

## BY-LAWS OF THE

### GODDARD RETIREES AND ALUMNI ASSOCIATION (GRAA)

#### ARTICLE I: MEMBERSHIP

Membership is open to all retired GSFC civil service employees and alumni, as defined in the Constitution.

#### ARTICLE II: DUE AND FEES

There are no dues or fees required. Donations are accepted and are tax deductible per Amendment # 1 regarding tax exempt status.

#### ARTICLE III: BOARD OF DIRECTORS

A Board of Directors (hereinafter referred to as the Board) of seven members shall be elected every two years by the majority of the GRAA membership present at a monthly meeting. A Nominating Committee will be formed from the full membership for the identification and presentation of candidates for election. Board members shall serve a two-year term and may serve consecutive terms. All Board members shall serve on an unpaid, voluntary basis. The Board will appoint as its officers a President, a Vice President, a Secretary and a Treasurer. The Board will meet as needed or as called by the President.

#### ARTICLE IV: DUTIES OF THE BOARD

**President** -- Duties include presiding at meetings of the Board or the membership, authorizing actions for implementing the initiatives and purposes of GRAA, and appointing the chairperson of each standing and special committee.

**Vice President** -- Duties include assisting the President in the above duties, performing those duties in the absence of the President, and managing the Speakers' Program for the GRAA monthly membership meetings.

**Secretary** -- Duties include preparing the minutes of Board Meetings, maintaining custody of all official files, and preparing correspondence and documentation related to the various GRAA activities.

**Treasurer** -- Duties include the managing, documenting, and reporting of the finances of the GRAA. All monies shall be deposited in an interest-bearing savings account where any withdrawal over \$500.00 shall require the signature of the Treasurer and one other Board member. Payment of non-routine expenses shall be authorized by the Treasurer and the President.

#### ARTICLE V: BOARD VACANCIES

If a Board vacancy occurs in the unexpired term of office of the President, Vice President, Secretary, or Treasurer, the following protocols will apply:

- (a) The Vice President automatically assumes the office of President if it is vacant. If the Vice President declines the position of President, he/she will chair a meeting of the remaining Board members to appoint a Board member to complete the unexpired term.

- (b) If the office of Vice President becomes vacant, the President will chair a meeting of the remaining Board members to appoint a Board member to complete the unexpired term.

If all Board members decline the position of President or Vice President, the Board will recruit a candidate from the GRAA membership to complete the unexpired term.

- (c) If the office of either the Secretary or the Treasurer becomes vacant, the President, with approval from the other Board members, will appoint a GRAA member, with his/her agreement, to complete the unexpired term.
- (d) The same process used for filling a vacant Secretary or Treasurer position will be applied if a Director at Large position becomes vacant.
- (e) Any member agreeing to serve in an appointed position for an unexpired term of any vacant Board position will assume such office or position immediately upon appointment. The position will expire at the end of the current two-year term. Any appointed member, if agreeable, could be added to the slate of nominees for the next GRAA election (e.g., 2016, 2018, etc.).

**ARTICLE VI: MEETINGS**

Meetings of the general membership are normally held on a monthly basis. Meetings of the Board are held as needed and at the direction of the President.

**ARTICLE VII: DISSOLUTION**

In the event of dissolution of the GRAA, all assets remaining after payment of debts shall be distributed to the Goddard Employees Welfare Association (GEWA) to benefit its membership.

**ARTICLE VIII: AMENDMENTS**

The By-Laws may be amended by a two-thirds vote of those present at a scheduled monthly meeting if prior notice of the proposed amendment has been made at the preceding monthly meeting and published in the GRAA Newsletter.



Ronald Browning  
President, GRAA Board of Directors



Date

{The Amended GRAA By-Laws, dated August 13, 2013, has been further amended to include a **new** Article V, Board Vacancies, and a re-numbering of the remaining articles: Article V becomes Article VI – Meetings, Article VI becomes Article VII – Dissolution, and Article VII becomes Article VIII – Amendments.}