

**BY LAWS  
OF THE  
OREGON RETIRED EDUCATORS ASSOCIATION, INC.  
AN AFFILIATE OF THE  
NATIONAL RETIRED TEACHERS ASSOCIATION  
A PART OF AARP**

**ARTICLE I - NAME**

The name of this organization shall be the OREGON RETIRED EDUCATORS ASSOCIATION, INCORPORATED, hereafter referred to as "OREA."

**ARTICLE II - PURPOSES**

The purposes of this association shall be:

- Section 1. To promote the social and economic welfare of our members.
- Section 2. To afford opportunity for investigation of, expression of, and interchange of information and opinions upon subjects of special interest to retired educators.
- Section 3. To seek a working relationship with the Oregon Education Association, Oregon Education Association – Retired, the National Retired Teacher’s Association, and AARP.
- Section 4. To provide an organizational framework through which our members can continue a life of service to fellow members, to their active colleagues, and to their communities.

**ARTICLE III - CORPORATE STRUCTURE**

- Section 1. **IDENTITY.** OREA is a federation of Local Units, of persons qualified for membership as stipulated in ARTICLE IV, having a Board of Directors and an Executive Committee to accomplish the purposes stated in ARTICLE II. All currently chartered Units of OREA are Members Units of the Corporation.
- Section 2. **LOCAL UNITS.** Each Local Unit shall have bylaws which shall not be in conflict with the Bylaws of OREA.
- Section 3. **GOVERNING BOARD.** Each Local Unit shall have an elected governing board which shall be responsible for the operation of its Unit consistent with the OREA Bylaws.
- Section 4. **SELF-SUPPORTING.** Each local Unit shall be self-supporting and shall endeavor to have one hundred percent of its members in OREA.

**ARTICLE IV - MEMBERSHIP**

- Section 1. **MEMBERSHIP ROLL.** The membership of OREA shall be comprised of Active, Existing Life, and Honorary Members of Local Units who are registered on the OREA Treasurer's list of OREA members.
- Section 2. **CLASSIFICATION.**
- a. **ACTIVE MEMBERSHIP** shall be open to any person who has been employed in any educational institution or in the field of education, and/or any other person interested in the purposes of OREA.
  - b. **LIFE MEMBERSHIP.** Existing Life Memberships shall continue to be honored.
  - c. **HONORARY MEMBERSHIP.** Honorary Memberships may be granted upon recommendation of the Local Unit and upon approval of the OREA Executive Committee. There shall be no fees or dues for Honorary Memberships
  - d., **Members without local units** shall be considered for membership in order to participate in OREA Sponsored activities and benefits.

**ARTICLE V - FINANCES**

- Section 1 **FISCAL YEAR.** The fiscal year shall be July 1 through June 30.
- Section 2. **DUES AND ASSESSMENTS.**

- a. Annual membership dues and assessments (if any) shall be determined by a two-thirds vote of the registered OREA members present at the OREA State Convention.
- b. All OREA dues shall be collected by the Local Unit Treasurers and forwarded to the OREA Treasurer within thirty days of receipt by the Unit. Dues may also be collected via electronic means.
- c. Local Unit dues shall be determined by each Local Unit.

Section 3. BUDGET. An annual itemized budget showing estimated receipts and expenditures shall be prepared by the Budget Committee and presented for approval at the OREA State Convention.

- Section 4. DISBURSEMENTS.
- a. The Treasurer shall be empowered to disburse or invest funds in accordance with these Bylaws and the Standing Rules or as authorized by the Executive Committee.
  - b. Unanticipated expenses, or expenses not budgeted, must be approved by the Executive Committee prior to payment
  - c. All expenditures shall require an OREA voucher to be submitted, with the bill verifying the expense, to the OREA Treasurer for payment in accordance with these Bylaws, Standing Rules, and the Budget.
  - d. No officer or other member shall be reimbursed for any amount which exceeds the actual expense incurred.

- Section 5. AUDITS.
- a. An annual audit shall be made and a report of the audit shall be submitted at the OREA State Convention. The audit may be performed by Internal Auditors or an accountant, as determined by the Executive Committee.
  - b. INTERNAL AUDITORS.
    - (1) IDENTIFY
      - An Auditor shall be appointed by the Executive Committee.
    - (2) DUTIES
      - (a) Verify that all receipts have been accounted for.
      - (b) Verify that all expenditures had proper authority.
      - (c) Verify that all financial statements have been accurate.
      - (d) Submit an annual audit report at the State Convention.

**ARTICLE VI - ELECTED OFFICERS**

Section I. TITLES. The Elected officers shall be a President or Co-Presidents, a First Vice President or Co Vice Presidents, a Second Vice President or Co Vice Presidents, and a Recording Secretary.

- Section 2. QUALIFICATIONS
- a. PRESIDENT - One who has served as a member of the OREA Executive Committee
  - b. FIRST VICE PRESIDENT - One who has served as a member of the OREA Board of Directors
  - c. SECOND VICE PRESIDENT - One who is an active member of OREA.
  - d. RECORDING SECRETARY - One who shall be able to demonstrate secretarial skills and who is an active member of OREA.
  - e. All elected officers shall be members of NRTA/AARP.

- Section 3. TERM OF OFFICE
- a. All elected officers shall assume office at the conclusion of the convention\_The term of office for all offices shall be for two years

- Section 4. VACANCIES.
- a. When a vacancy occurs in the office of President, the First Vice President shall become President. With Co-Presidents, the surviving President shall serve.
  - b. When a vacancy occurs in other elective offices or appointive positions, except that of immediate past president, the Executive Committee shall name the successor. However in the event there are co officers, the surviving officer shall serve the remainder of the term.

Section 5. ELECTION AND INSTALLATION  
See Article VII of these Bylaws

- Section 6. DUTIES OF ELECTED OFFICERS
- a. PRESIDENT (or Co Presidents). The President shall:

- (1) Preside at all meetings of the Executive Committee, the Board of Directors, and the OREA State Convention.
  - (2) Act as ex-officio members of all OREA Standing Committees.
  - (3) Be the alternate signer on checks during the absence or incapacity of the Treasurer.
  - (4) Maintain a close association with all the Local Units, which shall include visits to the Units.
  - (5) Encourage and assist the Membership Committee to organize new Local Units.
  - (6) Represent OREA in official business and communication with its national affiliates, and with other groups and organizations.
  - (7) Appoint, with the approval of the Executive Committee, the Appointed Officers specified in ARTICLE VIII.
  - (8) Appoint Chairpersons and members of all committees, with the approval of the Executive Committee, except the Budget Committee and the Nominations Committee. (See ARTICLE XI Section 1a and ARTICLE XI Section 2.
- b. **FIRST VICE PRESIDENT (or Co Vice Presidents).** The First Vice President shall:
- (1) Support and assist the President in the performance of the duties of that office.
  - (2) Perform the necessary duties of the President in the absence or incapacity of that Officer.
  - (3) Perform those duties assigned by the President or the Executive Committee.
  - (4) Serve as Coordinator of the Budget Committee.
- c. **SECOND VICE PRESIDENT (or Co Vice Presidents).** The Second Vice President shall:
- (1) Support the President and whenever needed assist with the duties of that office.
  - (2) Preside at meetings of OREA in the absence or incapacity of both the President and the First Vice President.
  - (3) Perform those duties assigned by the President or the Executive Committee.
- d. **RECORDING SECRETARY.** The Recording Secretary shall:
- (1) Record and keep in a permanent file the complete minutes of all meetings of the Executive Committee, the Board of Directors, and the OREA State Convention.
  - (2) Send a duplicate copy of the minutes to each member of the Executive Committee.
  - (3) Have available for reference at all meetings a copy of the OREA Bylaws and Standing Rules, and a list of all officers and committee coordinators.
  - (4) Have charge of all correspondence as directed by the Board of Directors and the Executive Committee and maintain a permanent file of the correspondence.
  - (5) Receive and maintain a file of the reports relevant to OREA, including the annual report of the OREA Memorial Fund, Inc. given at the OREA State Convention as provided for in ARTICLE IV, Section A of that corporation's Constitution and Bylaws.
  - (6) Keep for reference a file of current OREA membership and Unit dues and/or assessments as determined by the State Convention.

**ARTICLE VII  
NOMINATIONS, ELECTION, INSTALLATION  
ELECTED OFFICERS**

Section 1. **NOMINATIONS.** See ARTICLE XI, Section 2

Section 2. **ELECTION PROCEDURE.**

- a. Local units may submit to the Executive Committee a minimum of one month prior to the state convention, the names of eligible candidates, their qualifications for said office, and an indication of their consent to serve.
- b. The slate of nominees selected by the Executive Committee shall be sent to each Local Unit at least one calendar month prior to the OREA State Convention.
- c. The Executive Committee shall give a report of the nominees during the opening session of the State Convention.
- d. Additional nominations may be made from the floor prior to election provided the nominee meets qualifications and gives consent.
- e. Election shall be by written ballot. A majority of votes cast by registered OREA members at the OREA State Convention shall be required for election.

- Should the officer candidates have no opposition, a voice of acclamation for election may be held.
- f. In case of a tie, a new ballot shall be taken immediately for the office involved.
- g. There shall be no voting by mail or by proxy.

Section 3. INSTALLATION

- a. Installation of officers shall be held before the close of the OREA State Convention
- b. The installing officer shall be an OREA Past President or an NRTA/AARP National or State officer.

**ARTICLE VIII - APPOINTED OFFICERS**

Section 1. TITLES. The Appointed Officers of OREA (Appointed by the President with the approval of the Executive Committee) shall be the Treasurer, the Editor of the OREA CHALKBOARD, an Executive Director, the Historian, a Liaison OREA/OEA, and a Parliamentarian.

Section 2. THE TREASURER

- a. Qualifications
  - (1) Shall be an active member of OREA who shall be able to demonstrate knowledge of bookkeeping and money handling skills.
  - (2) Shall be a member of NRTA/AARP
- b. Term of Office
  - (1) An initial appointment for a term of two years. Succeeding reappointments for one year at a time.
- c. Duties
  - (1) Receive all dues, assessments, and other monies due OREA, and shall issue appropriate receipts.
  - (2) Pay all bills and invoices for expenses as provided for in the Standing Rules and Budget or approved by the Executive Committee.
  - (3) Keep an accurate account of all receipts and expenditures and maintain them for seven years.
  - (4) Keep a file of all receipts, investments, bills, invoices, bank statements, and cancelled checks for a minimum of three years.
  - (5) Receive and keep on permanent file the annual audit report of OREA and the Memorial Fund, Inc.
  - (6) Keep the books open for unfinished business for a maximum of sixty (60) days after the close of the fiscal year, at which time they shall be ready for audit. In the event that an accountant is hired to perform the audit, or a portion of it, the Treasurer shall be responsible for reporting all relevant information to the Executive Committee.
  - (7) Present a written report at each regular meeting of the Executive Committee, the Board of Directors, and the OREA State Convention.
  - (8) Submit an annual financial report at the end of the fiscal year.
  - (9) Serve as a member of the Budget Committee.
  - (10) Keep for reference a current list of OREA members.
  - (11) A computer file of all records shall be maintained.

Section 3. DUTIES of the Appointed Officers

- a. EDITOR OF THE OREA CHALKBOARD shall be responsible for the publication and distribution of the CHALKBOARD under the direction of the Executive Committee.
- b. Executive Director shall be responsible to the Executive Committee and shall be a representative to the NRTA and to other organizations as assigned, to increase both OREA representation and voice. The Executive Director may be assigned some of the duties of the following Appointed Officers; Historian, Liaison to OEA or Parliamentarian. Duties of the Executive Director shall be assigned by the Executive Committee on an annual basis.
- b. HISTORIAN shall:
  - (1) Keep any item of historical significance.
  - (2) Obtain and record events of importance and interest from members and Local Units, including pictures and articles that are of common interest to the Unit.
- c. LIAISON. OREA-OEA shall provide channels of communication between OREA and the Oregon Education Association and report pertinent OEA information to OREA and local Units.

- d. PARLIAMENTARIAN shall keep for reference a copy of the OREA bylaws and Standing Rules and a copy of *Robert's Rules of Order Newly Revised* , and shall advise the Presiding Officer and members in matters pertaining to the Bylaws, the Standing Rules, and parliamentary procedure.

**ARTICLE IX - BOARD OF DIRECTORS**

Section 1. MEMBERSHIP

- a. Elected Officers
- b. Immediate Past President
- c. Appointed Officers
- d. Appointed Coordinators of Standing Committees
- e. Local Unit Presidents
- f. President of the OREA Memorial Fund Board
- g. Treasurer of the OREA Memorial Fund Board
- h. Executive Director who shall be ex-officio member – without vote

Section 2. DUTIES. The Board of Directors shall:

- a. Act as a liaison between the OREA officers and its Members.
- b. Gather information and suggestions from OREA members for use in directing the policies and activities of Officers and Committees, and report pertinent information about these policies and activities to OREA members.
- c. Propose and help develop projects, policies, and activities to achieve the purposes of OREA.
- d. Be supportive of the officers and programs of OREA.
- e. Give direction to the Executive Committee as it carries out the purposes of OREA and desires of its Membership.
- f. Develop relationships with OEA, OEA Retired, NRTA, and AARP.

Section 3. MEETINGS.

- a. The Board of Directors shall meet at the Convention.
- b. The President may call for a meeting of the Board of Directors when deemed necessary.
- c. Advance notice of the date, time, and place of the meeting must be sent to each member of the Board.
- d. The agenda may address any business which needs to be brought before the Board.

Section 4. QUORUM. The presence of a majority of the members of the Board of Directors shall constitute a quorum. All members of Board are voting members.

**ARTICLE X - EXECUTIVE COMMITTEE**

Section 1. MEMBERSHIP

- a. Elected Officers
- b. Immediate Past President
- c. The Treasurer
- d. The Executive Director who shall be a non-voting (ex-officio) officer**

Section 2. DUTIES. The Executive Committee shall:

- a. Carry on the business of OREA between meetings of the Board of Directors.
- b. Take action on matters requiring immediate decision.
- c. Support the President in the decisions and actions required to carry out official business of OREA as directed by the Board of Directors and in accordance with the Bylaws and the Standing Rules.
- d. Approve all appointments made by the President
- e. Help organize and charter new Local units, especially in areas of the State not now served. The Executive Committee determines how many OREA members are required to form a new unit.
- f. Appoint one OREA Member to the OREA Memorial Fund, Inc. Board each year to fill the vacancy created by that year's expiring board member's term, as provided in the OREA Memorial Fund, Inc. Constitution and Bylaws. Such appointment shall meet all the qualifications for that position as specified in Article II, Section D. of the Memorial Fund, Inc. Constitution and Bylaws.
- g. Appoint one person who is not a member of the Executive Committee to serve as Internal Auditor.

- h. Review, interpret, and rule on Bylaws questions. The rulings shall be binding until presented for a vote at the next Convention.
- i. Report Executive Committee activities to the Board of Directors and to the OREA members.
- j. Develop relationships with OEA, OEA Retired, NRTA, and AARP.

**ARTICLE XI  
STANDING COMMITTEES AND THEIR DUTIES**

**a. BUDGET COMMITTEE**

- (1) The First Vice President shall be the Chairperson and the Treasurer shall be a member of the Budget Committee.
- (2) The Budget Committee shall prepare a budget for the next fiscal year and submit the proposed budget to the Executive Committee at least sixty days prior to its presentation for approval at the Convention.
- (3) Review annually all allowances for reimbursement which are itemized in the Standing Rule, and present any amendments for vote at the Convention.

**b. BYLAWS AND STANDING RULES COMMITTEE SHALL**

- (1) Review the Bylaws and Standing Rules, and propose amendments as deemed necessary.
- (2) Prepare according to the procedure specified in ARTICLE XIV for the adoption of proposed amendments to the Bylaws.
- (3) Present the proposed amendments at the Convention
- (4) Arrange for distribution of the amended page(s) or the newly adopted Bylaws and Standing rules.

**c. COMMUNITY PARTICIPATION COMMITTEE SHALL:**

- (1) Translate into action the OREA motto, "To serve, not to be served."
- (2) Promote, in cooperation with Local Unit Coordinators, individual and Unit community services.

**d. LEGISLATIVE COMMITTEE shall:**

- (1) Advise Unit Members on pending and enacting national, state and local legislation as it affects older citizens.
- (2) Work closely with the NRTA-AARP Joint State Legislative Committee.
- (3) Encourage Members to be advocates on issues when advisable.

**e. MEMBERSHIP COMMITTEE shall:**

- (1) Seek opportunities to charter new Local Units and to assist in the preparation of the new Unit's application for a charter.
- (2) Assist Local Units to find ways to recruit new OREA Members and to increase membership in general.
- (3) Assist the Treasurer to keep the membership files current.

**f. UNITS OF DISTINCTION**

- (1) Furnish Local Units with a copy of the "OREA Units of Distinction."
- (2) Assist Local units to accomplish goals with suggestions for implementation.
- (3) Review the goals periodically for any changes needed to improve goals, e.g., deletions or additions.
- (4) Furnish Local Units with a report at least thirty days prior to the Convention. (These report forms showing goals achieved by each Unit are to be sent to the OREA Units of Distinction Chairperson at least fifteen days prior to the Convention.)
- (5) Assess the Unit reports and present to the Units, at the State Convention, an appropriate certificate showing the earned rating.

**g. AD HOC COMMITTEES**

Ad Hoc Committees, their members and purposes shall be appointed by the President with approval of the Executive Committee.

**ARTICLE XII - CONVENTION**

- Section 1. **NAME.** A state-wide meeting for all OREA Members shall be held each year. It shall be called the OREA State Convention, hereafter referred to as "the convention."
- Section 2. **DATE AND LOCATION**
  - a. The site and date of the Convention shall be determined by the Executive Committee based upon invitations and recommendations from Local Units.
  - b. When possible, the location for the Convention should be rotated around the State.
- Section 3. **PREPARATION**

- a. The Convention Site Chair shall be named by the Executive Committee of the hosting Unit(s).
  - b. Plans for the Convention (sessions, speakers, programs, etc.) shall be made by the OREA Executive Committee in cooperation with the Host Unit(s).
- Section 4. REGISTRATION FEE
- a. A registration fee determined by the Executive Committee and included in the current Budget shall be required of each person attending the Convention.
  - b. The registration fee must be sent to the designated Convention Registrar at the same time that reservations for meals at the Convention are made.
  - c. Any requests to cancel a registration must be received by the Convention Registrar at least seven days prior to the Convention except under exigent circumstances for a refund to be

- issued.
- Section 5. BUSINESS
- a. The president shall preside at the business sessions of the Convention.
  - b. The Convention agenda shall be established by the Executive Committee.
  - c. The agenda shall include, but not be limited to, OREA business, nominations, elections of officers and the Nominating Committee, installation of officers, financial issues, legislative issues, and educational issues.
  - d. Business sessions shall provide for participation of OREA members in the decision making process.
  - e. Every OREA Member who registers and attends the Convention may express views, introduce, second, speak to motions; and shall be eligible to vote.
  - f. Official business enacted at the Convention becomes binding for each Local Unit.
- Section 6. QUORUM. The quorum shall be a majority of OREA members who have registered at the Convention.

**ARTICLE XIII - OREA SPONSORED ACTIVITIES**

- Section 1. WORKSHOPS
- a. OREA may conduct local or area workshops for Local Units. The workshops shall be open to all members.
  - b. The purposes of the workshops shall be:
    - (1) To improve the effectiveness of Local Units and OREA as they work together.
    - (2) To strengthen leadership skills.
    - (3) To provide training opportunities and specific information useful to officers and members.
    - (4) To define and plan activities to achieve common goals.
  - c. The scheduling and staffing of the workshops shall be determined by the OREA Executive Committee.
- Section 2. THE OREA MEMORIAL FUND, INC.
- a. The purpose of the OREA Memorial Fund, is to offer scholarships to graduate students in the field of healthy aging.
  - b. The OREA Memorial Fund, Inc. shall have its own Constitution and Bylaws and its own Board.
  - c. The OREA Memorial Fund, Inc. is supported by individual and Local Unit contributions in memory of deceased members.
  - d. The OREA Memorial Fund Chairman and its Treasurer shall make a report of its activities and finances at the State convention.

**ARTICLE XIV - AMENDMENTS**

- Section 1. BYLAWS
- a. Proposed amendments to these Bylaws may be submitted to the Chairperson of the Bylaws and Standing Rules Committee by any OREA member, Board, Committee, or by any Local Unit.
  - b. For amendments to be considered at the next Convention, the following requirements must be met.
    - (1) Proposed amendments must be submitted to the Bylaws and Standing Rules Chairperson at least by March 1.
    - (2) Notice of proposed amendments must be sent by the Bylaws and Standing Rules Committee to the members of the Executive Committee thirty days prior to the State Convention.
    - (3) Notice of proposed amendments must be sent by the Bylaws and Standing Rules Committee to the Local Units prior to their consideration at the

Convention.

- (4) Proposed amendments must be published in the issue of the CHALKBOARD just preceding the Convention
- (5) Proposed amendments are presented upon recommendation of the Executive Committee to the Convention for vote.
- (6) A two-thirds vote by show of hands of registered OREA Members at the Convention shall be required to approve any amendment.

Section 2. STANDING RULES

- a. Proposed amendments to the Standing Rules may be presented on an issue-by-issue basis by any member to the Convention for vote.
- b. Standing Rules may be adopted, amended, or rescinded at the Convention by a two-thirds vote by show of hands of registered OREA members in attendance.

Section 3. EFFECTIVE DATE. Approved amendments shall become effective at the beginning of the next fiscal year unless otherwise ordered by a majority vote of registered OREA Members at the Convention.

**ARTICLE XV - DISSOLUTION**

In the last act prior to dissolution of OREA, the Board of Directors shall, after paying or making provisions for payment of all liabilities of OREA, dispose of the assets exclusively for the purposes of OREA. Any assets which are not disposed of by action of the OREA Board of Directors shall be given to the National Retired Teachers Association, Inc. to be used in accordance with Internal Revenue Code 501(c) (4). Any assets not so disposed of shall be disposed of by the Court of Common Pleas in the Oregon County in which OREA transacts business, exclusively for such purposes, or to organizations as are operated exclusively for such purposes.

**ARTICLE XVI - PARLIAMENTARY AUTHORITY**

The rules contained in *Robert's Rules of order Newly Revised*, shall govern the proceedings of OREA in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

Amended by the OREA State Convention in Salem on the 8<sup>th</sup> day of October, 2001  
 Approved by the OREA State Convention the 8<sup>th</sup> day of October, 2001

Amended by the OREA State Convention in Pendleton on the 17<sup>th</sup> day of May, 2004  
 Approved by the OREA State Convention in Pendleton on the 17<sup>th</sup> day of May, 2004  
 Effective Date May 17, 2004

Amended by the OREA State Convention in Medford on the 22<sup>nd</sup> day of May, 2007  
 Approved by the OREA State Convention in Medford on the 22<sup>nd</sup> day of May, 2007

Amended and approved at the OREA State Convention in Hood River, May 8, 2012  
 Amended and approved at the OREA State Convention in Lincoln City – May, 2017  
 Amended and approved at the OREA State Convention in Klamath Falls – May 2018  
 Amended and approved at the OREA State Convention in Hood River – May 2019