

Recommended Changes to:
ADVENTURES IN LIFELONG LEARNING
By-Laws
Revised November 2023

Article I – Name

The name of this organization shall be ADVENTURES IN LIFELONG LEARNING, hereafter known as ALL.

ALL is sponsored by the Professional and Continuing Education (PCE) Department of at the University of Wisconsin-Parkside. ALL will set its own goals and policies and may not be in conflict with or replace any policies of the University of Wisconsin-Parkside. Use of financial and other resources raised by or contributed to ALL, from whatever source, will be subject to the discretion of ALL's Board of Directors and be consistent with the University of Wisconsin-Parkside policies.

Article II – Purpose

A. ALL provides an ongoing forum for seniors who have a mutual interest in intellectual stimulation and cultural enrichment. The concepts underlying the program are:

1. That lifelong learning is a means to continued personal growth.
2. That accumulated knowledge and wisdom constitute a reserve of resources to be shared with peers and community.
3. That socialization is an important part of physical and mental health.

B. ALL is designed to provide expanded learning opportunities to its membership, utilizing faculty at the University of Wisconsin-Parkside and other institutions of higher learning, community resources, and peer teaching. Opportunities for participation in additional activities will be developed as the group decides.

Article III - Membership

Membership in ALL is open to seniors who have a commitment to learning. Request for membership shall be made on an approved form, accompanied by membership dues. The membership year is twelve months from the date of joining.

Article IV – Board of Directors (hereinafter known as the “Board”)

A. Board Composition

1. The Board shall consist of a minimum of twelve members, including the Officers of ALL, six Members-at-Large, Chairpersons of the Standing Committees, and the PCE liaison.
2. The officers of ALL shall be the President, the President-Elect, the Immediate Past President, the Recording Secretary, and the Treasurer.
3. Board members must be current members of ALL.
4. No Board member may hold more than one elected office at the same time.

B. Terms of Office

1. Officers shall normally serve no more than two consecutive one-year terms. However, the Secretary and Treasurer will not be subject to these term limits.
2. Three Members-at-Large shall be elected each year to a single two-year term, on a staggered schedule.

C. Board Responsibilities and Meetings

1. The Board shall have general supervision of the affairs of ALL.
2. The Board shall be guided by ALL's Book of Policies and Procedures and Robert's Rules of Order.
3. The Board shall hold monthly business meetings.
4. Special meetings of the Board can be called by the President or can be called on written request to the President by three Board members.
5. Board members shall perform the duties described by these By-Laws and by the parliamentary authority adopted by the organization.
6. Business may be transacted by a simple majority of those present.
7. Each Board member has one vote.
8. Electronic meetings shall have the same standing as in-person meetings.
9. The Board may approve Board members who are willing to continue to serve during an ongoing emergency. In addition, the President may appoint members to open positions until a meeting of the general membership is possible to elect new nominees.

Article V - Elections and Vacancies

A. Elections

1. Officers and Members-at-Large shall be elected by a majority vote of members present at the June Annual Membership Meeting. Their terms shall begin on the following July 1.
2. The Immediate Past President, Chair of the Nominating Committee, will be responsible for organizing and conducting the election.
3. An election notice will be sent to the members prior to the election date. It shall contain the slate of candidates and a brief biography for each.
4. The election notice will state that nominations from the floor may be made with the consent of such candidates.
5. Candidates will be elected by a majority vote of those present.

B. Vacancies on the Board

1. Resignations from the Board must be submitted in writing to the President, who shall bring them up as an article of new business at the next Board meeting. The President may, at their discretion, call a Special Meeting of the Board to discuss and handle such resignations.
2. Vacancies of elected Officers and Members-at-Large shall be filled by the President, in consultation with the Board.
3. Vacancies of chairpersons of committees shall be filled internally by the committees.

Article VI - Duties of Officers and Members-at-Large

A. President

1. The President provides leadership to the organization, and represents ALL to the University of Wisconsin-Parkside, other organizations, and to the community; signs all legal documents; is a non-voting member of all Standing Committees except they may not serve on the Nominating Committee; directs the work of the University Services Program Associate (USPA) at the University of Wisconsin-Parkside as needed to complete the ALL activities; presides over board meetings and the Annual Meeting. Please see the PCE Liaison for the University Services Associate job description.
2. The President, in consultation with the other ALL Officers, is authorized to make decisions on behalf of ALL between Board Meetings, on issues that must be addressed before the next Board Meeting.
3. The President is responsible for orienting new Board members on their role and

responsibilities.

B. President-Elect

1. The President-Elect shall perform the duties of the President when ~~the~~ President is not available.
2. The President-Elect shall perform duties as assigned by the President.
3. The President-Elect shall familiarize themselves with the work of the Standing Committees by meeting with each committee from time to time.
4. The President-Elect shall act as a liaison to the Focus Groups.
5. Should the President not be able to complete their term of office, the President-Elect shall become President for the remainder of the term of office.

C. Immediate Past President

1. The Immediate Past President shall chair the Nominating Committee, and the Strategic Planning Committee if there is cause to convene them.
2. The Immediate Past President shall assume the duties of the President in the absence of the President and President-Elect.
3. The Immediate Past President shall perform any other duties as assigned by the President.

D. Recording Secretary

1. The Recording Secretary is responsible for calling for agenda items, preparing the agenda in collaboration with the President and distributing the agenda before the board meeting.
2. The Recording Secretary is responsible for the minutes of all Board Meetings, Special Meetings and the Annual Meeting, including the production and distribution of the minutes to Board members and the USPA.

E. Treasurer

1. The Treasurer is responsible for the financial activities of ALL.
2. The Treasurer prepares reports for Board Meetings on the financial status of the organization.
3. The Treasurer is automatically a member of the Finance Committee, but may not be the Chair.
4. The Treasurer, in consultation with the Finance Committee, is also responsible for preparing the proposed operating budget for ALL for its next fiscal year. This report is presented to the Board for adoption at the May Board meeting and given to the members at the June Annual Meeting.

F. Members-at-Large

1. Members-at-Large shall participate in the Board's decision-making process.
2. In order to become familiar with ALL operations, the Members-at-Large shall participate in a committee of their own choosing, and/or be on special assignment.
3. Members-at-Large shall act as liaison to the membership and bring to the Board the ideas and suggestions of the members.

Article VII – Standing Committees, Special Committees, Focus Groups

A. Standing Committees

1. Standing Committees shall be Lectures, Classes, Finance, Publicity, Membership, Social, and Day Trips.

2. The President, with the advice and consent of the Board, shall approve Standing Committee Chairs, chosen by committee members for a term of one year. Chairs may serve for successive terms. Upon appointment, the Chair becomes a member **of** the Board.
3. Each-Standing Committee shall be comprised of ALL members who have indicated a desire to serve.

B. Special Committees

1. Special and Ad Hoc Committees

- a. This committee is established to address-needs which do not come under the auspices of the Standing Committees.
- b. The President, consulting with the Board, shall-define the purpose of such committees.
- c. The President shall approve the Chairs such Committees, who shall report to the Board.

2. Nominating Committee

- a. The Immediate Past President shall chair the Nominating Committee and select additional ALL members for the committee.
- b. It shall be the duty of this Committee to nominate candidates for the offices to be filled at the Annual Meeting.
- c. The slate of candidates shall be presented to the general membership in advance of the Annual Meeting.
3. The Week of Learning Committee, when active, shall plan and implement an in-depth study of a topic.

C. Focus Groups

1. All Focus Groups must be approved by the Board.
2. Focus Groups are formed by ALL members who share a common interest
3. Focus Groups select their chairs and set their own agendas and schedules.
4. The President-Elect shall act as a resource person to the Focus Groups and represent them at Board Meetings.

Article VIII - Special Meetings of the Membership

- A. Special Meetings may be called by the President or the Board.
- B. Special Meetings may also be called by written petition of at least 10% of the membership.
- C. The purpose for such meetings shall be stated in a written agenda sent out in a timely manner prior to the meeting date. No other business may be transacted except that for which the meeting was called.
- D. Motions on the agenda may be enacted by a majority vote of those present.

Article IX - Finances

- A. The funds of the organization shall be under the supervision of the Treasurer, working in conjunction with the ALL Finance Committee and the Director of Professional and Continuing Education [PCE].
- B. ALL's dues and other member charges are submitted to the ALL USPA for processing through the University of Wisconsin-Parkside system.
- C. The PCE Liaison shall consult with the appropriate members of ALL to ensure that the

ALL expenditures are consistent with the policies of the Board and University of Wisconsin-Parkside.

D. Membership dues, assessments and special fees shall be approved by the Board upon recommendation of the Treasurer, and the Finance Committee.

E. The ALL fiscal year shall be from July 1 to June 30.

Article X – Books and Records

Archived books, records and papers of ALL relating to its organization, programs, activities and management shall be kept in the ALL Office. Such records are open to the inspection of the members at any time during normal business hours. Records taken from the office must be recorded with the USPA. In addition, digital documents are maintained on the ALL website.

Article XI – Amendment of By-Laws

A. Amendments to these By-Laws may be proposed by motion at any Board Meeting or by written petition signed by 10% of ALL members.

B. Such proposed amendments shall be referred to a special By-Laws Review Committee, which will study and make recommendations to the Board.

C. If the Board approves, the proposed amendments will be submitted to the membership at the next Annual Meeting, or at a Special Meeting called for that purpose. Such meetings must be announced in writing prior to the meeting date.

D. To enact a By-Laws change, 2/3 of those voting must approve the change.

E. Unless otherwise stated, the proposed amendment(s), if adopted, become(s) a part of the By-Laws.

ALL By-laws Review Committee, 2023:

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