

**BYLAWS OF
THE INSTITUTE OF RETIRED PERSONS OF SALISBURY UNIVERSITY**

(Last amended May 2023)

ARTICLE I (Name)

The name of this organization shall be the Institute of Retired Persons (IRP)

ARTICLE II (Objectives)

The objectives of the IRP shall be:

1. To enable the members to learn for the joy of learning by sharing the experience and the knowledge of other members and of visiting speakers
2. To provide its members opportunities for physical exercise and social activities through member-led clubs and events
3. To encourage and support the University in scholarship, programs, projects, and outreach activities that are particularly appropriate to the needs and interests of Salisbury University students and of senior citizens

ARTICLE III (Members)

Section 1. Many members have retired from their primary career though this is by no means a requirement for participation in IRP. Any person whose interests align with those of IRP is welcome and shall be eligible for membership.

Section 2. The membership year runs from July 1 through June 30. Annual dues shall be payable in September, by the second meeting of the Fall semester. Alternate arrangement at the discretion of the Board.

ARTICLE IV (Officers)

Section 1. The Officers of the IRP shall be a President, a Vice-President, a Secretary, a Treasurer, and a Membership Manager. These officers shall perform the duties prescribed by these By-Laws and by the parliamentary authority adopted by the IRP (See ARTICLE IX). The immediate past president shall be ex-officio a member of the Board.

Section 2. The Officers of the Board of Directors shall be elected to serve for two (2) years. Their terms of office shall begin on July 1. Officers may stand for reelection.

Section 3. No member shall hold more than one office at a time.

Section 4. Duties of Officers

1. **President:** The President will preside over all meetings of the IRP and its Board of Directors. The President will appoint committee chairpersons, standing or special as set forth in the By-Laws and serve as liaison with Salisbury University.
2. **Vice-President:** The Vice-President will fulfill the duties of the President as delegated or if the President is unable to do so. The Vice-President will also serve as Program Coordinator.
3. **Secretary:** The Secretary will keep a written record of the meetings of the IRP Board of Directors and distribute minutes to Board members.
4. **Treasurer:** The Treasurer will receive all monies for the IRP and pay all obligations. The Treasurer will maintain accurate financial records for the IRP and present a written report at the beginning of each semester and at the Annual Meeting.
5. **Membership Manager:** The Membership Manager will maintain IRP membership rosters and be responsible for IRP communications and mailings.

ARTICLE V (Board of Directors)

Section 1. The Board of Directors shall consist of the five Officers listed in ARTICLE IV, Section 1, of the immediate Past-President, and of five (5) additional at-large members elected to the Board by the members of the IRP. The term of office of these at-large Board members shall be three (3) years.

Section 2. The Board of Directors shall have general supervision of the affairs of the IRP, fix the hours, place of meetings, determine the amount of membership dues, make recommendations to the members of the IRP and perform other duties as specified in these bylaws and associated role descriptions.

Section 3. Unless otherwise ordered, regular meetings of the Board of Directors shall be held the first week of each month. Special meetings of the Board can be called by the President or by a written request of three (3) members of the Board.

ARTICLE VI (Committees)

Section 1. A Finance Committee composed of the current Treasurer and the Treasurer-elect and two other members appointed by the President immediately following the Annual Meeting in April shall prepare a tentative budget for the next fiscal year and submit it to the Board of Directors for approval. Once approved, the Finance Committee can from time to time submit supplements for the current fiscal year.

Section 2. An Auditing committee of three (3) members shall be appointed by the President. It shall audit the Treasurer's records at the close of the fiscal year. The report of the Auditing Committee will be submitted to the Board at its August meeting.

Section 3. A Nominating Committee shall be appointed by the President with approval of the Board of Directors in February of each year. It shall consist of three (3) members and its duty shall be to nominate candidates for the offices to be filled and voted upon at the Annual Meeting in April. The Nominating Committee shall report at the March meeting of the Board of Directors for approval of its list of nominees to be presented. A written list of these nominees must be provided to the entire membership at least two (2) weeks before the April meeting. At the Annual Meeting in April, nominations from the floor will be permitted as long as the persons nominated have agreed to serve if elected.

Section 4. A Membership Committee, consisting of the Membership Manager and two (2) members, shall be appointed by the President to maintain an up-to-date membership roster, and to carry out other duties as the President or Membership Manager may deem necessary.

Section 5. Other committees, standing or special, may be appointed by the President if and when it is deemed necessary to carry on the work of the IRP.

Section 6. The President shall be an *ex officio* member of all committees.

ARTICLE VII (Meetings)

Section 1. Weekly meetings will typically be held on Tuesdays during Salisbury University's Fall and Spring academic semesters depending on arrangements made for space in meeting facility.

Section 2. The Annual Meeting will typically follow the second meeting in April, unless otherwise ordered by the action of the IRP Board of Directors. This will be primarily a business meeting for the purpose of electing officers and directors, receiving committee reports and for other items of business that may arise.

Section 3. A Special Meeting may be called by the President, by the Board of Directors or by written request signed by ten (10) or more members of the IRP. The purpose of the meeting must be stated. Except in the case of an emergency, at least five (5) days written notice must be given in advance.

Section 4. A quorum at any properly called meeting shall consist of those who attend. The passage of any motion before the IRP requires a simple majority vote of those members present and voting.

ARTICLE VIII (Miscellaneous)

Section 1. Should necessity create a vacancy among the elected Officers and/or the at-large members of the Board of Directors, the President, with the consent of the Board of Directors,

shall appoint a member to fill such vacancy until the next regular election takes place. In case of a vacancy in the office of President, the Vice-President shall complete the term.

Section 2. The Office of Public Affairs and Strategic Initiatives at Salisbury University shall be the University's liaison with the IRP. The IRP shall have the status of a Community Outreach Organization of the University. To facilitate and further effective engagement, IRP shall hold a seat on Salisbury University's Town-Gown Council.

Section 3. The operational and fiscal year of the IRP shall be from July 1 to June 30. This shall also constitute the terms of the Officers and standing committees.

Section 4. Incoming Officers, at-large Board Members and Committee Members should meet with their outgoing counterparts to promote an orderly transition.

ARTICLE IX (Parliamentary Authority)

The rules contained in the current edition of Robert's Rules of Order, newly revised, shall govern the IRP in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or a special rules-of-order the IRP may adopt.

ARTICLE X (Amendments)

These Bylaws may be amended at any meeting by a two-thirds vote of those present and voting provided the amendment has been submitted in writing to all members prior to that meeting.