

**UNIVERSITY SYSTEM OF GEORGIA RETIREE COUNCIL (USGRC)
BYLAWS (REVISION 09/03/19)**

Article I. Name

The name of the body hereby constituted is the University System of Georgia Retiree Council (USGRC).

Article II. Mission

The purpose of the University System of Georgia Retiree Council is to promote and foster the welfare of System retirees and of the University System of Georgia through the combined creativity and expertise of retiree representatives from System institutions.

Article III. Responsibilities and Functions

The USGRC shall participate in the University System of Georgia (USG) governance process by consulting with and advising the Chancellor or the Chancellor's designee(s) and formulating recommendations concerning the establishment of policies and procedures for the promotion of the general welfare of System retirees and of the University System of Georgia.

The Scope of Responsibilities of the USGRC shall include such functions as:

1. Establishing bylaws, leadership structure, and governing procedures of the USGRC;
2. Promoting the establishment and development of effective retiree organizations in all USG institutions;
3. Providing leadership for developing, with designated Board of Regents (BOR) staff, a registry of retirees who have the appropriate experience and skills to serve in interim faculty/staff/and administrative roles as needed across the USG;
4. Formulating and Recommending, in consultation with BOR staff, policies and procedures on such issues as:
 - a. Best practices for pre-retirement, retirement, and post-retirement
 - b. Alternate retirement options
 - c. Retirement transition options;
5. Serving in an advisory capacity to the Vice Chancellor for Human Resources on USG benefit plans;
6. Serving in an advisory capacity regarding any campus or system-wide survey related to retirement issues;
7. Serving in an advisory capacity on other retiree and retirement issues.

Article IV. Membership

IV.1. Voting Members. Membership of the USGRC shall be composed of one voting representative from each USG institution (hereafter referred to as the “voting member”), and that voting member must be a member of that institution’s community of retirees. Officers of the USGRC are not counted as voting members from their institutions. If a member of an institution is serving as an Officer, that institution shall select a new voting member. Each institution must establish a process for selecting its voting member to the USGRC. Institutions with organized active retiree organizations shall call on them to select the institution’s representative. The term of the voting members on the USGRC shall be one year, starting on July 1 and ending on June 30 of the following year. An institution, by the established process, may renew the term of its current voting member any number of times. It is the responsibility of the USG institution to notify the USGRC Secretary of changes in the institution’s representative.

IV.2. Non-voting Members. Institutions are encouraged to select an alternate non-voting representative (hereafter referred to as the “non-voting member”) who may act as a proxy when the voting member is not available.

IV.3. Affiliates. To improve collaboration and coordination, the Executive Committee may invite or approve requests for non-voting affiliates from other organizations (e.g., USG Faculty Council, USG Staff Council, Georgia Conference of the AAUP). Such appointments shall be approved annually by the Executive Committee and by the Chancellor (or designee). Affiliates will be listed on the USGRC roster, included in communications, and may participate in USGRC meetings without the right to vote or to propose motions.

Article V. Meetings and Voting

V.1. Meetings

V.1.1. Frequency. One face-to-face meeting of the USGRC shall normally be held each fall and spring. Additional meetings may be called by the Executive Committee or by a simple majority vote of the USGRC voting members or proxies. The fiscal year (July 1 – June 30) shall be the business year of the USGRC.

V.1.2. Participation. In addition to attending meetings in person, the voting and non-voting members may attend the meetings from remote locations via a “teleconference” technology.

V.2. Voting

V.2.1. Voting Representation. Each USG institution shall have one vote on any matter brought before the USGRC.

V.2.2. Quorum. At least 50% of the USGRC voting members or proxies must be present at the meeting to constitute a quorum where decisions by member votes are required.

V.2.3. Proxy. The non-voting member shall be expected to attend meetings whenever its institution's voting member cannot attend. In such circumstances, the non-voting member shall have the power to vote in place of the institution's voting member.

V.2.4. Methodology. Voting may take place synchronously during a meeting of the USGRC or asynchronously by electronic communication or other means as determined by the officers in consultation with the USGRC voting members.

V.2.5. Threshold. A majority vote shall be required to pass and adopt motions and decisions.

V.2.3.1. Synchronous Threshold. Any decisions or recommendations by the USGRC using synchronous voting must receive majority approval of those voting.

V.2.3.2. Asynchronous Threshold. Any decisions or recommendations by the USGRC using asynchronous voting must receive majority approval of those eligible to vote.

Article VI. Officers and Duties

VI.1. Officers. The Officers of the USGRC shall be a Chair, a Chair-Elect (who shall become Chair the following year), the immediate past Chair, and a Secretary. The Chair-Elect and Secretary shall be elected by a simple majority of the voting members or proxies of the USGRC. The terms of all Officers shall be one year, starting on July 1 and ending on June 30 of the following year. If a new Officer is not elected by July 1, the current Officer shall continue in the office until a replacement is elected. The Officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the USGRC. Only those who have served as USGRC voting members within the previous three years shall be eligible to serve as Officers.

VI.2. Representatives to Other USG Councils. The Chair of the USGRC or the Chair's designee shall represent the USGRC at meetings of the USG Faculty Council and the USG Staff Council. Each Officer is eligible for appointment as a representative to the USG Faculty or the USG Staff Councils, but otherwise no USGRC Officer may hold more than one office.

VI.3. Executive Committee. The USGRC Officers shall constitute the Executive Committee of the USGRC.

VI.4. Nominations and Elections. Each year the election of the USGRC Officers must be completed by the conclusion of the Spring meeting. The Executive Committee may appoint a Nominating Committee that is chaired by the immediate past Chair of the USGRC by January 30. The Nominating Committee shall (a) receive input from voting and non-voting members; (b) prepare a slate that shall nominate at least one individual each for Chair-elect and Secretary; and (c) present its report at the USGRC Spring meeting. The voting shall be conducted in compliance with Article V.

VI.5. Vacancies. If a vacancy occurs in the office of Chair, the Chair-Elect shall become the Acting Chair. If a vacancy occurs in another office, the Chair, with the majority approval of the remaining Executive Committee members, shall have the authority to fill such a vacancy for the remaining part of the year or until the next scheduled election of the Officers.

VI.6. Duties. The Chair, in consultation with the Executive Committee, shall set the agenda for USGRC meetings. The Chair (or the Chair's designee) shall preside at all meetings of the USGRC. The Chair (or the Chair's designee) shall represent the USGRC at the USG and Board of Regents meetings/events and at planned and *ad hoc* meetings with BOR Staff. The Chair may appoint committees and name chairs of committees as needed to conduct the business of the USGRC. Potential committee members include non-USGRC representatives. The USGRC Chair may serve, at the Chair's discretion, *ex officio* on each committee. The Secretary shall prepare minutes of each meeting of the full USGRC. Other duties of the USGRC Officers shall be to:

- Hold USGRC Fall and Spring meetings where all matters affecting the System retirees are brought to discussion and votes, as appropriate;
- Communicate recommendations to the USG Chancellor and USG staff in development of policies and procedures affecting retirees;
- Prepare and distribute timely communiques with retiree-related information to all USG institutions' retiree communities.

Article VII. Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the USGRC in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the USGRC may adopt.

Article VIII. Amendments

Any proposal to amend these bylaws shall be submitted to the Officers in writing at least 30 days prior to the meeting of the USGRC at which they will be discussed. The voting on such proposals shall be conducted in compliance with Article V.