

CALIF ORNIA STATE RETIREES

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California State Retirees Bylaws and Governing Rules Committee Meeting Notes October 12, 2011

1. Call to Order

The meeting was called to order at 9 a.m. by Marilyn Ferrasci.

2. Pledge of Allegiance

The pledge of allegiance was led by Marilyn Ferrasci.

3. Roll Call

Marilyn Ferrasci, Chair
Eleanor Poole, Vice Chair
Roger Marxen, Liason
Jerry Evans
Christine Thomas
Skip Hulet
Yolanda Solari (excused)

Headquarters was represented by Mary Reed and Laura Strang.

Also in attendance: Tim Behrens, Donna Hernandez, Harold Rose, George Linn, Pete Horn, Mary McDonnell.

4. New Business

Discussed the August 19, 2011 Delegate Assembly and the importance of delegates being prepared, and that the business of Delegate Assembly should come first.

A. Proposed changes to Bylaws and Governing Rules

1. Change of Corporate Name

MOTION: Ferrasci, second by Evans - that the President direct the Executive Director to have staff make the following changes to the Bylaws and Governing Rules to California State Retirees.

- a. Bylaws, Article I, Section 1
- b. Bylaws Article II, Section A; Section 1 Purposes and Section A
- c. Bylaws Article IX, Section 3 C
- d. Bylaws Article XVI
- e. Bylaws Article XVII
- f. Bylaws Article XVIII
- g. Governing Rules 4.04 (d) Chief Financial Officer/Secretary
- h. Governing Rules 11.02 Duties (a) (b) (h) (k) (l) (n) (o) (p) (q)
- i. Governing Rules 12.02 Standing Committees (f)
- j. Governing Rules 13.05 Retirees PAC Committee title first line and Contributions (a) (b) (b)3 (c) (c)2
- k. Governing Rules 14.07 Scholarship Grants first line and (c)
- l. Governing Rules 15.03 Guidelines for Legislative Contact Chair (d) (1)
- m. Governing Rules 16.08 Chapter Committees (2) (c) Membership Committee
- n. Governing Rules 20.00 Definitions G, P
- o. Governing Rules 21.02 Presidents' Forum – Purpose; Meetings; (e)

CARRIED

2. Bylaws Article III

MOTION: Ferrasci, second by Evans that the Bylaws and Governing Rules Committee recommends that the Board submit the proposed amendments to the next Delegate Assembly.

Active Members. Active members are persons who retired from state service under provisions of a public retirement system and who continue to be retired from state service and who are receiving a monthly warrant from PERS ~~(or from STRS if the retiree was considered a state employee, and was covered under one of CSEA's bargaining units, and was given a choice between taking a PERS or a STRS pension).~~

CARRIED.

3. Bylaws Article IV

Clerical error under (f) Electoral District, staff to add Chapter 5

4. Bylaws Article IX, Section 1 and 2

MOTION: Ferrasci, second by Evans that the Bylaws and Governing Rules Committee recommends that the Board submit the proposed amendments to the next Delegate Assembly.

Section 1. Delegate Assembly. The President shall call a meeting of the Delegate Assembly as needed, but no less than once every three years. The date, time and place of such meeting shall be determined by the President with concurrence by the Board.

Section 2. Business. A Delegate Assembly is held for the purpose of doing the business of the corporation. Any activities not related to the business of the Corporation shall be held after the business meeting of the Delegate Assembly.
CARRIED.

5. Bylaws Article IX, Section 9B

MOTION: Ferrasci, second by Thomas that the Bylaws and Governing Rules Committee recommends that the Board submit the proposed amendments to the next Delegate Assembly.

Section 9. Resolutions. B. Prior Notice. Proposals that require Delegate Assembly action resolutions must be submitted in writing, or by electronic means, to the Corporation ~~Chief Financial Officer/Secretary~~ at least 60 days before the time set for the meeting at which proposals are to be considered. The Board may determine, in its discretion, when and on what conditions to waive the advance notice requirement to permit consideration of matters deemed urgent. And that all remaining sections be renumbered.

CARRIED.

6. Bylaws Article X, Section 2A

7.

MOTION: Ferrasci, second by Evans that the Bylaws and Governing Rules Committee recommends that the Board submit the proposed amendments to the next Delegate Assembly. .

Section 2. The Budget.A. Adoption. The Corporation's fiscal affairs shall be managed pursuant to the three-year budget approved by the Delegate Assembly. At least 30 days prior to ~~each triennial meeting of consideration of the budget~~ at the Delegate Assembly, the Board of Directors shall mail to each Delegate, in the form of a resolution, a budget for the next three fiscal years. The Delegate Assembly may make amendments to the proposed budget.

CARRIED

7. Bylaws Article X, Section 5

MOTION: Ferrasci, second by Evans that the Bylaws and Governing Rules Committee recommends that the Board submit the proposed amendments to the next Delegate Assembly.

Section 5. Investment of Corporate Funds. Corporate funds in excess of those needed for current expenses shall be deposited in one or more accounts insured by the U.S. Government in depository institutions chartered by the U.S. Government or by the State of California, ~~or invested in securities issued by, and backed by the full faith and credit of the U.S. Government or the State of California.~~ An Investment committee of three members consisting of the CFO and two members who are knowledgeable in investments shall be appointed by the President, with recommendations from the CFO/Secretary, to oversee the investment program. The committee shall make recommendations for investments to the Finance Committee who will make recommendations to the Board.

CARRIED

8. Governing Rules 3.03 Electoral Districts

Clerical error under (f) Electoral District, staff to add Chapter 5

9. Governing Rules 4.07 Board Member

MOTION: Ferrasci, second by Hulet that the Bylaws and Governing Rules Committee recommends the Board approve the following amendment(s) to the Governing Rules.

(l) May authorize a stipend to be paid to the Corporate President and the Chief Financial Officer/Secretary.

CARRIED.

10. Governing Rules 6.01

MOTION: Evans, seconded by Poole that the Bylaws and Governing Rules Committee recommends the Board approve the following amendment(s) to the Governing Rules.

(b)The nominations for President, Executive Vice President and Vice President shall be made by Board members upon submission of a consent to run form. One form may be submitted for all offices to which a person wishes to run. The nominations for the office of Chief Financial Officer/Secretary may be made by Board members or Chapter Presidents.

Additional verbiage: If my eligibility is verified, I hereby affirm my willingness to be a candidate and to serve if elected-; and I affirm my willingness to serve by (1) Attending Chapter and Chapter Executive Board meetings unless excused by the chapter president, (2) Abiding by the Bylaws and Governing Rules of California State Retirees (CSR) as well as the CSEA Bylaws and Policies, (3) Attending sessions of the Delegate Assembly and General Council unless excused by the Corporate President. I understand failure to abide by these provisions will result in my removal from office.

CARRIED.

11. Governing Rules 7.00

MOTION: Ferrasci, seconded by Thomas that the Bylaws and Governing Rules Committee recommends the Board approve the following amendment(s) to the Governing Rules.

7.01 Delegate Assembly The President with concurrence of the Board of Directors shall determine the date, time and place of a Delegate Assembly.

7.01 7.02 Delegates Delegates and alternates shall have their current dues paid prior to being seated as delegates to the Delegate Assembly. Delegates to the Delegate Assembly shall have the right to vote on all matters coming before the Delegate Assembly.

7.02 7.03 Delegate Folder

The delegate folder shall include at least the following:

(a) a current copy of the Bylaws and Governing Rules;

(b) a section describing the action on all resolutions not rejected by the previous Delegate Assembly;

- (c) a section reporting on the status of significant legislation before the current legislature;
- (d) a section containing the report of the Chief Financial Officer/Secretary; including a copy of the proposed budget in resolution formant and a current financial statement. This should be sent no later than 30 days prior to the opening session of the Delegate Assembly;
- (e) a section containing a list of all members of the Delegate Assembly;
- ~~(f) a section containing Delegate Assembly committee reports;~~
- (f) a section containing reports of the Board of Directors standing committee reports;
- (g) a section containing resolutions before the current Delegate Assembly; and
- (h) a section containing rules from the preceding Delegate Assembly; ~~and/or proposed amendments to the rules.;~~
- (i) an agenda for the Delegate Assembly;

(j) a copy of the Delegate Oath of Office: As a delegate to the California State Retirees Delegate Assembly, I do solemnly affirm that I will faithfully discharge the duties as a Delegate Assembly delegate, the office of which I have been elected, the Rules of the Delegate Assembly and the Bylaws and Governing Rules of the California State Retirees, as well as the policies and bylaws of the California State Employees Association; and

(k) Reports of the officers.

~~**7.03 Delegate Rights** Delegates to the Delegate Assembly shall have the right to vote on all matters coming before the Delegate Assembly.~~

~~**7.04 Reports** Delete this section, no longer needed.~~

7.06 Committees of the Delegate Assembly ~~If deemed necessary or appropriate, t~~The President may establish augment any or all of the following committees. when they are hearing proposed resolutions prior to the opening session of the Delegate Assembly.

(a) Subject Committees

- Bylaws
- Fiscal Finance
- Benefits

Only those committees having resolutions shall meet one day prior to the opening of the Delegate Assembly for resolution hearings.

(b) Procedural Committees

Arrangements

Courtesy

Credentials

Resolutions Screening

Rules

Sergeant-at-arms

7.07 Order of Business The first order of business for the Delegate Assembly shall be the business of the Corporation. Any activities not related to the business of the Corporation shall be held after the business meeting of the Delegate Assembly.
CARRIED.

12. Governing Rules 16.00 Chapters

It was discussed that Mary Reed would use a sample copy of chapter bylaws to formulate a new section 16.00 Chapter Duties and send to Marilyn Ferrasci and Eleanor Poole for approval. Upon approval they should be forwarded to chapter presidents to review and bring to Presidents' Forum for discussion. Tim Behrens would like to add the verbiage, "chapter officers may have special meetings to meet operational needs of the chapter."

5. Assignments:

Christine Thomas

Christine will look through our Bylaws and Governing Rules and look for any place our name might not be changed.

Jerry Evans

Jerry will look through our Bylaws and Governing Rules for information on assignments and time limits at board meetings and delegate assembly.

Skip Hulet

Skip will look through our Governing Rules for language regarding the suggestion that chapters, whenever possible hold a mock Delegate Assembly.

Meeting adjourned at 3:40pm