

Bylaws of the Association of Retired Houston Municipal Employees

Article I -- Name of Organization

Association of Retired Houston Municipal Employees (ARHME)

Article II – Purpose

The purpose of the association is to provide a voluntary non-profit organization benefiting retired municipal employees of the City of Houston, to take such action as necessary to protect and preserve retirement benefits in a responsible manner, and to promote and sponsor activities for the mutual benefit of all members.

Article III -- Membership

Section 1: Membership in this association shall be of three classes: active, associate and honorary.

Section 2: All retired City of Houston municipal employees or their surviving spouses receiving benefits from the Houston Municipal Employees Pension System are eligible to be active members of the association; however, they must register by providing their name and contact information to the Secretary.

Section 3: Active membership in the association shall terminate for the following reasons:

- (a) Resignation from the association;
- (b) Death;
- (c) Actions or conduct deemed contrary to the principles or purposes of the association, such termination to be effective upon a two-thirds (2/3) vote of the Board of Directors.

Section 4: Prior to termination under Section 3(c) of this Article, notice of intention to terminate the membership shall be given by the Board of Directors to such member by registered mail ten (10) days prior to the date of termination. A member, upon request, shall be given an opportunity to show cause why membership should not be terminated.

Section 5: A membership terminated under Section 3(c) of this Article may be reinstated by a two-thirds (2/3) vote of the Board of Directors.

Section 6: An associate member shall be an individual who is not eligible for active membership, but who supports and adheres to the purposes and objectives of the association. An individual may become an associate member through a written request to the Board of Directors and approval by a majority vote of the Board. An associate member has no voting rights.

Section 7: The Board of Directors shall have the power to confer nonvoting honorary membership upon individuals with a two-thirds (2/3) vote.

Article IV -- Dues

At this time, no dues will be assessed (4/21/2008).

Article V -- Board of Directors

Section 1: The affairs of the association will be guided by a Board of Directors (Board) composed of nine (9) members elected by active members.

Section 2: Directors shall be elected for two-year terms by the active members in attendance at a regular meeting of the membership. The election of the Directors shall be staggered so that five (5) of the Directors (Positions 1 through 5) shall be elected on even numbered years and four (4) Directors (Positions 6 through 9) shall be elected on odd numbered years. Ties will be broken by a coin-flip or other appropriate method. This election shall be held in the month of June in each calendar year. Elected directors shall begin serving their terms in office on July 1 of the calendar year elected.

Section 3: The initial election of Directors shall prescribe that those five (5) Directors receiving the highest number of votes shall serve two-year terms, and the remaining four (4) Directors shall serve one-year terms.

Section 4: A Director can be removed from the Board because of actions or conduct deemed contrary to the principles or purposes of the association. Consideration of removal of a Director shall be by a two-thirds (2/3) vote at a regular meeting of the Board of Directors. Written notice shall be given to all Directors of the date, time and place of the meeting. Such notice shall be provided to all Directors at least fifteen (15) days prior to the date of the meeting.

Section 5: If any Director ceases to be a member in good standing during his/her term of office, his/her office shall be vacated, and a successor may be appointed by the Board for the unexpired term.

Article VI – Officers

Section 1: The Board shall annually elect four (4) officers: a Chairperson, Vice-Chairperson, Secretary and Treasurer to serve for one year. This election will occur at the July regular meeting of the Board. No officer may serve in the same capacity for more than four consecutive terms.

Section 2: The Chairperson shall preside at all meetings of this association, preserve order, enforce the Bylaws, and exercise supervision of its affairs generally. He/she shall decide all questions of procedure and order for the association. He/she may vote, but shall not be required to vote, except in case of ties. He/she shall, with the advice and consent of the Board of

Directors, appoint all committees. He/she shall preside at all meetings of the Board of Directors. He/she shall perform such other duties as is customarily performed by such officer.

Section 3: The Vice-Chairperson shall assist the Chairperson in the discharge of his/her duties, preside at all meetings of this association and Board of Directors in the absence of the Chairperson. In the absence of the Chairperson, or in the event the office of the Chairperson is vacant, he/she shall perform all the duties of the Chairperson, and such other duties as are customarily performed by such officer.

Section 4: The Secretary of this association shall keep a full, true and correct record of all proceedings of this association, have charge of all records (excluding financial), shall receive all communications, conduct all correspondence, shall perform the same duties with respect to the Board of Directors, and shall perform such other duties as are customarily performed by such officer.

Section 5: The Treasurer of this association shall receive funds and keep proper financial records of same. All money shall be deposited in the bank designated by the Board of Directors and shall be withdrawn upon the signatures of the Treasurer and the Chairperson, or in the absence of the Chairperson, the Vice-Chairperson. He/she shall also perform such other duties as are customarily performed by such officer.

Article VII – Meetings

Section 1: A General meeting of the membership of this association shall be held at the time and place designated in the notice by the Board of Directors, at least twice a year.

Section 2: Special meetings of the membership may be called by the Chairperson or Vice-Chairperson, with the consent of the majority of the Board of Directors, with at least a one-week notice.

Section 3: Social gatherings of the membership are also desirable and may be held from time to time as determined by the Board of Directors.

Section 4: A regular meeting of the Board of Directors shall be held as deemed necessary and at a time and place as designated by the Chairperson but no less than once every three months. These regular meetings are open for attendance by all members.

Section 5: Special meetings of the Board of Directors shall be held at a time and place designated upon call of the Chairperson, or the Vice-Chairperson in the absence of the Chairperson, with the consent of the majority of the Board of Directors.

Section 6: Presence of the majority of the Board members will constitute a quorum for conducting the business of the Board and association.

Article VIII – Committees

Section 1: There shall be two types of committees, standing committees and task committees.

Standing Committees shall be those that are concerned with matters of continuing interest to the Association and will continue to function each year.

Task Committees shall be those that are concerned with the execution of a specific task. These Committees shall function with a constant membership, except for necessary replacements, until the task is completed and the committee is discharged.

Section 2: Appointments to the Standing and Task Committees shall be made as necessary by the Chairperson or in his/her absence, the Vice-Chairperson with the advice and consent of the Board of Directors.

Section 3: The number of members of each and all of the committees shall be within the discretion of the Chairperson, or in his/her absence the Vice-Chairperson. Both Chairperson and Vice-Chairperson shall be ex-officio members of all committees.

Article IX -- Procedures

Robert's Rule of Order, latest edition, where not in conflict with these bylaws shall be the authority for procedure in conducting all meetings.

Article X -- Amendments

The Bylaws may be revised, changed or amended at any regular or special meeting of the Board of Directors by a two-thirds (2/3) majority vote and ratified by a majority vote of members attending the next general meeting.

Adopted April 21, 2008
Revised June 8, 2009