**Executive Committee Meeting Minutes**

Friday, **April 27, 2018**

Time: **9:30-11:30 AM**

Place: **Soriano Boardroom**

Present: P. Brier, S. Burstein, M. Cates, J. Cleman, S. Felszeghy, J. Galvan, A. Gonzalez, D. Keane, D. Klein, D. Margaziotis, K. Reilly, D. Schaeffer, B. Taylor, D. Vernon

Absent: J. Fisher-Hoult, M. Huld, J. Kirchner, B. Sinclair, F. Stahl

1. Announcements
	1. Stan announced that the time certain for 9:45 was scheduled in order to elect at-large members and discuss the constitutional changes.
	2. Stan suggested we think about the schedule for the *Emeritimes* as it has always been tied to the timing of the luncheons which are now changed due to semester schedule.
2. Approval of Agenda
	1. M/S/P to correct the date and change the new business to 5.0; Fellowship criteria changed from 5.2 to 6.5.

3.0       Approval of the Minutes:

3.1 M/S/P the minutes of the Executive Committee Meeting of March 8, 2018 with correction of S. Felszeghy name; 1.4 note from Marshall, not Alfredo; 4.5.5 edit provided; 4.5.6 CSU changed to CSUN

TIME CERTAIN 9:45: Election of at-large Members: Diane Klein, Eileen Roberts, and Susan Cash and representative to Academic Senate. Consideration of constitutional changes.

It was M/S/P to accept the at-large members as proposed. Nancy Hunt agreed to serve as the second representative to the Academic Senate on a temporary basis until the modifications to the Constitution could be approved at the next annual meeting; Marshall Cates agreed to serve as the alternate. It was agreed to place a time certain on the next agenda to discuss the role of the at-large-members. It was M/S/P that the second Senate representative is not an officer and therefore a vote of the whole body at the luncheon is not required. After extensive discussion and rejection of a friendly amendment, it was M/S/P to accept the proposed modifications to the Emeriti Constitution as a whole (see attached). It was agreed, however, that the entire Constitution should be reviewed in a “Constitutional Convention” to make corrections and additions as necessary in time for the new proposed constitution to be voted on at the next annual meeting (Spring, 2019)

4.0       Officer and Committee Reports and Recommendations

4.1 Vice President Programs: Deborah Schaeffer

 4.1.1 Deborah reported that there were 39 reservations for the luncheon. She has

 changed the set up of the room to place cocktail tables at the front to

 encourage interaction among the attendees.

 4.1.2 There was further discussion about how to get more emeriti to join and be active; Jose presented a current snapshot of members: of the 634 living emeriti, 309 are life members; 38 are current annual members; 173 are

 lapsed annual members; 26 are new since 2016; 88 never joined. 58 have

 unknown addresses; 433 are deceased; the residences are distributed as

 follows: 329 in the LA Basin; 97 in other California; 64 are out of state; 3

 are out of country. We need to review again at the letter sent to new emeriti

 to encourage them to join.

 4.1.3 In the future we need to consider adding the CSULA food pantry as one of

 our official projects

4.2       Treasurer: Marshall Cates

 4.2.1 Marshall distributed a report showing $16,984.26 in the credit union,

 with $1,476 withdrawals (payments for the *Emeritimes)*. The UAS

 account has $6,567.50, with no withdrawals and deposits from Front

 Porch and Northridge. There is a much more complex procedure to

 obtain permission to serve alcoholic beverages at the luncheons. The

 savings account has $10,042.12. The current balance in the Life Long

 Learning account is $6,713.75, reflecting deposits of $370 from the

 above organizations. 18 donors were listed.

4.3 Fiscal Policy Chair: Marshall Cates

 4.3.1 Marshall presented his report submitted for the annual meeting. Our

 endowment account reflects an increase as a result of last year’s fund

 raising efforts. The university has changed the calendar as to when

 we need to commit funding for the following year, so we are

 bringing our budget to a pay-as-you-go state where we will only

 commit the funds that are on hand, and not commit funds that have

 not yet been earned or donated.

 4.3.2 There is still no news on the large donation to the emeriti endowment to be disbursed by Schwab. It was M/S/P that Marshall, Alfredo, and Stan should meet with Janet Dial to obtain a status

 report on the pending donation to the CSULA emeriti endowment in

 order to proceed with our planning for fellowship amounts for next

 year.

4.4 Fellowship Chair: Alfredo Gonzalez

 4.4.1 Alfredo reported that there were 214 applications for fellowships. Six

 will be awarded from the Emeriti Fund and one each from each of the

 other scholarship/fellowship funds.

 4.4.2 A meeting was held on April 12 with the reviewers to discuss

 scoring procedures and review rubrics from Academic Works. The

 reviewers are John Cleman, Carl Selkin, Dorothy Keane, Bill Taylor,

 Marty Huld, Ruben Quintero, Gary Novak, Alfredo Gonzalez, Jose

 Galvan, Alan Muchlinski, Diane Klein, Kathy Reilly, Janet Fisher-

 Hoult, and Vincente Zapata.

 4.4.3 Review teams will complete their reviews by May 13 and meet on

 May 14 to finalize the Emeriti Fund Fellowship recipients and to

 select the three individuals who will receive Emeriti fund fellowships

 named in honor of Sidney Albert, Carol Smallenburg, and James M.

 Rosser.

4.5 Lifelong Learning: Peter Brier – no time

4.6 Database Manager: Jose Galvan – see previous snapshot report

4.7 Webmaster: Dimitri Margaziotis – no time

4.8 Academic Senate: John Cleman – email report submitted

5.0 New Business

 5.1 Schedule of May Meeting

 5.1.1 It was M/S/P to hold the May meeting as scheduled: Thursday, May 10, 12:45-2:45 p.m. in SA 110

5.2 Maintenance of Archives – no time

5.3 Number of *Emeritimes* issues per year – no time

5.4 Scheduling of luncheons – no time

6.0 Old Business – no time

6.1 Committee Officers who need to be replaced

6.2 Assignments for At-Large Members

6.3 Measures to stimulate interest in the Emeriti Biographies Project

 5.3.1 Measures to stimulate interest in and contributions to project

6.4 Emeriti Involvement in Campus Address to Student Homelessness and Undernourishment

6.5 Scholarship criteria

7.0 Adjournment

 7.1 The meeting was adjourned at 11:30 a.m. so all could attend the Spring luncheon.

**Proposed Revisions of the Association Constitution and Bylaws M/S/P 4.27.2018**

**By John Cleman**

Summary and rationale: The primary necessity to revise the Constitution is to align the Emeriti Association constitution with the recent change in the Academic Senate constitution which added an additional Emeriti Representative. I am proposing a few other revisions for reason I will address below.

Note: For all of the proposed changes, I have used the Senate practice of underlining deletions and identifying ADDITIONS with all caps.

**Constitution:**

Article IV, Section 1:

a) I am proposing first to remove the Academic Senate representatives from the list of officers of The Association on the grounds that officers are the primary individuals designated to run or manage the organization they lead, whereas the senate representatives are delegates to that other body with responsibilities attend their meetings, represent The Association’s interests, and report back to the executive committee.

b) The second proposal is to establish the status of the Immediate Past president as an ex-officio member who does not need to be elected or re-elected at annual meetings.

Article IV, Section 2 and Article V, section 1: The proposal in these two sections is to add the second Academic Senate Representative, revise their terms from one to two years staggered, and have them elected by the Executive Committee rather than the entire body. The logic of the third part of this proposal is based again on the argument that the representatives are not appropriately designated as officers of The Association and therefore, like other non-officer members of the Executive committee do not need to be elected by the entire body.

Article V, section 3: The proposed revision of the language on absences was prompted initially by the perception that it had never been used even when members had disappeared for long periods of time, and is, therefore, unnecessary. And, since we never turn away guests or refuse to allow those who resign their positions from attending the occasional meeting if they wish, the category of “Honorary Members” seems both unnecessary and much the same as “Life Members.” That said, if removed, the constitution would then not address the issue of vacancy on the executive committee other than for the president. Therefore, the rationale behind the proposal to substitute language is for the constitution to have a mechanism in place through which a position on the executive committee (other than the president) may formally be declared vacant. It is true that no member in recent memory has ever declined to relinquish his/her position if they were unable or unwilling to attend multiple meetings or otherwise perform duties assigned to their position.  However, a case could come up where a member holding a position that is particularly crucial for the Association, e.g. the treasurer, might cease to do his or her duties for whatever reason and, therefore, place the timely functioning of the Association in jeopardy. The constitution should have a provision in place through which such a situation, as unlikely as it may be, can be remedied.

**Bylaws**

Article II, Section 3: The proposal here is to add a description of the duties of the Immediate Past President, since that had not been included in the section on the duties of the officers. And, it should be noted, that in this section there is also no reference to the duties of Academic Senate Representative, which provides further argument to the notion that a representative is not an officer.

\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*

**CONSTITUTION**

**Article IV – Officers**

The duties of the officers shall be defined in the Bylaws.

Section 1. The officers of The Association shall be President, Vice President for Administration (President-Elect), Vice President for Programs, Immediate Past President, Membership Secretary, Secretary, AND Treasurer, and Academic Senate Representative. Replacements for those officers whose terms are due to expire (EXCEPT THE IMMEDIATE PAST PRESIDENT WHO SERVES EX OFFICIO) shall be elected at the annual meeting and take office on the following July 1.

Section 2. The President, Vice President for Administration, AND Immediate Past President, and Academic Senate Representative shall serve one-year terms. The Vice President for Programs and the Membership Secretary shall serve two-year terms, taking office in alternate years. The Secretary and the Treasurer shall serve two-year terms, taking office in alternate years.

**Article V – Executive Committee**

Section 1. The Executive Committee of The Association shall consist of the officers designated in Article IV, Section 1, TWO ACADEMIC SENATE REPRESENTATIVES, NOMINATED BY THE PRESIDENT AND APPROVED BY MAJORITY VOTE OF THE EXECUTIVE COMMITTEE MEMBERS PRESENT AND VOTING, plus chairs of standing committees, appointed officers, and six members-at-large nominated by the President and approved by majority vote of the Executive Committee members present and voting. THE ACADEMIC SENATE REPRESENTATIVES SHALL SERVE STAGGERED TWO-YEAR TERMS. Members-at-large shall serve three-year terms, taking office in alternate years. Special tasks may be assigned on an ad hoc basis to appropriate members of the Association.

Section 2. Vacancies occurring among the officers or on the Executive Committee shall be filled by a majority vote of the Executive Committee present and voting. Persons selected to fill such vacancies shall serve out the remaining terms of the respective positions.

Section 3. Inactive\* members of the Executive Committee shall be asked if their absence from Committee meetings is temporary. If they declare that they do not intend to resume regular participation, they may, at the recommendation of a majority of the Executive Committee (present and voting), be awarded Honorary Membership and continue to be listed on the Committee roster. All inactive Committee members who intend to remain inactive may be replaced by newly elected active members.

\* Inactive is defined as continuous absence from Executive Committee meetings for more than one full quarter. WHEN A MEMBER OF THE EXECUTIVE COMMITTEE BECOMES UNAVAILABLE OR UNABLE TO PERFORM THE DUTIES OF HIS/HER POSITION, THE POSITION MAY BE DECLARED VACANT BY A MAJORITY VOTE OF THE EXECUTIVE COMMITTEE UPON RECOMMENDATION BY THE PRESIDENT. THE PRESIDENT SHALL SUBSEQUENTLY APPOINT A REPLACEMENT FOR THE REMAINDER OF THE MEMBER’S TERM.

Section 4. Based on distinguished service to the Association and the Executive Committee, Life Executive Committee Membership may be awarded following a recommendation from a nominating committee appointed by the President and approved by a two-thirds vote of the Executive Committee present and voting at a regular meeting.

Section 5. Meetings of the Executive Committee shall be held at least monthly, unless cancelled at a previous meeting by majority vote of the Executive Committee members present and voting. A quorum shall consist of at least three members of the Executive Committee, one of whom must be an officer.

\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*

**BYLAWS OF THE ASSOCIATION**

**Article III – Duties of Officers**

Section 1. The President shall preside at all meetings of The Association and of the Executive Committee, exercise general supervision of Association affairs, and serve as an *ex officio* member of all committees. The President shall biennially appoint an ad hoc audit committee to examine the finances of The Association and report the results to the Executive Committee.

Section 2. The Vice President for Administration shall be the President-Elect and shall assist the President as directed and assume the duties of President in event of absence, disability, or vacancy of the office.

SECTION 3. THE IMMEDIATE PAST PRESIDENT SHALL ASSIST THE PRESIDENT AND VICE PRESIDENT FOR ADMINISTRATION AS DIRECTED AND ASSUME THE DUTIES OF PRESIDENT IN IN EVENT OF ABSENCE, DISABILITY, OR VACANCY OF OFFICE OF BOTH THE PRESIDENT AND VICE PRESIDENT FOR ADMINISTRATION.

Section 34. The Vice President for Programs shall be responsible for arranging programs, activities, and hospitality.

Section 45. The Membership Secretary shall be responsible for recruitment of new members and the maintenance of membership records.

Section 56. The Secretary shall maintain all current Association records other than financial, provide minutes of Executive Committee meetings, and communicate with the membership as directed by the President.

Section 67. The Treasurer shall be responsible for the deposit of dues and assessments, maintenance of financial records, and custodianship of Association funds. After the close of each fiscal year, the Treasurer shall present to the Executive Committee a complete statement of the financial condition of The Association. The signature of the Treasurer shall be required on all checks drawn on Association accounts.