

# REAP BYLAWS REVISED FEBRUARY 6, 2019

## I. INTRODUCTION

- A. The name of the organization is Retired Executives and Professionals (**REAP**). **REAP**'s primary objective is to promote the continuing education of its members through the exploration of areas of study which are new to the particular member, culminating in a presentation before the **REAP** membership. A secondary objective is to participate in various study groups such as current issues, literature, senior health, etc.

## II. MEMBERSHIP

- A. Membership is open primarily to anyone who has retired from a professional or executive position, has an active interest in his or her continuing education, and is willing to research a topic new to the individual and to present a talk to the general membership every 18 to 24 months.
- B. Membership is subject to the approval of the admissions committee.
- C. **REAP** does not discriminate based on race, religion, national origin, or gender preference.
- D. **REAP** membership shall be limited to a maximum of ninety-eight members.
- E. As a condition of membership, members sign a waiver of the right to sue the organization or the Ukrainian Educational and Cultural Center or any of its members. (See Appendix I: Waiver of Right to Sue Retired Executives or Professionals and the Ukrainian Educational and Cultural Center (UECC)). Note: Bylaws and Appendix are available for download.

## III. ADMISSIONS

- A. A brochure describing **REAP** is available upon request. All applicants are then interviewed by at least three members of the admissions committee.
- B. The admissions committee consists of the directors. The most senior of the past presidents then serving on that committee is the chair and is responsible for regularly checking contents of the **REAP** mailbox, responding to inquiries, collecting applications and scheduling interviews.
- C. New members are customarily presented to the group at the first meeting in September and in January but may be admitted at other times. Mentors are named for all new members to introduce them to others and to assist in their integration into the group. New members are given copies of the bylaws and speakers' guidelines.

## IV. GENERAL MEETINGS

- A. **REAP** meetings take place on Wednesday mornings from 10:00 am to noon September through May.
- B. It is **REAP**'s policy not to have outside speakers at general meetings.

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- C. The speaker of the day may invite two adult guests to the meeting. Any member may invite guests subject to space availability. The president is to be notified in advance of the meeting.

### **V. TERMS OF OFFICE**

- A. The five immediate past presidents of **REAP** shall be directors. In case of the inability of a director to serve, the most senior director will serve a second year.
- B. The senior (earliest serving) president shall be the chair of the directors.
- C. Directors shall advise the president, and attend meetings of the executive board and vote.
- D. There shall be a president, vice-president, secretary, and treasurer. They, together with the directors, make up the executive board.
- E. The president serves a one-year term and, after a six-year interval, is eligible for reelection through the normal succession of vice presidency to presidency
- F. The vice president serves a one-year term and becomes president the following year.
- G. The secretary serves a one-year term.
- H. The treasurer serves a two-year term and may be reelected for more than one consecutive term.
- I. The president may appoint assistants to the secretary or the treasurer. These appointees are not members of the executive board.
- J. A minimum of five executive board members is required for a quorum. An absolute majority of the board (five members) is needed to pass on a motion. Those not present do not get a vote. A tie vote is the same as a no vote. When a decision is required when time does not permit convening the executive board, a vote may be taken by email, but this procedure should be used only in rare cases.

### **VI. OFFICERS**

#### **A. PRESIDENT**

- 1. The president presides at the general meetings.
- 2. The president decides when a meeting must be canceled and alerts the notification chair.
- 3. The president calls an executive board meeting at least twice a year.
- 4. The president has the right to appoint ad hoc committees as needed.
- 5. The president may approve expenditures of up to an annual total of \$200.00 without the approval of the executive board.
- 6. The president is an ex-officio member of all committees but may not serve as chair of any committee.
- 7. The incoming president selects committee chairs as early as possible to ensure continuity of the organization's functioning.

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8. The incoming president assumes administrative responsibility at the close of the banquet in June. On or before that date, the outgoing president hands over pertinent records and any special information.
9. The new president sends a mailing to the members in August, no later than two to three weeks before the opening meeting in September. This includes a welcoming letter with the date of the first meeting, as well as a list of directors, officers, study group leaders and committee chairs, and the current speakers' guidelines. At the discretion of the incoming president, this letter may be sent by hard copy or by email.
10. The president shall select a replacement for any other elected official who can no longer serve for any reason.
11. The president and one member whom he/she will appoint will review all financial ledgers at the end of each **REAP** fiscal year.

### **B. VICE PRESIDENT**

1. The vice president presides at meetings in the absence of the president.
2. The vice president is the liaison to the program chair.
3. The vice president carries out assignments at the president's request.
4. The vice president assumes all presidential responsibilities if the president is unable to serve.
5. The vice president is the contact person for meeting location.

### **C. SECRETARY**

1. The secretary records the general meeting minutes and reads them at each general meeting.
2. The secretary takes minutes of executive board meetings and preserves them in digital form.

### **D. TREASURER**

1. The treasurer is responsible for maintaining the **REAP** bank account and arranges to have his/her signature and that of **REAP**'s president on the account.
2. The treasurer is responsible for all fiduciary matters, including payment of bills.
3. The treasurer prepares a budget report to the membership at the first meeting of each month.
4. All unbudgeted expenditures must be approved by the executive board except that up to a total of \$200.00 in any one fiscal year may be made with the approval of the president.

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5. A yearly summary – income and expense report for the current year must be completed annually. The fiscal year runs from 1 September to 31 August.
6. Residual assets: If **REAP** should cease to exist, all assets of the organization, both financial and physical, remaining after the payment of liabilities shall be distributed at the discretion of the executive board then serving. The assets and their disbursement shall be listed and a report of the transfer shall be made available to all interested parties.

### VII. STUDY GROUPS

- A. The president appoints study group leaders. The time of the meeting and the content of the session is determined by the leader and the members of the group. Specific times and room assignments should be cleared with the president. New study groups may be formed with the approval of the president and the executive board.

### VIII. COMMITTEES

- A. For each committee (except the admissions and nominating committees) the president appoints the chair, who in turn selects as many members as needed
  1. **Admissions:** See Admissions
  2. **Archives:** **REAP** archives are maintained online and include a complete list of talks given by members. That list of talks is also published in the **REAP**orter. Other information about **REAP** is posted on the website: [www.REAPtalk.org](http://www.REAPtalk.org).
  3. **Banquet:** A luncheon or equivalent closing event marks the end of the **REAP** season in June. After consultation with the president, the committee chooses the place, time, and program, and sets the cost. The committee chair acts as the master of ceremonies at the function. After the luncheon and before the entertainment, the outgoing president makes farewell remarks and turns the office over to the incoming president, who makes brief comments of acceptance.
  4. **Bylaws:** The bylaws committee maintains the bylaws and considers changes thereto at the request of the president.
  5. **Calendar:** Provides a monthly schedule of upcoming **REAP** talks and other activities.

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6. **Equipment:** Provides audio-visual equipment used at meetings, coordinating with the program chair and each speaker.
7. **Hospitality:** Is responsible for the refreshments at the opening meeting in September. The committee chair circulates a list the previous May to obtain the names of donors of food, beverages, supplies, and décor. Donors are then reminded in August of what they have promised to bring. This committee may also coordinate lesser social events during the season.
8. **Member News:** Gathers and reports news of present and former members and sends appropriate cards.
9. **Nominating:** The most recent former president serves as committee chair and chooses four or more other committee members. The committee meets in March to select a slate of officers for the following season. The slate is presented to the entire membership at general meetings three times in April before a final vote. During these announcements, there may be floor nominations. All nominees must have previously agreed to serve and should not be planning extensive vacations. A majority vote of the membership is required for approval of the slate.
10. **Notification:** The committee chair receives notice from the president of meeting cancellations or other important news. The chair then passes the information to members by email, and, with the assistance of the rest of the committee, calls members without email access. Members are responsible for informing the chair if they lack email access. This procedure is followed whenever information has to be conveyed to members between meetings.
11. **Program:** The program chair posts a calendar to be filled out in advance for programs through the current year, and as appropriate for the following year. An ongoing record of talks given, and by whom, is maintained by the program chair and is passed on to the next chair. Meaningful titles and subtitles should be listed. The program chair is responsible for ensuring that talks are not travelogues, book reviews, or political or religious commentary and that they do not repeat topics presented in the recent past. The chair should emphasize that speeches require research, preferably in a field new to the speaker, or in a new or different aspect of a familiar field. The chair is responsible for room arrangements and equipment requirements of the speaker, coordinating with the equipment chair. The program chair is to ensure that someone has been

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designated to provide a brief, appropriate introduction for the speaker

12. **Publicity:** The purpose of this committee is to help attract additional members by increasing the visibility or **REAP** through advertising, flyers, brochures, articles in local press, etc.
13. **REAPorter:** Is comprised of the editorial staff responsible for the annual publication of **REAP**'s literary magazine which is distributed to the membership each September. The costs of this publication are included in **REAP**'s budget. A copy of each year's **REAPorter** shall be saved by a designee of the president.
14. **This Week at REAP:** Provides weekly email notification of **REAP**'s schedule and other important notices.
15. **Trip:** The trips should be educational in nature. The committee chair is responsible for securing preliminary clearance regarding dates and costs from the president before finalizing arrangements. Members and their partners should have a preference. If there are seats remaining on the bus, friends may sign up. Any trip refund request will be voted upon by the executive board.
16. **Website:** Maintains the **REAP** website.
17. **Directory:** Provides short bios of **REAP** members and contact information and updates this information at least annually.

### IX. PROPOSED AMENDMENTS OR ADDITIONS

- A. Proposed amendments or additions to these bylaws and policies of **REAP** shall be submitted to the president, who turns them over to the bylaws chair for committee review. The committee chair presents the recommendations of the committee to the executive board for discussion. A majority vote of the board is required for approval.
- B. Copies of the proposed amendments or additions approved by the executive board will then be distributed to the membership online (with paper copies for those not online) for approval at a general meeting, after notice that a vote is to be taken. A majority vote of those in attendance at that meeting is required for approval. After approval by the general membership, the revised bylaws will be posted on the **REAP** website and a paper copy given to any member who requests one.

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**APPENDIX I TO REAP BYLAWS**

**WAIVER OF RIGHT TO SUE RETIRED EXECUTIVES AND  
PROFESSIONALS (REAP) AND THE UKRAINIAN  
EDUCATIONAL AND CULTURAL CENTER (UECC)**

The following is added to the Bylaws of this organization of Retired Executives and Professionals, known as **REAP** (this “Organization”):

“To the fullest extent permitted by applicable law, each applicant to or member of this Organization waives any and all rights to bring any legal action or make any claim of any nature, whether for negligence, infringement, personal liability, professional liability or otherwise, against this Organization or any of its directors, officers, agents or representatives, as well as the Ukrainian Educational and Cultural Center. All applicants and members shall receive notice of this bylaw, which must be signed as a condition of membership.”

I have read Appendix I of the Bylaws of **REAP** and understand it. As a condition of membership, I agree to abide by this provision, including the waiver of any right to bring any legal action or claim of any nature against **REAP** or any of its directors, officers, agents or representatives as well as the Ukrainian Educational and Cultural Center.

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Signature Date

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Print Name