



NEVADA ALLIANCE FOR RETIRED AMERICANS BYLAWS

Preamble

Section 1. Purpose: The primary purpose of this organization is to assist and encourage older persons to be active and effective citizens and participate in the economic, social, cultural and political life of their communities and nation.

It is our purpose to work to achieve equity for union retirees and other older and retired Americans, not at the expense of the general well-being of others, but to claim their fair share of the economy to which they have devoted their lives.

Goals: The Nevada Alliance for Retired Americans adopts the Bylaws in pursuit of two enduring goals.

- a. To be a truly democratic organization that is closed to none because of religion, race, creed, color, age, nation of origin, sex, citizenship, disability, sexual orientation/preference or any other protected class defined by current laws; that operates openly and effectively in pursuit of its social and political purposes.
- b. To create a society in which we use our government, to promote a life of opportunity, of equity and human dignity for all of our citizens.

COMMON INTENT: We are union and community based retirees (CAN), but none of us retired from citizenship. It is our common intent that the Nevada Alliance for Retired Americans shall find strength in unity to further our State's and Nation's progress toward the justice, the domestic tranquility and general welfare that our fore fathers sought when they adopted the Constitution of the United States and the Nevada Constitution.

For these purposes we adopt the following articles as the Bylaws of the Nevada Alliance for Retired Americans.

BYLAWS

ARTICLE 1

Section 1. This organization shall be known as the Nevada Alliance for Retired Americans and shall be hereafter referred to as "NARA".

Section 2. This organization is incorporated under the laws of the State of Nevada as a non-partisan, non-profit corporation and enjoys non-profit, tax-exempt status as an IRS 501(c)(4).

Section 3. This organization is an affiliate of the Alliance for Retired Americans, a Washington, DC Corporation, hereinafter referred to as "Alliance" and shall function in accordance with the Bylaws of the Alliance.

Section 4. This organization shall be affiliated at all times with the Alliance, as a condition of maintaining its charter it must use the name "Nevada Alliance for Retired Americans" as agreed between NARA and the Alliance. NARA and its logo are owned exclusively by the Alliance.

ARTICLE II

OBJECTIVES AND PRINCIPLES

Section 1. To advocate and promote the interest, wellbeing, cultural, civic, educational, social, economic opportunities and welfare of union and community based retirees.

Section 2. To sponsor, endorse, advocate and promulgate Federal, State, County and Municipal laws and statutes beneficial to retired older Americans.

Section 3. To assist, aid and help union and community based retirees to obtain the benefits available to them; financial, medical and educational by reason of any Federal, State, County and Municipal laws, statutes and regulations.

Section 4. To promote, advocate and encourage the formation of union and community based retiree affiliated chapters throughout the State of Nevada.

ARTICLE III

ORGANIZATION MEMBERSHIP, FEES AND CHARTER

Section 1. Membership (affiliation) in NARA shall be open to any organization within the State that has at least 15 members, and which supports the purposes of NARA (as set forth in Article II of these Bylaws): Nevada residents who join the Alliance, and who are not a member of an affiliated chapter of NARA will be assigned to a CAN chapter. There is no provision for individual membership.

Section 2. Spouses of members in good standing with the Alliance may participate from their affiliate chapter as a candidate for office and/or a voting member at the NARA convention.

Section 3. Membership affiliation will be established by NARA's Board of Directors with approval by the Alliance in accordance with their bylaws.

Section 4. Charter. An organization that seeks to affiliate with NARA must apply to NARA for a charter. NARA will develop criteria and procedures with the Alliance for issuing, maintaining, and revoking affiliated NARA charters. Chapters affiliate with NARA. NARA is the state affiliate of the Alliance.

ARTICLE IV NARA OFFICERS

Section 1. Executive Leadership:

- (a) A President,
- (b) A Treasurer
- (c) A Recording Secretary

Section 2. Vice Presidents:

- (a) NV AFL-CIO Executive Secretary - Treasurer
- (b) One Executive Vice President
- (c) Each NV AFL-CIO or NV Central Labor Union, who Affiliates their retiree chapter(s) and is current in their affiliation fees, may appoint one Vice President to represent their Union Retirees and their retired affiliated chapters.
- (d) Two (2) Community Advocacy Network, (CAN) Vice Presidents
 - a. One from the Northern Part of Nevada to above Tonopah
 - b. One from the Southern part of Nevada from Tonopah south.

Section 3. Three (3) Trustees

Section 4. One (1) Sargent of Arms

Section 5. One (1) Parliamentarian

ARTICLE V OFFICER ELECTION PROCEDURES

Section 1. Candidates for an office of NARA must also be members in good standing with the Alliance and in accordance with the provisions of Article III, Section 1. All candidates

must be registered delegates at the convention and must pay the registration fees. All NARA terms of office will be for three years. A candidate must be a resident of the State of Nevada ninety days prior to the election. No candidate may run for more than one NARA Leadership office. It is the responsibility of each proposed candidate to verify if the Election Committee has received their nomination after submission.

Section 2. Pertaining to the offices of the President, Recording Secretary and Treasurer, no two officers shall be from the same union and at least one officer must come from a community based chapter. These three officers will be designated as the Executive Leadership Board.

Section 3. There should be three Trustees, with no limitations for these offices, other than compliance with Section 1, above. At least one trustee should have an accounting or bookkeeping background.

Section 4. One (1) Parliamentarian and one (1) Sergeant-At-Arms, appointed at the convention or as needed. There are no limitations for these offices other than compliance with Section 1, above.

Section 5. Vice Presidents are appointed from their respective Nevada AFL-CIO affiliated International Union or NV Central Labor Body that has paid their required NARA affiliation fees. The Nevada State AFL-CIO Executive Secretary-Treasurer who is elected from the Nevada State AFL-CIO Convention will also hold a Vice President position. All of the above mentioned Vice Presidents and the AFL-CIO Executive Secretary-Treasurer election/appointment results will be submitted by their organizations to the President for announcement to NARA's Board of Directors and members. Each appointed Vice President's union or organization may appoint an alternate to serve on NARA's Board of Directors, when needed.

- (a) Two (2) CAN Vice Presidents will be elected from their caucus as follows: one from the affiliated chapters from the Northern Nevada chapters, one from the affiliated chapters of Southern Nevada. Additional Vice Presidents can be elected if a Chapter has 251 or more members and the chapter's affiliation fee is paid current.

Section 6. An Executive Vice President, to be the expected successor of the President or to serve in his absence, will be vetted and approved from and by NARA's Board of Directors, has the financial backing and approval of their union or organization will serve any unexpired term in the interim to an election.

Section 7. Election procedures will be democratic with a secret ballot election, conducted by the Nominating and Election Committee for all candidates of the above-mentioned officers except the Executive Vice President, Vice Presidents and the Nevada State AFL-CIO Executive Secretary-Treasurer and CAN.

- (a) The Election Committee will pull names of candidates out of

the ballot box (hat, etc.) for position on the ballot.

(b) The Election Committee will have printed enough ballots for the Convention Delegates. The printed ballots will be marked sequentially and the Election Committee will request a printed receipt of the total ballots printed.

(c) Members in good standing that have paid the required delegate registration fee will be given a ballot. Each delegate will be required to sign a roster when they receive their ballot.

(d) All delegates' names will be checked off on the master NARA up-to-date membership list along with the delegation registration list.

(e) A sealed election box will be provided.

(f) Members of NARA's Board of Directors will establish an opening and closing times.

(g) The Election Committee will count the ballots. (a candidate may be nominated or placed on the ballot by notifying in writing, their qualifications or desire for the office to the Election Committee ten days prior to the election.) The Election Committee will count ballots and conduct the election by reporting the number of ballots cast for each candidate. They will also report on ballots voided, duplicated, missing, and unused to balance to the total distributed. The Election Committee will make a report of the election outcome to the Convention Delegates for their action.

(h) If there are no challengers the Candidate will be elected by acclamation

ARTICLE VI OFFICERS AND DUTIES

The Officers shall perform the duties prescribed by these Bylaws.

Section 1. President. The President shall preside at all meetings of NARA's Board of Directors and at the Convention. In addition, the President shall be responsible for the following:

(a) Present at each Convention, a report of the condition of NARA, its accomplishments and activities.

(b) Cause to be called regular and special meetings of NARA's Board of Directors in accordance with provisions of the Bylaws.

- (c) Have general control of the business, subject to the direction of NARA's Board of Directors and shall help create, maintain and implement a standard of working policies procedure manual.
- (d) Appoint and remove, employ and discharge and fix compensation of all agents, employees, and clerks of NARA, other than its duly elected officers, subject to the approval of NARA's Board of Directors.
- (e) Sign and make all contracts and agreements in the name of NARA, with the approval of NARA's Board of Directors.
- (f) Co-sign all notes, drafts, or bills of exchange, vouchers or other orders for payment of the money drawn by the Treasurer over \$100.00. As a matter of convenience the President, with the approval of NARA's Board of Directors may designate (in addition to the Treasurer as provided herein) a co-signer of the checks, drafts and vouchers.
- (g) Enforce the Bylaws and performance of officers to their duties incidental to the position and offices, which are required by law.
- (h) The president shall be a member ex-officio of all committees except the Nominating and Elections Committee.
- (i) Shall represent NARA in all official matters, nominate the Registered NARA Nevada Lobbyist to NARA's Board of Directors for confirmation, maintain a favorable working relationship with the Nevada AFL-CIO, issue any NARA calls to action and act on dissolutions of any chapter, who have unpaid fees that the Treasurer cannot collect.

Section 2. Executive Vice President shall assume the President's duties if the President is incapacitated and will assume the position if the President relinquishes his duties before the expiration of the current term, by a confidence challenge at a convention or a 75% vote of NARA's Board of Directors. The Interim President will serve in this capacity until the next Convention when an election will determine the President. NARA Executive Vice President shall serve as the Chair of the Member and Organizing Committee to expand and maintain NARA's membership goals

Section 3. Vice Presidents shall assist the organization in membership growth and maintenance for newly retired members from their respective union or within other organizations by:

1. Attending active Unit Meetings
2. Attending their respective Chapter meetings on a regular basis and similar functions,
3. Sharing information via email or presentation on the information supplied by the Alliance and NARA
4. Actively participate in fund development 5. attend 75% of NARA's Board of

Directors meetings and/or tele-conferences.

Section 4. Recording Secretary shall keep NARA's minutes of meetings; of the convention, Board of Directors, and committees in the appropriate books. Handle all correspondence and keep an accurate record of the membership and their addresses. This office shall give and record the membership and their addresses. This office shall also serve all notices of meeting of NARA and shall be custodian of the records.

Section 5. Treasurer shall have care and custody of and be responsible for all the funds and securities of NARA and deposit all such funds in the name of NARA in such bank or banks as NARA's Board of Directors may designate. The Treasurer shall co-sign with the President and endorse, in the name of NARA, all checks, drafts, and vouchers over \$100.00. Expense forms or invoices shall be issued to the Treasurer and approved by signature by the President. The Treasurer shall render a statement of the condition of the finances of NARA monthly to the President, quarterly to NARA's Board of Directors and at such other times shall be required to give a full annual financial report at each NARA Convention.

- (a) The Treasurer shall keep at NARA's office or to a prior agreed upon place by the President, NARA's timely and accurate books of accounts, all its business and transactions and any other books of accounts as NARA's Board of Directors may require. Convert records to an electronic recording application with backup provided to the President for safe keeping.
- (b) The Treasurer should have an accounting and/or bookkeeping background and work experience and if approved by NARA's Board of Directors, a security bond for the faithful performance and discharge of duties as NARA's Board of Directors directs. Bond may be purchased by NARA for performance of all duties pertaining to the office of the Treasurer.
- (c) The Treasurer will submit a budget to NARA's Board of Directors for approval soon after the end of the calendar year with recommendations for Affiliation and/or membership fees, monthly accounting of unpaid fees to the President and collection of same.
- (d) The Treasurer will recommend dissolution of any chapters who are unresponsive or have unpaid fees past 30 days that the Treasurer cannot collect.

Section 6. Trustee. The Trustee's shall have general supervision over all funds and property of NARA. They shall audit or cause to be audited the records of the financial offices of NARA annually by the month of March and when there is a change in Treasurer or President. In the event the books are not received for audit as required by the Trustees, NARA Trustees will make a report to NARA's Board of Directors.

Section 7. Sergeant at Arms. It shall be the duty of the Sergeant at Arms to introduce all new members and visitors and to assist the President in preserving order when called upon to do so. Also, will perform such other assigned duties.

Section 8. Parliamentarian; It shall be the duty of the Parliamentarian to assist the President in making rulings consistent with the Bylaws and Roberts Rules of Order, newly revised. The Parliamentarian shall act as timekeeper when necessary.

Section 9. Officer Meeting Requirements; Failure of any Officer to attend two consecutive meetings of NARA's Board of Directors may be considered grounds for replacement unless such member gives prior notice to the President or Recording Secretary and is properly excused.

Section 10. Property Return Requirements; All elected officers of NARA at the completion of their duties or term, will turn over all papers, documents, funds and/or other NARA property to the proper officers.

Section 11. Inspection of Books. NARA Secretary and/or Treasurer shall permit any member of NARA's Board of Directors or his or her duly authorized representative, and the Secretary-Treasurer of the Alliance or his or her duly authorized representative, to inspect all books and records of NARA for any proper purpose at any reasonable time.

Section 12. Polling. Any action required or permitted to be taken at a meeting of NARA's Board of Directors may be taken without a meeting via a poll, provided that all NARA Board members are notified, consents verbally or in writing and set forth in the same writing the action or decision taken or made. The results will be shared with NARA's Board of Directors at conclusion. Consent in writing or verbally shall have the same force and effect as a unanimous vote, and may be described as such in any document executed by or on behalf of NARA

Section 13. Tele-conferencing One or more of NARA's Board of Directors may participate in a meeting of NARA's Board of Directors, by means of a conference telephone or similar communication equipment through which all board members participating in the meeting can speak and hear each other at the same time. Participation by such means shall constitute the presence in person at NARA's Board of Director meeting.

Section 14. Compensation. Members of NARA's Board of Directors shall serve without compensation, but may be reimbursed for any expenses incurred on behalf of the organization with pre-approval.

Section 15. Executive Director NARA's Board of Directors may appoint an Executive Director and set his or her compensation. The Executive Director may be removed by NARA's Board of Directors. The Executive Director shall run the day-to-day affairs of the Alliance, including, but not limited to, hiring and firing employees, submitting an annual budget to NARA's Board of

Directors and overseeing NARA's programs and operations.

Section 16 NARA Lobbyist A NARA Registered Lobbyist, whether paid or unpaid, with the Nevada Legislative Council, must be approved and appointed by NARA's Board of Directors. If no approval is obtained for registration under NARA, then the President is to request the lobbyist name be removed as a lobbyist for NARA from the Nevada Legislative Bureau Council and the badge returned.

ARTICLE VII NARA BOARD OF DIRECTORS

Section 1. NARA's Board of Directors shall consist of the officers elected from the NARA convention or appointed by their respective organizations.

Section 2. NARA's Board of Directors shall meet a minimum of two times a year at such time and place as they designate, by in person, teleconference, video conference or any other electronic format available. Voting and nomination may be conducted via electronic or phone poll. A majority of NARA's Board of Directors may request the President to call a special meeting of NARA's Board of Directors to be convened within thirty days of such request.

Section 3. NARA's Board of Directors shall have the control and management of the affairs and business of NARA. NARA's Board of Directors shall, in all cases, act as the governing board, regularly convened by a majority, and they shall adopt such rules and regulations for the conduct of their meetings and the management of NARA, as they may deem proper, not inconsistent with these Bylaws and the Laws of the State of Nevada.

Section 4. Vacancies: NARA's Board of Directors shall have the authority to fill and/or combine the Secretary and Treasurer offices should they become vacant. The vacancies of any elected officers shall be filled for the unexpired portion of the vacated term by a majority vote of the remaining NARA Board of Directors at any meeting of NARA's Board of Directors.

Section 5. Voting shall be one person/one vote and include the ability to vote electronically via email if addressed to the whole board.

Section 6. The quorum for voting at the meetings of NARA's Board of Directors shall be forty percent of NARA's Board of Directors.

ARTICLE VIII CONVENTION

Section 1. A Convention shall be held every three years for the purpose of receiving the reports of NARA's Board of Directors and Committees of NARA that may be made, and such other matters as NARA's Board of Directors shall determine. The time and place for the convention meetings shall be fixed and decided by NARA's Board of Directors.

Section 2. All delegates must be members in good standing with NARA and the Alliance, and be required to pay NARA's registration fee. NARA's Board of Directors will determine the registration fee.

Section 3. Fifty percent of eligible, attending delegates shall constitute a quorum for the transaction of business and voting.

Section 4. Each Officer and Member of NARA's Board of Directors present at the convention shall be delegates to the Convention and each shall be entitled to one vote on all matters that come before the Convention.

Section 5. Members wishing to be nominated or considered for any NARA office shall be a member of an affiliated chapter and must submit in writing or electronic submission the office they seek with their qualifications. Other members in good standing may nominate an individual for a NARA office as long as the nominee is also in good standing as a member of NARA. The Nominating and Election Committee must receive such request ten days prior to Convention.

Section 6. The Convention Delegates shall elect from eligible members who submitted their request in writing to the Nominating and Election Committee. No nominations will be taken from the floor.

Section 7. Installation of officers: The newly elected officers shall be installed into office prior to the close of the Convention by taking the oath of office as stated below and administered by the person designated by the President to perform the installation ceremony: "I (give name) do hereby pledge myself to faithfully perform the duties of the office to which I am elected, to the best of my ability, and for the benefits and honor of NARA and the Alliance."

Section 8. Resolutions: A resolution for consideration by the convention:

- (a) Must be approved at a regular affiliate meeting prior to the affiliate submitting the resolution to NARA's Board of Directors.
- (b) Must be delivered to the Recording Secretary, in duplicate, not less than thirty (30) calendar days prior to the convening of the NARA Convention
- (c) May be submitted by the Chairman of a NARA Standing Committee to which the Resolution pertains. The Chairman of said Standing Committee must deliver the resolution to the Recording Secretary not less than thirty (30) calendar days prior to the convening of the NARA Convention.
- (d) The form of a resolution is not prescribed, however it should contain, as a minimum, the recited reasons for the resolution ("whereas") and the final, governing language of the resolution ("therefore be it resolved").
- (e) A resolution submitted for consideration at a NARA convention must not be frivolous, arbitrary or capricious. If NARA's President deems a

resolution as such, the president shall put the acceptance or rejection of said resolution to the vote of the convention delegates. A two-thirds (2/3) majority of the delegates is required to accept a resolution the President deems as frivolous, arbitrary or capricious.

- (f) A resolution which would require the expenditure of NARA funds must include a cost schedule or fiscal note and be reviewed by the Treasurer prior to submittal. The resolution should also cite the appropriate budget item from which said expenditure is to be made.

ARTICLE IX SUSPENSION AND REMOVAL

Section 1. Any officer of NARA's Board of Directors or Delegate representing NARA as defined or provided for in these Bylaws that may take any action that violates the oath of and/or these Bylaws or to embarrass or discredit NARA may be suspended from office and/or membership of NARA for any period up to one year by a two-thirds majority vote of NARA's Board of Directors and may be removed from office and/or membership by a majority vote of those delegates present and voting at a Convention of NARA.

Section 2. Any officer of NARA's Board of Directors or Delegate representing NARA as defined or provided for in these Bylaws, subject to action leading to suspension or removal from office or membership, shall have the right of due process and shall be presented with a bill of particulars and shall have the opportunity to prepare a defense and to secure counsel. Such counsel shall be at the expense of the affected officer or member not of NARA's Board of Directors.

ARTICLE X STANDING COMMITTEES

Section 1. The President, with the approval of NARA's Board of Directors, shall appoint the following Committees and Chairs with annual goals and timelines:

- Membership and Organization
- Finance
- Legislation
- Bylaw and Resolutions
- Nominating and Election Committee
- Women's Committee

Section 2. The President shall appoint such other committees as may be necessary and approved by NARA's Board of Directors.

Section 3. There shall be a minimum of three members on a committee.

ARTICLE XI MEMBERSHIP AFFILIATION FEES

Section 1. Each Alliance chapter who obtains a charter from NARA will be given all rights in accordance with these Bylaws, provided they meet the required affiliation fees.

Section 2. An organization that holds a charter from NARA must pay an annual affiliation fee set forth in Section 3 below in order to maintain its membership. NARA's Board of Directors shall determine as necessary with a recommendation from the Treasurer, different levels of affiliation fees, thereby establishing a sliding scale of fees based on the number of individuals who belong to the chartered organization. The annual affiliation fees shall be paid no later than the first week of January.

Section 3. Fee Schedule.

15- 50	Members	\$ 30 Annual membership fees
51- 100	Members	\$ 50 Annual membership fees
101- 250	Members	\$ 75 Annual membership fees
251- 500	Members	\$ 100 Annual membership fees
501-2500	Members	\$ 150 Annual membership fees
2501-or more	Members	\$ 300 Annual membership fees
Special Memberships		
Associate		\$ 250-\$1999.00
Supporting		\$2000-\$2999.00
Contributing		\$3000-\$4999.00
Sustaining		\$5000 or more

Nevada Alliance Sustaining Membership. Organizations that wish to become Sustaining Members of NARA shall pay \$5000 or more per year. Organizations affiliating as a Sustaining membership shall be entitled to an additional Vice President seat on the NARA Board.

ARTICLE XII AMENDMENTS

Section 1. NARA's Board of Directors may alter or amend these Bylaws or the Articles of Incorporation, or adopt new Bylaws or Articles of Incorporation, at any meeting of NARA's Board of Directors by a vote of a majority of NARA's Board of Directors in office, if at least ten days written notice is given of the intention to take such action at such meeting.

ARTICLE XIII
RULES OF ORDER

Section 1. All meetings of NARA's Board of Directors shall be conducted in accordance with the revised Roberts' Rules of Order and governed by the Bylaws of the organization.

Section 2. Fiscal Year The annual accounting period of NARA shall conform to that of the Alliance.

Section 3. Contracts All contracts, notes or other evidences of indebtedness and leases of space for NARA shall be signed by the President or such other officer or officers or such other person or persons as NARA's Board of Directors may from time to time designate, in consultation with the President.

Section 4. Dissolution Upon the termination, dissolution, or winding up of the organization in any manner or for any reason, its assets, if any, remaining after payment or provision for payment of all liabilities of the corporation shall be distributed to, and only to, one or more charitable or social welfare organizations with a tax exemption under section 501(c) (3 or 4) of the Internal Revenue Code.

President: Thomas Bid Date: 11/3/17

Recording Secretary: LeBrier Date: 11/3/2017

