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**CONSTITUTION AND BY-LAWS
FOR
DALLAS CITY RETIRED EMPLOYEES ASSOCIATION**

CONSTITUTION

Article I

Name

The organization shall be known as the Dallas City Retired Employees Association (DCREA). In this document, the organization is referred to as the Association.

Article II

Purpose

Section 1. General

1. To provide an organization to promote and sponsor activities for the mutual benefit of all members.
2. To perform such activities as may be deemed beneficial to the organization by the Executive Committee.

Section 2. Specific

1. To take such action as necessary or appropriate to protect retirement benefits.
2. To provide such means as necessary to finance the organization and the activities it sponsors.
3. To provide cultural and social activities for the members of the Association.

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Article III

Members

Section 1. All retired civilian employees of the City of Dallas; their spouse and/or surviving spouse are eligible for membership in the Association.

Section 2. All vested members of the City of Dallas Employees' Retirement Fund are eligible to become non-voting associate members of the Association.

Article IV

Officers

Section 1. Elected officers of the Association shall be: President, 1st Vice President, 2nd Vice President, 3rd Vice President, Secretary, Treasurer and Members-at-Large.

Section 2. The immediate past President of the Association shall be a member of the Executive Committee and will serve as the Parliamentarian.

Article V

Committees

The President shall establish such committees as necessary to carry out the function and purpose of the Association.

Article VI

Executive Committee

The elected Officers, immediate Past President, and Members-at-Large shall constitute the Executive Committee.

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Article VII

Government

The Executive Committee of the Association shall be the governing body.

Article VIII

Elections and Appointments

Section 1. Elections

1. The President shall appoint a Nominating Committee, consisting of three to five members at least 60 days prior to the annual meeting.
2. The Nominating Committee shall submit the recommended slate of nominees for office to the Executive Committee for review.
3. At the annual meeting, the slate of nominees for office shall be presented to the members of the Association to be elected. Additional nominations may be made from the floor.
 - a. The President, 2nd Vice President, Secretary, 2nd and 4th Members-at-Large shall be elected in even numbered years.
 - b. The 1st Vice President, 3rd Vice President, Treasurer and 1st and 3rd Members-at-Large shall be elected in odd numbered years.
4. No person shall be a candidate for more than one office. All votes shall be cast simultaneously for each office and a majority of the votes for each office shall decide the election. No member of the Association shall be eligible to vote for a candidate or to hold office unless their annual dues are paid prior to the election.
5. The elected Officers shall assume their office immediately following the election, unless the Executive Committee determines that modification is necessary due to an extreme emergency or Act of God.

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6. The tenure of the elected Officers shall be two years and no officer shall serve in the same office for more than two terms or four consecutive years, unless the terms shall be modified by the Executive Committee due to an extreme emergency or an Act of God.
7. In the event of death, resignation or incapacitation of an Officer, a successor shall be appointed by the Executive Committee to fill the unexpired term of that office.
8. The Executive Committee shall have the authority to appoint Legal Counsel.
9. An Officer may be dismissed from the Executive Committee for three consecutive absences from Executive Committee meetings upon a vote of the majority of the Executive Committee.

Article IX
Meetings

Section 1. Meetings of the Association shall be held at least once annually, unless the Executive Committee determines that there has been an extreme emergency or an Act of God. The precise date of the annual meeting shall be determined by the Executive Committee. Notice of the Association meetings shall be made via mail, telephone, email, virtual and/or news media.

Section 2. The Executive Committee shall meet at a time and date designated by the President.

Section 3. The President or a quorum of the Executive Committee may call special meetings.

Section 4. The quorum necessary to conduct a meeting of the Association shall be twenty-five (25) members, whether attending in person or remotely where members are connected electronically or virtually. A quorum of the Executive Committee shall be six (6) members, whether attending in person or remotely where members are connected electronically.

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Article X

Finance

Section 1. Each member and associate member shall make an annual contribution (dues) as determined by the Executive Committee and the Association.

Section 2. The annual contribution shall be payable by payroll deduction or at the annual meeting of the Association.

Section 3. All finances of the Association shall be under the direct supervision and control of the Executive Committee.

Section 4. The President shall appoint an Audit Committee to audit the financial records of the Association and the results shall be reported at the annual meeting.

Section 5. The Treasurer or President must sign checks up to \$500.00. The Treasurer and President must sign all checks over \$500.00. The 1st Vice President shall be authorized to sign checks in the absence of the Treasurer or President.

Section 6. On-Line Banking may be used by the Treasurer to disburse or deposit funds and to monitor Association accounts.

Section 7. A credit card may be obtained and utilized to make disbursements directly or on-line. In the case of a disbursement over \$500.00, prior written approval shall be obtained from the President.

Article XI

Amendments to the Constitution

An amendment of the Constitution must be submitted to the Executive Committee for approval prior to it being presented to the membership for approval and adoption. Two-thirds majority vote of the members present and voting at an Association meeting are required for formal adoption.

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By-Laws

Article I

Duties of Officers

Section 1. The President shall:

1. Preside at all meetings of the Dallas City Retired Employees Association (DCREA) and the Executive Committee. In this document, the organization is referred to as the Association.
2. Plan the meeting and activities of the Association and hold the Officers responsible for the activities entrusted to them.
3. Sign all official documents and papers of the Association.
4. Performs other duties as are attached to the office of the President.
5. At the annual meeting fully inform the membership of all the actions and decisions of the Executive Committee.
6. Enforce the Constitution and By-Laws of the Association.

Section 2. The 1st Vice President shall have the powers and authority to perform all the duties of the President in his/her absence followed by the 2nd Vice President and 3rd Vice President in that order.

Section 3. The Secretary shall:

1. Keep a record of the proceedings of all Association meetings and read the minutes at the next official meeting. Keep the minutes of all Executive committee meetings.
2. Maintain the official records and correspondence of the Association.
3. Notify the Officers of all Executive Committee meetings.
4. Notify the members of the Association as to the time, place and content of all membership meetings.

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5. Receive and file reports from committee chairpersons and all committee meetings.
6. Maintain a membership roster of the Executive Committee and appointed committees.
7. Provide updated copies of the Constitution and By-Laws to the Executive Committee and members of the Association upon request.

Section 4. The Treasurer shall:

1. Keep accurate records of all funds of the Association.
2. Keep a record of all receipts and disbursements.
3. Report all revenue and expenditures at the Executive Committee meeting.

Section 5. Counsel shall handle the legal affairs of the Association.

Section 6. The President or his/her appointee shall attend Employees' Retirement Fund Board meetings on an as needed basis as determined by the Executive Committee, report to the Executive Committee on any meetings attended and any other news of interest concerning the Employees' Retirement Fund and provide information to the Employees' Retirement Fund Board on behalf of the Association.

Article II

Amendments of the By-Laws

An amendment of the By-Laws must be submitted to the Executive Committee for approval prior to it being presented to the membership for approval and adoption. Two-thirds majority vote of the members present and voting at an Association meeting are required for formal adoption.

Article III

Robert's Rules of Order (revised) shall govern in all cases.

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**Article IV
Indemnification**

Section 1. The Association shall indemnify and hold harmless all the members of the Executive Committee, Legal Counsel, and Agents of the Association who may be named as defendant or respondent in any proceeding as a result of his or her actions or omissions within the scope of his or her official capacity in the Association.

For this purpose an Agent is a member of the Association acting on behalf of the Association at the direction of the Executive Committee or a majority thereof. The indemnification provided for herein shall not include claims or demands arising from the operation, maintenance, storage or ownership of an automobile or other motor operated vehicle.

Section 2. The indemnification authorized hereunder includes indemnity against judgements, penalties, claims, fines, settlements and reasonable expenses (including attorney fees) actually incurred in connection with the proceedings.

Section 3. The Association is authorized to procure indemnity insurance to comply with the terms in this section.

**Article V
Past Amendments**

These Constitutions and By-Laws were approved and adopted by the membership of the Association at its meeting held on April 5, 1997.

Amended by the membership of the Association at its meetings held on July 12, 1997, July 29, 2000, July 28, 2001, July 14, 2004, July 29, 2006, July 26, 2014 and May 7, 2021.