitution and By-laws of the Association and any direction of the members by resolution passed at an annual or general meeting. It shall be the duty of the Board to promote the aims and objectives of the Association.

3.1 Composition of the Board:

The members of the Board of Directors, who constitute the Officers of the Association, shall be fifteen in number and shall include a President, a Vice-President, a Secretary, a Treasurer, eight members at large, and three ex-officio members. All fifteen directors are voting members. The ex-officio members shall be the Past-President, the University Fund Representative, and the Pension and Benefits Representative.

The President normally will serve a term of one year with an option, at the discretion of the Board and the incumbent, to be nominated by the Board for an additional year.

The Pension and Benefits Representative is appointed by the Board of Governors on the recommendation of the UWRA President. The normal term of office shall be three years, renewable once. The University Fund Representative is appointed by the University.

3.2 Election of the Board:

The non ex-officio members of the Board shall normally be elected for three-year terms beginning on the date of the annual general meeting (AGM) and are eligible to serve for two consecutive terms. Members who leave the Board after serving for six or fewer years are eligible for re-election after one year. Members may be appointed by the Board for terms shorter than three years in order to provide continuity and orderly turnover of Board

membership.

The members of the Board (other than ex-officio members) will be elected at the annual meeting by a simple majority vote of the members present.

3.3 Nominations Committee

The Committee comprises the President, Vice President, Secretary, and Past President. The Committee, normally chaired by the Past President, meets as needed. The Committee may appoint temporary additional members to facilitate expansion of contacts with potential new members.

The role of the Nominations Committee is to take suggestions for new members of the Board of Directors to the existing Board. The Board advises on whether to pursue particular suggestions.

New Board members are found in several ways including solicitation of personal contacts of current Board members, solicitations of interest at luncheons, receptions, coach tours, WATimes, emails and the UWRA website.

4. Accounts:

The Board of Directors, through the Treasurer, may establish a bank account with a local bank or trust company. It may also have an account within the University of Waterloo financial accounts system for the payment of internal accounts. The Treasurer shall provide the Board with financial statements as required by the Board and shall provide a full financial statement at each annual general meeting of the Association. Normally, the Treasurer, President and Past President each have signing authority; only one signature is required.

5: Withdrawal from membership:

Any member may withdraw from membership in the UWRA by submitting their resignation in writing to the Secretary of the Board.

6: Repealing or Amending the Constitution and By-laws:

Amendments to the constitution must be approved by a vote of two-thirds of the members attending an annual or general meeting of the Association. Notice of any amendments must have been sent to the members at least four weeks prior to the date of the meeting.

Amendments to the By-laws must be approved by a simple majority of the members attending an annual or general meeting of the Association. Notice of any amendments must have been sent to the members at least four weeks prior to the date of the meeting.

7. Roberts Rules:

Roberts Rules of Order shall apply in any situation not covered by these By-laws.

8. Dissolution:

In the event of the dissolution of the Association, any or all of the remaining assets after payment of any liabilities shall be distributed equally to the UWRA Retirees Scholarship and Bursary Funds.

DUTIES OF OFFICERS

The duties of the members of the Board change over time, reflecting the evolution of the UWRA and the interests/expertise of Board members. An up-to-date roster of duties is at <https://uwaterloo.ca/retirees-association/about/roles-uwra-board-directors>