



**THE FLORIDA ALLIANCE FOR
RETIRED AMERICANS, INC.
BY-LAWS**

for 501(c)(4)

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Approved June 7th, 2010

The FLORIDA ALLIANCE for RETIRED AMERICANS, INC.

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THE FLORIDA ALLIANCE for RETIRED AMERICANS, INC.

ARTICLE I – PREAMBLE

Section 1. Name

This organization shall be known as The Florida Alliance for Retired Americans, Inc. (FLARA). FLARA shall represent retired union members, senior community activists, and other supporting groups that subscribe to the principles of FLARA, and the provisions adopted here under.

Section 2. Goals

FLARA adopts these Bylaws in pursuit of two enduring goals:

- A) To be truly a democratic organization that is closed to no one because of race, creed, color, age, or sex; one that operates openly and effectively in pursuit of its purposes.
- B) To create a society in which we use our government, the creature of all of us, to promote a life of opportunity, equity, and human dignity for all citizens.

Section 3. Common Intent

We are Floridians, some of us retired from the work place, but none of us retired from citizenship. It is our common intent that FLARA shall find the strength in union to further our nation's progress toward the Justice, the Domestic Tranquility, and the General Welfare our forbearers sought when they adopted the Constitution of the United States.

Section 4. Purpose

The purpose of the Florida Alliance is to create a statewide network of organizations that represent retired union members, senior community activists, and their families, in order to educate and inform the membership, the public, and elected officials, consistent with the requirements of 501(c)(4) of the Internal Revenue Code, about issues that affect the well-being of senior citizens, so that they may all work towards the creation of progressive policies and just and equitable living conditions for seniors, within the state and the nation.

ARTICLE II – MEMBERSHIP

Section 1. Relationship

The Florida Alliance shall be affiliated with the National Alliance for Retired Americans and participate in its affairs. (In order to affiliate, the organization shall, at the first available opportunity, apply for a charter from the National Alliance according to procedures established by the national organization.) As a condition of maintaining its charter, the Florida Alliance shall comply with any and all rules and procedures that the National Alliance may promulgate from time to time (including all applicable provisions of the Bylaws) governing, *inter alia*, structure, program, finances, accounting, and reporting, as well as the use of the name Alliance for Retired Americans, which is owned exclusively by the National Alliance.

Section 2. Membership

Union retiree organizations and community-based organizations composed predominately of retirees, or groups who are in sympathy with the aims, objectives, and purpose of this organization may become participating and voting members of the Florida Alliance upon receipt of a charter pursuant to Section 3 below, and payment of appropriate fees.

Section 3. Charter

An organization that seeks to affiliate with the Florida Alliance must apply to the Florida Alliance for a charter. FLARA will develop criteria and procedures with the national Alliance for issuing, maintaining, and revoking charters that affiliate the organization with both the FLARA and the National Alliance.

Section 4. Voting Powers

Each affiliated group shall be invested with voting powers set forth hereinafter in this Constitution.

Section 5. Minimum Membership

The minimum membership for voting representation of any participating chapter in this Alliance shall be fifteen (15) members.

Section 6. Dues and Fees

All participating chapters shall, upon payment of fees and dues as herein set forth, be presented with a “CHARTER OF AFFILIATION” with the FLARA and the National Alliance for Retired Americans.

ARTICLE III - AFFILIATION FEES AND DUES

Section 1. Payment of Fee – Per Capita (Chapters)

An organization, other than a statewide organization described in Section 2 of this Article, that holds a charter from the Florida Alliance must pay an annual affiliation fee of twenty-five (25) cents per member in order to maintain its membership in FLARA. The Executive Board shall periodically revise, as necessary, this per capita amount. An organization’s membership strength shall be determined as of December 31 [or another date] of the prior year and shall be adjusted annually. All annual dues are payable on January 1 and must be paid in full by February 20 to be eligible to vote at the March meeting.

Section 2. Payment of Fee – State Sustaining Members

A statewide organization that wishes to become a Sustaining member of the Florida Alliance will be assessed an affiliation fee. The amount shall be determined by the FLARA Executive Board, and be paid to the Florida Alliance each January. For purposes of calculating the affiliation fee of a union under this provision, the union’s membership shall be equal to the number of its members in good standing of the National Alliance as of the previous December 31.

Section 3. Cap on State Sustaining Membership Affiliation Fees

The Executive Board shall establish, and periodically revise, a maximum affiliation fee that will apply to the largest organizations affiliated with the State Alliance. Those organizations subject to the maximum fee shall be determined as follows: The Florida Alliance shall, as of December 31 of each year, verify with the National Alliance the number of individuals from that State who have joined the national organization. During the following calendar year, any organization affiliated with the Florida Alliance that has a membership equal to at least one percent (1%) of the number described above shall pay the maximum affiliation fee.

Section 4. Individual Membership

An individual who resides in Florida may join FLARA by paying ten dollars (\$10.00) dues per year. Individual members shall have the right to attend meetings and conventions and participate in all activities of FLARA, including voting according to the procedures outlined in Article IX, Section 3. The National Alliance will rebate a half of the dues back to FLARA that was paid to the National Alliance.

Section 5. Average Membership

The average membership of an affiliated group shall be determined on the basis of per capita payments for the twelve months preceding the Constitutional Convention. The average membership of a group affiliated for less than the base period shall be computed from the month of affiliation through the month preceding the Convention, and shall be determined by dividing the total membership paid for all months by twelve.

ARTICLE IV – AREA COUNCILS

Section 1. Organization

The Executive Board shall organize the state into a series of Area Councils, in so far as possible, based on Central Labor Council (CLC) Districts.

Section 2. Composition

Each area council shall consist of all affiliated organizations within its area. It shall elect an Area Vice President to implement the objectives and principles of this organization, subject to FLARA board approval.

Section 3. Supervision

The Executive Board shall supervise such Area Councils and may, if needed, recommend additional Area Councils to the Florida Alliance for Retired Americans General Board.

Section 4. Responsibilities

Area Councils shall be responsible for the organization and coordination of new Clubs, Chapters, and Membership within their respective areas. Area Vice

Presidents shall attend all Executive Board meetings and be responsible for submitting quarterly reports to the Executive Board.

ARTICLE V – OFFICERS

Section 1. Number and General Duties

The Florida Alliance shall have three (3) officers, described in Article V, Sections 2, 3, and 4 below. The duties and powers of the officers shall be as provided in these Bylaws or (except to the extent they are inconsistent with these Bylaws) shall be those customarily exercised by corporate officers holding such office. No two officers may come from the same union. One officer shall come from a community-based organization.

Section 2. President

The President shall be a member of the Florida Alliance and shall be elected by the delegates to an annual Convention. He/she shall serve as the political leader and chief spokesperson of FLARA, and the representative of the Florida Alliance in all public matters. He/she shall implement policy as defined by the Executive Board and the Convention of FLARA and shall appoint all committees, unless otherwise specified in this Constitution. He/she shall chair all meetings of the Executive Board and shall exercise general oversight of the Florida Alliance.

All bills of the Florida Alliance shall be submitted to the President for his/her approval. The President shall take matters of contracts and salaries for final decision to the Treasurer and Trustees who, along with the President, will make decisions regarding these matters. All checks must be counter signed by the President and Treasurer. The President of FLARA shall provide Executive Board Members with an agenda one week prior to Board meetings.

Section 3. Treasurer

The Treasurer shall be a member of the Florida Alliance and shall be elected by the delegates to an annual Convention. He/she will have responsibility for overseeing the financial affairs of the Florida Alliance and will make a Financial Report to the Executive Board at each of its regular meetings. The Treasurer shall also serve as a public spokesperson for the Florida Alliance.

Section 4. Secretary

The Secretary shall be a member of the Florida Alliance and shall be elected by the delegates to an annual Convention. He/she shall keep the official records of the organization, take minutes of all Executive Board meetings, and have a responsibility for correspondence on behalf of the organization to affiliate organizations, the National Alliance, and the public.

Section 5. Inspections

The Treasurer shall permit any member of the Executive Board or his/her duly authorized representative to inspect all books and records of FLARA upon written request for any proper purpose at any reasonable time.

ARTICLE VI - EXECUTIVE BOARD

Section 1. The Executive Board shall consist of:

1. **Three (3) officers** described in Article V of these Bylaws.
2. **Union Executive Vice Presidents** - each one shall be elected at each annual Convention by his or her union affiliated with the Florida Alliance. No one Union shall have more than two Executive Vice Presidents. The minimum financial contribution to FLARA must total two thousand five hundred dollars (\$2500.00) per Union Executive Vice President.
3. **Six (6) Community-Based Executive Vice Presidents** - elected at each annual Convention by the community-based organizations affiliated with the Florida Alliance.
4. **Ten (10) Area Vice Presidents** - one from each area council described in Article IV, Section 1, elected by the affiliated organizations within each area. They shall work to implement the objectives and principles of FLARA and work as area liaisons with their corresponding Central Labor Councils.
5. **Three (3) Individual Members Appointed by the State AFL-CIO President** - individuals who have demonstrated a commitment to the issues engaged in by the Florida Alliance.
6. **First Vice President** - elected by the Convention, who shall assist the President in his/her duties and shall assume the duties of the President if the

position becomes vacant, or if the President becomes incapacitated and cannot function.

7. **Second Vice President** - elected by the Convention who shall assume such duties as may be assigned to him/her by the President or the Executive Board and shall become First Vice President if the position becomes vacant for any reason.
8. **Trustees** - There shall be five (5) Trustees elected by the Convention. The Trustees shall submit a written financial report at each Quarterly Board Meeting. The Trustees shall submit an annual audit for the fiscal year from January 1 to the last day of December. The Trustees, on behalf of the Executive Board, shall, upon written request, permit the inspection of the FLARA's books and records by the Secretary-Treasurer of the national Alliance or his designee at a reasonable time, place and location.
9. **Legislative Director & Government Affairs Director** - The President shall appoint a Legislative Director and a Government Affairs Director, subject to the approval of the Executive Board, who shall work under the direction of the President and the Executive Board to carry out the programs of this Alliance. The Legislative Director and Government Affairs Director shall be a member of the Executive Board, and shall submit a written report at each Quarterly Board Meeting.
10. **Terms** - Individuals shall serve on the Board for a three-year term, except as provided in Article VI, Section 2 and 3.

Section 2. Appointments

The President, with the approval of the Executive Board, shall appoint the Standing Committees, which shall include the Fundraising Committee, the Membership Committee and the Program Committee, all of whom shall present a written report at each Quarterly Board Meeting.

Section 3. Vacancies

Should a vacancy occur in the office of any board member, the Executive Board shall designate a replacement to fill out the term.

Section 4. Quorum

A quorum of the Board shall be 50% of the membership of the Board plus one. When a quorum is once present to organize a meeting, it is not broken by the subsequent departure of one or more members of the Board from the meeting, provided that at least one quarter of the Board is present at all times. The affirmative vote of a majority of the members of the Board present at a Board meeting at which a quorum is present shall be necessary and sufficient to the making of decisions by the Board, except as a larger vote may at any time be otherwise specifically required by applicable state laws, or these Bylaws.

Section 5. Non-Attendance

Any Executive Board member who fails to attend three (3) consecutive board meetings shall be deemed to have caused a vacancy in his/her position subject to Executive Board review.

Section 6. Governing Body

During all periods when this organization is not in Convention, the Executive Board shall be the governing body and shall have the power to act pursuant to these Bylaws and to ratify the acts of the officers of this organization.

Section 7. Meetings

The Executive Board shall meet at least four (4) times a year at the call of the President or a majority of the Executive Board.

Section 8. Power of the Executive Board

The Executive Board, along with the President and Treasurer of the Alliance, shall have the power to review, discuss and authorize a Budget for the operation of this Alliance, including staff salaries and contractual obligations. Income and expenditures of the Alliance shall be reported at each meeting of the Executive Board.

Section 9. Members

An individual shall hold only one position on the Executive Board.

Section 10. Pledge

The following pledge shall be accepted as part of our Bylaws and no officer or member of the Executive Board will be properly installed until he/she has taken the following Pledge:

“I, NAME in assuming the office of TITLE OF OFFICE of the Florida Alliance for Retired Americans, Inc., do hereby solemnly swear (or affirm) that I shall faithfully perform the duties incumbent upon me, and I will, to the best of my ability, obey the laws and protect the interest of the Florida and national Alliance for Retired Americans. Upon the completion of my term of office, I will transfer all the property of the organization to my successor.”

Any officer failing to turn over his/her records of the organization to his/her successor, without good reason, may be expelled from the organization.

ARTICLE VII – PAST PRESIDENTS

Section 1. President-Emeritus

The immediate Past President shall be regarded as President Emeritus and shall be entitled to all the privileges as accorded members of the Executive Board and shall be entitled to vote at all meetings of the FLARA.

Section 2. Extension of Title

The Convention or the Executive Board may extend the title and rights of President Emeritus to any other President of this Council who has served for at least one year or more as its President.

ARTICLE VIII – GENERAL BOARD

Section 1. Composition

1. All members of the Executive Board shall serve on the General Board.
2. There shall be an adequate number of General Board members at large as determined by the FLARA Executive Board to ensure representation for all chapters and affiliated organizations on the General Board.

ARTICLE IX – CONVENTION

Section 1. Powers

The Convention shall be the highest governing body of this Organization.

Section 2. Dates

A Constitutional Convention shall be held in May or June of each year, and a State Legislative conference shall be held during the Florida State Legislative session. The President shall issue a CALL to all Executive Board Members, affiliated clubs, and general membership informing them of the date(s) and site of the Convention or the Legislative Conference at least 60 days before those dates.

Section 3. Delegates

Delegate strength shall be determined as follows:

- A. One (1) Delegate for **fifteen (15)** members or a major fraction thereof.
- B. Each Delegate present and voting may cast one vote on any question before the Convention, except that, in a roll call vote, a club or organization shall designate one delegate to vote full per capita strength of his/her club.
- C. Each individual enrolled through Article III Section 4. is entitled to one vote.

Section 4. Elections

All officers shall be elected by a floor vote unless 25% of the convention delegates request a roll call vote or the presiding chair of elections deems a roll call necessary. The Nominating Committee shall make nominations. Nominations are permitted from the floor.

1. **Voting for President, Treasurer, and Secretary** Every organization affiliated with FLARA and every individual member of FLARA under Article III, Section 4, shall be entitled to vote for President, Treasurer, and Secretary. These offices shall have terms of three years.

2. **Voting for Trustees and All Board Members** Every organization affiliated with FLARA and every individual member of FLARA under Article III Section 4. shall be entitled to vote for Trustees and all Board members unless otherwise provided for.
3. **Voting for Union Executive Vice Presidents** The Executive Vice Presidents described in Article IV, Section 2, will be elected as explained in the referenced Article and Section of these Bylaws by delegates from their respective unions at caucuses held during the annual Convention.
4. **Voting for Community Vice Presidents** The Vice Presidents described in Article IV Section 2, of these Bylaws shall be elected by delegates from community-based chapters at a caucus held during the annual Convention. Depending on the number of vacancies to be filled, the candidates with the highest number of votes shall be declared the winners of the election. No community-based chapter or organization shall hold more than one community Vice President position.

Section 5. When Held

Elections shall be the first order of business after the final Credential reports.

Section 6. Installation

Installation of newly elected Officers and Board Members shall be the last order of business of the Convention.

ARTICLE X – CONVENTION COMMITTEES

Section 1. List

The President shall, with the advice of the Treasurer and Secretary, appoint a RULES, RESOLUTION, BY-LAWS, and NOMINATING COMMITTEE at the Executive Board meeting preceding the Convention.

Section 2. Credentials Committee

The Treasurer shall, with the advice of the President and Secretary, appoint a Credentials Committee of five (5) Delegates to examine the Credentials of all Delegates and Alternate Delegates and shall make a report to the Convention.

Section 3. Rules Committee

The President shall appoint a Rules Committee. The Rules Committee shall meet in advance of the Annual Convention to make recommendations to the Convention regarding the Rules for conduct of the Convention.

Section 4. Resolutions Committee

The President shall appoint a Resolutions Committee. The Resolutions Committee shall be composed of delegates to the Convention and shall meet in advance of the Convention to consider and act upon Resolutions, which were properly submitted by chapters for their consideration. The Committee shall report its recommendations to the Convention for action by the Delegates.

Section 5. Nominating Committee

The President shall appoint a Nominating Committee. The Nominating Committee shall consist of five (5) members who are not candidates for office. The Nominating Committee will handle all nominations of officers to ensure that all nominees are in good standing with the National Alliance and FLARA and to ensure there is at least one nominee for every office subject to election.

Section 6. Sergeant-at-Arms

The President shall appoint a Sergeant-at-arms and such other committees that might become necessary for the successful completion of any convention, or as may be necessary for the success of the Florida Alliance.

Section 7. Reporting

Convention Committees shall present a written report to the Executive Board members prior to presenting the report to the Convention delegates.

ARTICLE XI- REVENUES

Section 1. Use thereof

All revenue received by this Organization from any source, including dues and fees for membership, will be used and employed for furthering the purposes of this organization.

ARTICLE XII – AMENDMENTS

Section 1. Submission of Amendments

Amendments to these By-Laws may be made by a two-thirds vote of the Delegates to the Convention of this Alliance, provided such Amendment has been submitted to the By-laws Committee at least one month before the Convention by any affiliated chapter and is reported out by the By-Laws Committee for consideration. The By-Laws Committee may propose any amendment to this Constitution upon its own initiative, by reporting its recommendation to the Convention in the report.

Section 2. Alternate Submission

Should the By-Laws Committee fail to report out any proposed Amendment properly submitted in writing by an affiliated chapter at least one month before the Convention, said proposed Amendment may be considered for adoption only by the consent of two-thirds of the Delegates registered at the convention. After debate, it may be voted upon and passed by a two-thirds vote of the members present at an official session of the convention.

Section 3. Effective Date

Any approved amendment shall become effective upon adjournment of the Convention and approval of the National Alliance for Retired Americans.

Section 4. Copies

All members of the Board and each affiliated chapter shall be provided with copies of the FLARA Bylaws and proposed amendments.

ARTICLE XIII – EFFECTIVE DATE

These By-laws go into effect immediately upon receipt of a charter by the National Alliance for Retired Americans.

FLARA C4 BYLAWS
APPROVED, June 7th, 2010