

BYLAWS OF OLD DOMINION UNIVERSITY  
INSTITUTE FOR LEARNING IN RETIREMENT

Final version January 2018

ARTICLE I NAME

The name of the organization shall be Old Dominion University Institute for Learning in Retirement (ILR). It shall be affiliated with the Road Scholar (Elderhostel) Institute Network. It is sponsored by Old Dominion University and is operated under the terms of a Memorandum of Understanding (MOU) between Old Dominion University and ILR.

ARTICLE II PURPOSE

The purpose of the ILR shall be:

1. To foster the interests of the members in continuing education, as an outreach of the University.
2. To provide quality programs for its members.
3. To provide opportunities for members with common interests to follow those interests.
4. To encourage member participation in study, discussion and social activities.

ARTICLE III – MEMBERSHIP

Membership shall be open to all area residents over fifty-five years of age and spouses, each making payment of annual dues. ILR does not

discriminate regarding membership or participation based on race, religion, ethnicity, disability, gender or sexual orientation.

#### ARTICLE IV – MEMBERSHIP YEAR

The membership year shall be June 1 to May 31.

#### ARTICLE V – ELECTED OFFICERS

The officers shall be President, Vice President, Secretary, Treasurer, and Immediate Past President. These officers shall perform the duties prescribed in the handbook and by the parliamentary authority adopted by ILR.

The officers shall be elected at the annual meeting and shall serve for one-year terms, being eligible for re-election. However, the President and Vice President shall be eligible for only one successive re-election to their respective offices.

Vacancies which occur shall be filled by the Board for the remainder of the term.

#### ARTICLE VI – THE BOARD

The Board shall consist of the elected officers, two elected Members-at-Large, and the seven committee chairpersons. If a committee chairperson is unable to attend, he/she may designate a member of the

committee to attend instead, with full rights of a member of the Board at that meeting. The Members-at-Large shall be elected at the Annual Meeting for a one-year term and may serve as Members-at-Large for no more than two consecutive terms. These board members are each designated as voting members. A quorum will be 2/3s of voting Board Members. The Newsletter Editor serves as an ex-officio member of the Board and does not vote. All Board members are required to attend all Board meetings or must inform the president, in advance of the meeting, if they can't attend.

The Administrators shall be ex officio members of the Board. The Administrators shall have the right to speak in discussions but shall not have the right to make motions or to vote.

THE BOARD SHALL:

- a. Act in all cases of emergency where questions of policy or procedure need to be taken between sessions of the Annual Meeting.
- b. Act to fill the position of Administrator and any other paid positions as may be necessary to maintain the operation of the Institute.
- c. Authorize purchases of supplies and equipment as may be necessary.
- d. Report its official acts to the membership at the Annual Meeting.
- e. Supervise and safeguard the funds of the Institute.

- f. Provide for the investment of the Institute's permanent funds.
- g. Review and approve the budget to be submitted by the Treasurer.
- h. Assign appropriate oversight responsibilities to the officers.
- i. Set the amount of the annual membership dues, course fees and honorarium fees.
- j. Provide oversight of the standing and ad hoc committees.
- k. Transact such other business as pertains to the welfare of the Institute.

## ARTICLE VII – COMMITTEES

The President, with the advice of the other officers, shall appoint committee chairpersons. He/she has the authority to remove committee chairpersons as necessary with the advice of the Board.

The seven standing committees shall be Curriculum, Membership & Volunteers, Social, Travel, Nominating, Communications & Technology, and Planning & Issues. The President shall be ex officio member of all committees, except the Nominating Committee.

The President shall appoint such ad hoc committees as are needed.

The committee chairpersons shall select their own committees. Committee members serve at the discretion of the committee chairperson(s).

## ARTICLE VIII – COMMITTEE RESPONSIBILITIES

- **GENERAL:**
  - All committees shall meet at least quarterly
  - ALL COMMITTEES SHALL CONSIST OF 1 OR 2 CHAIRPERSONS, A MINIMUM OF 2 COMMITTEE MEMBERS AND OTHER VOLUNTEERS AS NEEDED
  - ALL PROPOSALS TO THE BOARD FROM A COMMITTEE MUST BE BASED ON PRIOR COMMITTEE AGREEMENT.
  - All Significant or important communication to ILR membership or the community, via web site or Newsletter, shall be approved by the board prior to publication. Note: Routine business communicated to the membership or the community (such as cancellation of classes) does not require board approval.

### **THE CURRICULUM COMMITTEE SHALL:**

- a. Plan courses and other educational events for members.
- b. Be responsive to the interests of the membership.
- c. Present the committee's recommendations for programs to the Board for comment and approval, as requested.

### **THE MEMBERSHIP AND VOLUNTEER COMMITTEE SHALL:**

- a. Oversee the planning of Seasonal Events such as (but not limited to): New Member Get-Together, Quarterly Coffee and Conversation, participation in the Annual ILR Art Show, and hosting Kayaking outings

- b. Maintains a list of ad hoc volunteers who can be called to participate in events as needed.
- c. Prepares mailing for the Annual Meeting, with input from the President and the board, to include invitations, a slate of officers if any, amendments to the bylaws, if any and any other items requiring a vote from the membership. These materials will be mailed to ensure that all members receive their packets at least 30 days before the meeting.
- d. Assist with other membership mailings.
- e. This committee will have 2 chairpersons.

**THE SOCIAL COMMITTEE SHALL:**

- a. Plan and arrange events that offer opportunities for the members to socialize.
- b. Plan and arrange the annual membership luncheon to be held each March.
- c. Plan and arrange local trips that are not classes but provide opportunities for learning and socialization.

**THE TRAVEL COMMITTEE SHALL:**

- a. Decide the destination of the day and/or overnight trips, establish the trip fee and execute the logistics, to include a minimum of 4 trips per year. Trips are scheduled during months when there are no scheduled classes, whenever possible.

- b. Make all arrangements for the trips and set the trip fees for the members.

**THE NOMINATING COMMITTEE SHALL:**

- a. Assemble a slate of Board Members for an ILR membership vote at each annual meeting. This includes determining which positions need to be filled and which Board members are willing to continue in their current positions. Board members are required to keep this committee informed of their wishes and plans to serve. The slate must be ready to present to the Board by January 1 each year to be considered at the January Board meeting. Once approved by the Board, the slate must be mailed to the membership by February 1<sup>st</sup> for voting at the annual membership meeting.
- b. Maintain a roster of qualified ILR members, with their qualifications, to present to the Board for consideration if a vacancy should occur during a term of office.
- c. Seek input from the Board members to find potential future Board members
- d. At-Large Board members are ex-officio members of this committee

**THE COMMUNICATIONS AND TECHNOLOGY COMMITTEE SHALL:**

- a. Promote effective two-way communications between the membership and the Board and the committees and provide

technology support to ILR administration as directed by the Board. If the Board establishes a newsletter, the Editor shall be a member of the Committee.

- b. Manage the technology available to the ILR. These responsibilities include keeping the Board advised of software and hardware needs, and recommending improvements for the efficiency and maintainability of the resources. The ILR website master shall be a member of the committee. The committee shall advise the Board on the possible advantages of new, emerging and evolving communications technologies.
- c. This committee will have 2 chairpersons.

**The Planning and Issues Committee shall:**

- a. Review issues and make plans for the ILR at the direction of the President of the Board.
- b. Make presentations to the Board concerning issues and plans for final discussion and a vote.
- c. Aim to increase efficiency of the Board by presenting issues and plans that have been addressed in detail by the committee.

## ARTICLE IX – MEETINGS

- a. The annual meeting shall be held in March, at which time officers shall be elected, and their terms of office shall commence immediately after election.
- b. Other meetings of the membership may be called by the Board as needed.
- c. The quorum for the annual meeting consists of those who attend the meeting, if it has been properly called.
- d. The quorum of the Board shall be 2/3s of its members.
- e. The Board shall meet at least quarterly. The date for a regular meeting of the Board shall be determined at a previous meeting of the Board, shall be included in the minutes of that meeting. The President may call a regular meeting of the Board upon 10 days' notice to the members of the Board. The President may call an emergency meeting of the Board with 72 hours verbal or email notice to the members of the time, place, and subject of the meeting. A quorum at an emergency meeting shall consist of three officers and four of the seven standing committee chairs.

## ARTICLE X – DUES

Any changes in membership dues or class fees shall be announced at the annual meeting and shall be effective on June 1 of that year.

## ARTICLE XI – DISSOLUTION

In case ILR ceases to function, any remaining funds and property shall be transferred to the sponsoring institution.

## ARTICLE XII – AMENDMENT OF BYLAWS

These bylaws may be amended by a two-thirds vote of those present and voting at the annual meeting or any special meeting called by the Board, provided the notification of any changes has been sent to all members at least thirty days prior to the annual meeting or the special meeting.

## ARTICLE XIII – PARLIAMENTARY AUTHORITY

**END OF BYLAWS**

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