

## **Agenda**

### **UMRA Board Meeting, November 28, 2022**

1. Approval of October Board meeting minutes
2. Financial report and discussion of dues income
4. Review of program survey
5. Update on venues; plans to visit Midland Hills
6. Discussion of announcements about move to Midland Hills.
7. Update on UMRA/URVC integration
8. Update on nominating committee
8. Update from program committee
9. Update on website development

**UMRA Board of Directors Meeting (Zoom)**  
**Monday, October 24, 2022**  
**1:00 p.m.**  
**Approved Minutes**

**In attendance (virtual):** Frank Cerra, Will Craig, Bill Donohue, Kristy Frost-Griep, Cathy Lee Gierke, Cherie Hamilton, Laurie Koch, Russell Luepker, Kate Maple, Ron Matross, Jan McCulloch, Jan Morlock, Kris Mortensen, Jerry Rinehart, Barb Shiels, Julie Sweitzer, KaiMay Terry, Cathrine Wambach, Diane Young

**Regrets:** John Bantle, Eric Hockert

Ron Matross opened the meeting at 1:00 p.m. He went over the agenda and asked if anyone needed to adjust the order due to leaving early. The item on venues was moved up. Jan said she wanted to be sure the board was ok with the Nominating Committee proceeding, and Ron asked that it be covered in connection with the URVC bylaws report. Jan McCulloch said it was good to prioritize items to avoid being rushed. Julie presented the September minutes, noting Cathy Lee's clarification. Laurie moved approval of the minutes, Barb seconded, and all voted in favor.

**Financial Statement:** Kristy presented the September report. Annual dues are just under \$10,000, well short of the budgeted \$15,000, but still coming in. Luncheon revenue looks high, but it includes approximately \$2,900 in prepaid fees, so it is typical. The report notes include reference to possible expenses for members serving on the AROHE board, but Eric had reported AROHE was covering travel and housing costs. Cherie confirmed that AROHE would cover expenses. Kristy said UMRA is in good shape. Jan moved approval and Jerry seconded. All voted in favor.

**Venue Committee:** Ron first asked Frank for any updates on the Campus Club. Frank reported that as of yesterday U Dining Services is not interested in using the 4<sup>th</sup> floor, and the provost still does not want to subsidize the Campus Club. He will report back any news from Wednesday's Campus Club board meeting. Bill summarized the recommendation of the Venue Committee, which is to use the Midland Hills Country Club due to its easy access and roughly equivalent pricing. Diane said they had considered the Graduate Hotel but they will only reserve 60 days in advance if no hotel rooms are booked, and the Bell Museum, which has a \$1500 room charge as well as pricey caterers. Kate said the St. Paul Student Center is scheduled to be replaced and does not have a good room for speakers, plus very limited parking. Bill moved approval of the report and to authorize the president to reserve space for March, April and May. Jan Morlock recognized UMRA's priority is quality space for programs but was concerned about the collateral impact on the Campus Club if we pulled out too soon. Frank said the 'drop dead' decision date on closure is still the end of November, and Bill said the club was not taking reservations for March and beyond, which relieved Jan's concern. Cherie asked about Midland's capacity for the May annual meeting, and Bill said it was sufficient. Jan McCulloch hoped the easier access at Midland would bring a few people back.

Diane said she followed up with the 12 'no shows' from September and of the 8 responses, 3 cited parking and 5 forgot or had a conflict arise. She will check with any no shows at the October Forum as well. Ron asked about tech support. Kris confirmed that when they looked at Midland previously, they had a projector, podium, sound, etc. but no staff. Frank thought that if we were considering hybrid meetings, it might be hard to do. Cathy Lee thought that a hybrid meeting was doable. Ron noted they charge \$100 for a projector so it might be worth buying one instead. Bill encouraged the board to approve the motion to reserve the dates and let the committee figure out the technical needs afterwards. Jan seconded the motion with a friendly amendment asking the committee to figure out technology. Bill noted we can still cancel, and Jerry asked that we evaluate the site after each event. Cherie wanted the site evaluation before buying equipment. The motion, as seconded, was to authorize the president to reserve 3 dates, further evaluate Midland's technical capacity and evaluate whether Midland was meeting UMRA needs after each event. All voted in favor.

**Attendance at Forums:** Ron raised his concern about attendance at forums, noting the numbers are substantially lower than the equivalent months in 2019, and proposed a survey of members. Kate thought the drop is due to the pandemic and people avoiding groups. Laurie has heard the same. Barb asked if we did better with Zoom attendance in 2021, and whether the issue was the speaker topics? Frank thinks parking, COVID and fear of the flu are the barriers, and thinks we should evaluate hybrid meetings. Cathy Lee thought a survey was a good idea, but COVID is still a big factor. She thinks it would be easy to do a hybrid meeting with one camera. Russell said not to underestimate the parking problems. Kris offered a comparison with membership numbers. In August 2019 UMRA had 600 members, and in June 2022 there were 800 members, so she raised the question of whether that meant the drop off was more significant. Participation in Zoom forums in September 2021 was 60, and in October 50. Bill said that the September 2019 speaker was Josie Johnson and November 2019 was new president Joan Gabel, so both were very popular and probably not good comparisons. He thinks the drop is due to COVID primarily, and parking second.

Diane said the Women's Club had 156 reservations in October (25 were students) out of 312 members. Cherie liked the idea of a survey and thinks we should ask members about ideas for speakers. Jerry said he thought about 1/3 of the attendees in September came in angry about parking. He was able to get in by pushing the help button and saying he was with UMRA. Diane said we can make parking reservations at \$1 per name. KaiMay thinks accessibility, choice of speaker, and COVID are the main reasons. Jan Morlock wants to contact other Big 10 retiree associations and compare their experience pre-Covid and now. Kris said we should take the parking discussion offline and she will explore options with Diane. Ron asked Cherie how the Women's Club knows which speakers will be popular? Cherie said that they do surveys (although she is not sure if speaker topics are on the surveys) and invite mostly women to speak. She thinks science and medicine are not of interest to most people. Ron noted that when we did a hybrid meeting there was a small number of people online, in the low teens. Barb offered a defense of program selections, noting that we tend to pick academic speakers because this is an academic institution, and there is an attempt to avoid repeating speakers or

topics. KaiMay suggested thinking of broad topics rather than individual speakers, such as inflation and globalization. Kris noted that the October speaker is on climate change, which is a broad topic, and the November topic is midterm elections with a popular speaker. Bill said UMRA had done a survey 3 to 4 years ago, and the fame of the speaker does matter. Moving locations frequently would probably be negative, and he thinks there are probably more like 200 active members. Ron said other Big10 associations also note 150-200 active members. Diane noted there are already 42 reservations for November. Kristy suggested adding a soundbite to promotions. Jerry thought it would be worth defining 'active member' as a measure of success.

Ron then took a different angle, and asked if we should consider alternative formats, like morning coffee and pastries. Cathy Lee said that was a great idea for the survey, as well as outdoor options. Julie noted that cost hadn't been raised, although it has been a concern in the past. She likes the idea of a morning format. Kate has heard that cost is concern, along with the price break on membership fees for couples. Ron said the membership committee was addressing the fee issue and agreed cost may be a concern, so he'd like to roll back the price when at Midland if possible. Jan McCulloch said her entrée to UMRA was an interest group, and that's a great way to socialize new people to the group as a whole. Ron said alternative formats could be cheaper and more comfortable for those with COVID concerns (e.g., easier to maintain masks without a meal.) Will and Cathrine will help on the survey.

Ron asked how and when we should communicate the change in location decision? Kris said we could write something in January. Kate suggested we lead with reduced (or at least not raised) cost and better parking and access. Ron thought we should not announce now, and Bill and Frank agreed, suggesting January to allow the Campus Club decision to shake out. Kris also agreed, suggesting the board might meet at Midland once so we can say "we were there." Bill wasn't sure the food costs were reasonable for a small group such as the board. All agreed we can hold off any announcement until January.

**URVC/UMRA Reaffiliation:** Jerry reported that the bylaws revision committee had met several times. The primary decisions so far (details are in his written report) include agreement that the chair of the URVC Management Committee should be an UMRA member. The position of URVC treasurer will be eliminated since URVC funds are managed by U Relations, who will send reports to the chair and the UMRA Treasurer. URVC will have 4 officers: Chair, vice chair/program director, secretary and the UMRA president-elect. They want to allow members of the URVC Management Committee to join UMRA. The URVC nomination committee chair should serve on the UMRA nomination committees to align their processes and selections.

Bill said he supports all the changes, and we should wait to approve them until there is an actual draft. Jerry agreed he is not asking for a vote, just updating on progress and asking for feedback. Jan wants board approval for the nomination process timing, which UMRA bylaws say should occur no later than February (Article X.) Bill said he thinks that should change to January because February has always felt too late. Jerry noted the approval of the bylaws has to go to the full board in May at the annual meeting but thinks it would be valuable to start including

the URVC now (he attends UMRA board meetings as the URVC chair.) Jan can include the URVC nomination chair in her Nomination Committee meetings. Bill thought it was fine to do those things informally and hold the final approval vote on all bylaw changes in May.

**Social Activities:** Ron started a discussion of all-member social activities, such as the summer gathering held at Como Park and the fall welcome back event, this year held on the Jonathan Paddleford in September. In past there had been a holiday event in December. Jan Morlock said that a debrief by planners concluded the summer/fall events were too close together. Jan McCulloch recommended that we not do a Christmas seasonal event given the diversity of the membership. Kate thought a spring, summer and fall seasonal schedule allows the possibility of outdoor events.

Cherie asked if there are under the Social Activities Committee or Program committee? Ron said he was agnostic, but they are big events that may warrant the Program and Host Committee support. Cherie said she would appreciate a decision, and she has organized events for 800 to 1000 people for OLLI. Ron asked if she wanted to take the all-member social events on, and Cherie replied not necessarily. It was agreed that the Social Activities and Program committees should discuss this together. Jerry suggested having the Host Committee involved could help. Diane said that as chair of the Host Committee, she wanted collaboration on dates. If the Host Committee has to do registrations, names tags, etc. every month (for all member events as well as program events) they will burn out. Cathy Lee said this was ringing process management bells, and it was important to clarify in advance who is responsible.

Will reminded members of the November 20 women's basketball game social event, which has sold 16 tickets so far. Cathy Lee hopes to have the new website live by mid-December.

Ron **adjourned** the meeting at approximately 2:53 p.m.

## Update on the Campus Club

Learnings from an email from Ann Holt:

1. The Provost will fully fund the CC rent for this fiscal year(2022-2023)
2. The Provost will fund 50% of the CC rent for the next fiscal year(2023-2024)
3. The Provost will NOT fund any CC Rent for fiscal year 2024-2025
4. The CC is approved to negotiate its rent with University Real Estate. The Provost will provide NO assistance. Lincoln Kallsen is working with the real estate office to set up the process for the negotiations
5. The CC continues to complete the application process to become a 501c3

Frank

1. Since July 2021, have you attended any of these UMRA events:

	Yes	No
In-person luncheon forums or social events	<input type="radio"/>	<input type="radio"/>
Zoom workshops or forums	<input type="radio"/>	<input type="radio"/>
Special interest group meetings	<input type="radio"/>	<input type="radio"/>

2. Are you able to attend any UMRA in-person events?

- Yes
- No, I don't live in the area (will skip to last question)
- No, I'm physically not able (will skip to last question)

3. Pre-COVID, how often did you attend UMRA in-person events?

- Regularly--5 or more times a year
- Occasionally-- 1-4 times a year
- Not at all--didn't attend
- Not Applicable---wasn't an UMRA member then

4. Have the following been obstacles or barriers to your attending our recent in-person events? These are factors that have kept you from attending, or factors that you have overcome if you have attended.

	Major obstacle	Minor obstacle	Not an obstacle
Concerns about COVID and other infectious diseases	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Parking	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Getting from parking to Campus Club	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Cost	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Schedule conflicts	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Transportation to campus or other venue	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Not interested in speakers/topics	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Have generally cut back on going out	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Prefer Zoom programs	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Other (please specify)



5. Our traditional luncheon forums combine a hot lunch, socializing at tables, and a speaker. We'd like to know whether there is interest in other formats for these in-person forums. How appealing to you is each of the following?

	Very appealing	Somewhat appealing	Not appealing
<b>Traditional lunch forum</b> --Seated at tables, hot lunch, followed by a speaker	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
<b>Lighter lunch forum</b> --Seated at tables, sandwich lunch, and speaker (slightly less expensive)	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
<b>Afternoon coffee forum</b> --Early afternoon, seated at tables, coffee and snack, speaker (substantially less expensive)	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
<b>Morning coffee forum</b> --Mid morning, seated at tables, coffee and snack, speaker (substantially less expensive)	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
<b>A mixture</b> --some luncheons and some coffees	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

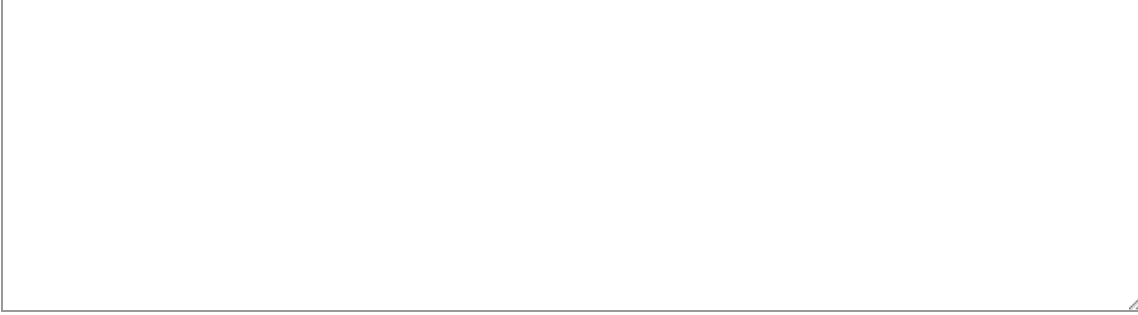
6. Which of the forum formats from question 6 above is your top preference?

- Traditional hot lunch
- Sandwich lunch
- Afternoon coffee
- Morning coffee
- A mix of lunches and coffees

7. How important is to you, personally, to have our in-person forums at a location on the University campus?

- Very important
- Somewhat important
- Slightly important
- Not important
- Not applicable

8. Finally, we'd like your suggestions on how we can make our in-person and virtual events better.

A large, empty rectangular box with a thin black border, intended for the user to provide suggestions on how to improve in-person and virtual events. The box is currently blank.

# Program Committee

Report to UMRA Board of Directors (11/28/22)

Updated 11/25/22 (9/12/22)

## Forums

- Venues
  - Campus Club, Sept.-Nov. 2022
  - Zoom, Jan. and Feb. 2023
  - Midland Hills, March-May 2023 (Evaluate after March meeting)
  - TBD Sept.-Nov. 2023
- Attendance trends – Forum, Zoom webinars, social in-person events
  - See charts attached below.
- Video recordings
  - In-person events via Zoom or livestreaming and or recorded
  - November 2022 Forum was recorded
  - To be evaluated for future events
- Question for Board members
  - Do you attend the Zoom webinars? Regularly, frequently, seldom?
  - What prompts you to attend (or not)?
  - We'd like to hear your comments in addition to the Survey results to help guide our efforts.
- Luncheon cost
  - Set at \$30 per person for 2022-23. This cost is less than the per capita cost of the event from the venue due to a partial subsidy from UMRA dues income.
  - All-year payment plan is available now.
- Sub-Committees (see lists below)
  - Host
  - Zoom
  - Moderators
- Proposal to engage new members (Jan Morlock)
  - Invite all new members to Forums, personal invites
  - Role for Program Committee
  - Plan to coordinate with Membership Committee
  - May want to broaden this to make personal connections with all new members to engage more fully in other UMRA activities. Coordinate with Membership Committee.
  - May include Board, Membership Committee, and Program Committee members.

11/25/22

Eric Hockert

Program Committee, Chair

## Living Well Workshops

- Sept.-Nov. 2022, Jan.-May 2023, Sept.-Nov. 2023
- All via Zoom

## Social Events

### Program Committee **and** Social Activities Committee

- Potential ideas
  - August Summer Social at Como Dockside? May want to consider a different venue.
  - Fall boat ride on Jonathon Paddleford
  - In-person December holiday party
  - Other programming as planned by the Social Activities Committee
  - **Question for the Board – other ideas?, send to Eric and Cherie**

### Attachments

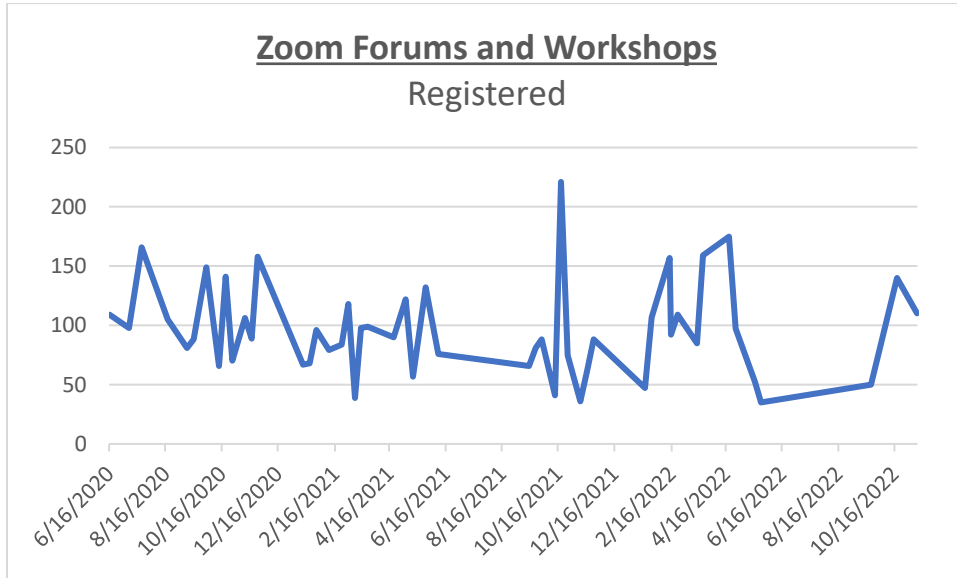
- Program speakers, topics, dates, hosts, moderators (included at end of this report)
- Attendee Report, 2020 – 2022 Kris Mortensen
- Forum and Workshop Zoom attendance May 2020 – November 2022
  - Based on Kris' data (above)

# Attendance Trends

## Are there obvious trends?

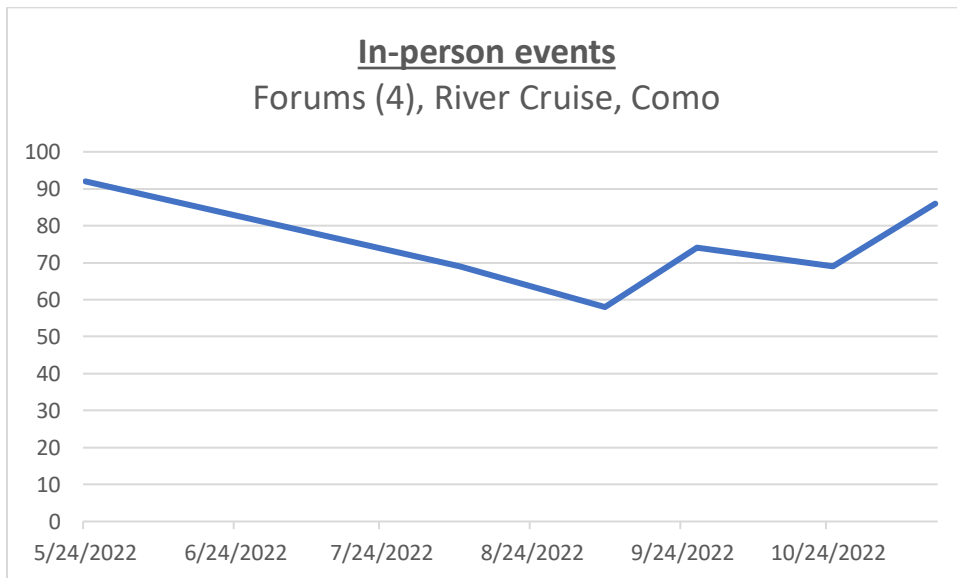
Oct. 19, 2021 and Oct. 18, 2022 were OHR workshops on health care options.

May 24, 2022 was the Annual Meeting.



Data from Kris Mortensen

“UMRA Zoom Webinars: Attendee Report, 2020-2022” (Updated 11/22/22)



Data from Diane Young (Chair, Host Committee, 11/23/22)

11/25/22  
Eric Hockert  
Program Committee, Chair

## Members of the 2022-2023 Program Committee

### Name

Bradley Clary

Bill Donohue

Barb Shiels

Jan Morlock (Past President-FY22)

Frank Cerra

Cherie Hamilton

Julie Sweitzer

Eric Hockert (Program Chair)

Paul Schanfield

Ron Matross (President-FY23)

Wendy Lougee

### Host Committee

Diane Young (Chair)

Nancy Helmich

Char Greenwald

Diane Gihl

**B. Jan McCulloch**

### Zoom Committee

Virgil Larson

John Anderson

Kris Mortensen

Cathy Lee Gierke

### Moderators

Mary Koppel

Julie Shweitzer

Karen Schandfield

Donna Peterson

Cynthia Scott (?)

Month	Event	Date	Speaker, Title, Affiliation	Topic	Host/ Introducer	Moderator's name for Q&A
September 2022	Boat Ride	9/8/2022		Boat Ride in St. Paul on Jonathan Paddleford	Jan Morlock	Not needed
September 2022	Workshop Zoom	9/20/2022 11 a.m.	UMRA SIG & URVC Leaders	UMRA SIGS and the URVC	Jan Morlock	Jan Morlock
September 2022	Forum In-person	9/27/2022 11:30 a.m.	Jane Graupman Executive Director International Institute of MN	Immigration in Minnesota	Eric Hockert	Not needed
October 2022	Workshop Zoom	10/18/2022 11 a.m.	Katie Kolodge Health & Wellness Consultant Office of Human Resources	Health Insurance Update	Ron Matross	Mary Koppel
October 2022	Forum In-person	10/25/2022 11:30 a.m.	Jessica Hellman Executive Director UMN Institute on the Environment	Environmental Issues	Ron Matross	Not needed
November 2022	Workshop Zoom	11/9/22 11 a.m.	Janet Dubinsky Professor, Dept of Neuroscience	Neuroplasticity in Aging	Frank Cerra	Mary Koppel
November 2022	Forum In-person	11/15/2022 11:30 a.m.	Kathryn Pearson	Midterm Elections	Jan Morlock	Not needed
December 2022	Social?	No	No	No Holiday Party this year		Not needed
January 2023	Workshop Zoom	1/17/2023 11am	Julie Kelly, Science Librarian (retired) Carissa Tomlinson, Libraries Director of Student Experience,	How to get the most out of your UM library privileges	Wendy Lougee	Julie Sweitzer

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Program Committee, Chair

			Learning, Outreach			
<b>January 2023</b>	Forum Zoom	1/24/2023	Nathan Hopkins (Legislative Analyst House Research Department) plus a "couple of current regents"	Regent selection process	<b>Bill Donohue</b>	Mary Koppel
<b>February 2023</b>	Workshop Zoom	2/21/2023 11am	Julie A. Switzer MD.  Department of Orthopedic Surgery. Medical School  TRIA St Louis Park, Park Nicollet Medical Center	Aging and weakening of the bones	<b>Frank Cerra</b>	Mary Koppel
<b>February 2023</b>	Forum Zoom	2/28/2023	Steve Simon	Secretary of State	<b>Brad Clary</b>	
<b>March 2023</b>	Workshop Zoom	3/21/2023 11am	Marti DeLiema UMN School of Social Work	Fraud/scams/elder financial exploitation	<b>Lynn Anderson</b>	Julie Sweitzer
<b>March 2023</b>	Forum In- person	3/28/23	JD Burton Chief Government Relations Officer University Relations	University's budget request to the legislature and its status	<b>Bill Donohue</b>	Not needed
<b>April 2023</b>	Workshop Zoom	4/18/2023 11am	Keri Ristic UMN Director of undergraduate admissions	College Admissions Today: What your grandkids need to know	<b>Ron Matross (need a backup host - Eric Hockert)</b>	

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<b>April 2023</b>	Forum In-person	4/25/2023	Scott Gillespie Editorial page editor of the StarTribune	Editorial page view of the University	<b>Wendy Lougee</b>	Not needed
<b>May 2023</b>	Workshop Zoom	5/16/2023 11am	TBD (Bernie Gulachek? may have referrals)  Arshia Khan? (UMD) Humanoid Therapeutic Robot and Wearable sensors automation	Digital Aging: Technology for better health and wellness	<b>Ron Matross</b>	
<b>May 2023</b>	Annual meeting In-person	5/23/2023	Dave McMillan	Challenges and opportunities facing UMD	<b>Barbara Shiels</b>	Not needed
<b>August 2023</b>	Social?	TBD				Not needed
<b>September 2023</b>	Workshop Zoom	9/19/2023 11am	Meredith E. Adams, MD MS Associate Professor Chief, Division of Otolaryngology - Head & Neck Surgery	Hearing and Aging and Over-The Counter Hearing Aids	<b>Frank Cerra</b>	Mary Koppel
<b>September 2023</b>	Forum In-person	9/26/2023	Jill Hasday Professor, Distinguished McKnight University Professor	Implications of Roe v Wade reversal for reproductive health care, privacy rights and interstate travel for abortion access	<b>Barbara Shiels</b>	Not needed

<b>October 2023</b>	Workshop Zoom	10/17/2023 11am	Katie Kolodge Health & Wellness Consultant Office of Human Resources	Health Insurance Update	<b>Ron Matross</b>	Mary Koppel
<b>October 2023</b>	Forum In-person	10/24/2023	Mark Coyle UMN Athletic Director and Jeremiah Carter	Expansion of the Big Ten and the effects of name image and likeness payments on intercollegiate athletics	<b>Bill Donohue/ Joel Maturi</b>	Not needed
<b>November 2023</b>	Workshop Zoom	11/21/23 11am	Designated by the organization	Senior Linkage Line and state services for seniors	<b>Ron Matross</b>	
<b>November 2023</b>	Forum in-person	11/28/2023	Calvin Phillips Vice President Student Affairs and Dean of Students  Maggie Towle Former Interim Dean of Students and currently co-chair of President's Initiative for Student Mental Health  (Co-presenters)	Student success/experience today	<b>Jan Morlock</b>	Not needed
<b>December 2023</b>	Social?	TBD				Not needed

11/25/22  
Eric Hockert  
Program Committee, Chair

## **Summary of November 17, 2022 Bylaws Work Team Meeting**

- I. The Work Team Recommends the Following Changes to URVC Name, Structure, and Bylaws
  - a. That the name of this body be URVC **“Council.”** This term more appropriately captures the leadership function of the organization. Pragmatically, using **Council** as the name for the full leadership group, also facilitates the use of the term “Committee” to identify our sub-groups (Executive Committee, Nominating Committee, Communications Committee etc.) Finally, it also differentiates URVC from the various “committees” within UMRA.
  - b. That the Chair of the URVC Council must be a member of UMRA. Other Council members will be considered eligible to join UMRA, but membership is not required.
  - c. That the positions of Vice Chair and Project Director be combined.
  - d. That the Treasurer position be eliminated since URVC financial tracking is provided by the U Relations staff. The monthly reports created by U Relations staff can go directly from U Relations to the URVC Chair and the UMRA Treasurer (see UMRA “Treasurer” below). The URVC Executive Committee will assist in setting financial goals and objectives, the Council Chair, however, will have final responsibility and authority over the URVC spending and financial operations.
  - e. That the URVC Council will include four officers, who constitute the Executive Committee (Chair; Vice-Chair/Project Director; Secretary, and UMRA President-Elect), and additional committee members for a total of at least seven but no more than nine Council members.
  - f. That nomination/election processes should be modified to reflect the following:
    - i. The URVC nomination timeline will be adjusted to align URVC with UMRA nomination processes. This may require special (likely on-line) meetings of URVC. UMRA has shared with URVC its proposal for a modified timeline beginning in January 2023.
    - ii. The Chair of the Council Nominating Committee will serve on UMRA Nominating Committee.
    - iii. In years in which the URVC Council Chair is up for re-election<sup>1</sup>, the final nominee for Chair will be approved by the UMRA Nominating Committee.

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<sup>1</sup> URVC Chair and Council positions are elected for three-year terms.

- iv. In appropriate years (see footnote #1), the URVC nominee for Council Chair will be presented for approval along with the UMRA slate of new board members and officers at UMRA's annual May membership/business meeting. Names of other URVC Council members and officers will be included in the UMRA Newsletter along with the slate of UMRA candidates in advance of this annual meeting.
- g. That to document the historical reaffiliation of URVC and UMRA, each organization's bylaws will contain a statement similar to the following:

"In May 2022, to better serve University of Minnesota retirees and the University community, UMRA and URVC approved a reaffiliation agreement in which URVC became a Center within UMRA."

*[Formal approval of URVC Bylaw changes to be made at January 2023 meeting of the URVC Council. As indicated in the current URVC bylaws, least ten days advance notification is required.]*

## II. The Work Team Recommends the Following Changes to UMRA Bylaws

- a. **Article III "Membership"**: to include a phrase to reflect URVC MC's possible inclusion of non-UM retirees:  
"Any person who is a retiree from the University of Minnesota (faculty, P&A, Civil Service, or bargaining unit), his or her spouse, or the spouse of a deceased retired person, **or a member of the URVC Management Committee** may become a member of the Association upon payment of annual dues. Exceptions may be made by the Board of Directors. "
- b. **Article IV "Officers"**
  - i. Paragraph 1: Paralleling the addition of URVC Chair to UMRA Executive Committee: "The officers of the association shall be a President, a President-Elect, a Secretary, **and** a Treasurer, **and the chair of the URVC Management Committee**, all of whom shall be elected by the membership of the Association at its annual meeting, plus the UMRA Immediate Past President. The officers will function as the Executive Committee of the Board..."
  - ii. Paragraph 5: "The Treasurer shall keep the books of the Association; receive and deposit dues and other funds received by the Association; **receive bi-monthly financial reports regarding URVC Council funds**; expend **UMRA** funds as authorized by the President or the Board of Directors and perform such other like duties as the Board of Directors may specify. The Treasurer shall make an annual financial report

including **URVC Council finances** to the Association at the first meeting in the fall, and monthly **UMRA** financial reports to the Board or at such other times as the Board may direct.”

- c. **Article V: “Board of Directors”** Need to modify numbers to reflect additional elected officer: “...no more than ~~20~~ **21** members including the ~~four~~ **five** elected officers, immediate past president, twelve at-large directors, and up to three additional directors who have served as past President”
- d. **Article X: Election:**
  - i. Paragraph 1: “A nominating committee consisting of ~~five~~ **seven**<sup>2</sup> members of the University of Minnesota Retirees Association (excluding the President) shall be established by the Board of Directors not later than the February meeting. The slate of nominees shall be published in the May Newsletter and be presented at the annual meeting for election.
  - ii. Paragraph 2: “Three members of the nominating committee shall be Association members not on the Board and two shall be members of the Board of Directors. The **UMRA president-elect and the chair of the URVC nominating committee shall also be members of the nominating committee.** The chair of the committee shall be the immediate past president; in his/her absence the Board of Directors shall designate the chair of the committee.”

*[Following approval by the UMRA Board, the UMRA bylaw changes will be finalized as stated in Article XII]*

- III. Assignments:
  - a. David Hunter will incorporate URVC bylaw changes share a draft with the Work Team by December 3, 2022.
  - b. Jerry Rinehart and Bill Donohue will incorporate UMRA bylaw changes and share with the Work Team by December 3, 2022.
  - c. Once approved by the Work Team, the revised bylaws will be presented to the full leadership each organization by the appropriate team members.

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<sup>2</sup> Although the current UMRA Bylaws state there will be five members on the nominating committee, I believe there have been, in practice, at least six, since the president-elect has been added; and seven if the past-president (chair), is not considered one of the two Board members.

Rinehart, November 20, 2022

**University of Minnesota Retirees Association  
Financial Report  
October 2022**

(URVC reported separately)

Fiscal year July 1 through June 30

	<u>6.30.22</u>	<u>10.31.22</u>
Savings Certificate	\$ 10,243	\$ 10,252
Savings Account	\$ 6,973	\$ 6,974
Checking Account	\$ 3,402	\$ 8,775
<b>Total Checking and Savings</b>	<b>\$ 20,618</b>	<b>\$ 26,001</b>

	<b>UMRA</b>		
	Budget FY23	October	YTD
<b>Revenue:</b>			
Sponsorships	\$ 6,500	\$ 500	\$ 500
Summer Social	\$ 2,000		\$ 1,950
Annual Dues	\$ 15,000	\$ 350	\$ 10,290
Luncheons/Events	\$ 14,400	\$ 990	\$ 5,615
Future Luncheons		\$ 990	\$ 3,060
Donations			\$ -
Transfer out of Savings	\$ 2,600		
<b>Total Revenue</b>	<b>\$ 40,500</b>	<b>\$ 2,830</b>	<b>\$ 21,415</b>
<b>Expenses:</b>			
Cares Committee (memorials and expenses)	\$ 900		\$ 530
Newsletter printing/ mailing	\$ 3,820	\$ 557	\$ 576
Newsletter personnel contracts	\$ 8,000	\$ 450	\$ 1,850
Membership committee costs	\$ 600		\$ -
Other Annual Meeting costs	\$ 1,060		\$ 1,060
Luncheons/Events	\$ 17,700	\$ 2,550	\$ 6,978
Host Committee	\$ 460	\$ 40	\$ 73
Square / Stripe fees		\$ 83	\$ 621
Summer Social	\$ 2,000		\$ 1,813
Big 10 Conference costs	\$ 3,700		\$ 2,126
Insurance	\$ 1,500		\$ -
AROHE	\$ 220		\$ 120
Other	\$ 540		\$ 295
<b>Total Expense</b>	<b>\$ 40,500</b>	<b>\$ 3,680</b>	<b>\$ 16,042</b>
<b>Net Income (Loss)</b>	<b>\$ -</b>	<b>\$ (850)</b>	<b>\$ 5,373</b>

Notes:

Other annual mtg cost for Joel Westacott due to late invoicing

Net luncheon expense YTD = (\$1,920) - includes luncheons, host committee, stripe fees, summer  
Annual dues - when does membership committee make its report?  
Sponsorships billed not yet received = \$2,000



## **Summary of November 17, 2022 Bylaws Work Team Meeting**

- I. The Work Team Recommends the Following Changes to URVC Name, Structure, and Bylaws
  - a. That the name of this body be URVC **“Council.”** This term more appropriately captures the leadership function of the organization. Pragmatically, using **Council** as the name for the full leadership group, also facilitates the use of the term “Committee” to identify our sub-groups (Executive Committee, Nominating Committee, Communications Committee etc.) Finally, it also differentiates URVC from the various “committees” within UMRA.
  - b. That the Chair of the URVC Council must be a member of UMRA. Other Council members will be considered eligible to join UMRA, but membership is not required.
  - c. That the positions of Vice Chair and Project Director be combined.
  - d. That the Treasurer position be eliminated since URVC financial tracking is provided by the U Relations staff. The monthly reports created by U Relations staff can go directly from U Relations to the URVC Chair and the UMRA Treasurer (see UMRA “Treasurer” below). The URVC Executive Committee will assist in setting financial goals and objectives, the Council Chair, however, will have final responsibility and authority over the URVC spending and financial operations.
  - e. That the URVC Council will include four officers, who constitute the Executive Committee (Chair; Vice-Chair/Project Director; Secretary, and UMRA President-Elect), and additional committee members for a total of at least seven but no more than nine Council members.
  - f. That nomination/election processes should be modified to reflect the following:
    - i. The URVC nomination timeline will be adjusted to align URVC with UMRA nomination processes. This may require special (likely on-line) meetings of URVC. UMRA has shared with URVC its proposal for a modified timeline beginning in January 2023.
    - ii. The Chair of the Council Nominating Committee will serve on UMRA Nominating Committee.
    - iii. In years in which the URVC Council Chair is up for re-election<sup>1</sup>, the final nominee for Chair will be approved by the UMRA Nominating Committee.

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<sup>1</sup> URVC Chair and Council positions are elected for three-year terms.

- iv. In appropriate years (see footnote #1), the URVC nominee for Council Chair will be presented for approval along with the UMRA slate of new board members and officers at UMRA's annual May membership/business meeting. Names of other URVC Council members and officers will be included in the UMRA Newsletter along with the slate of UMRA candidates in advance of this annual meeting.
- g. That to document the historical reaffiliation of URVC and UMRA, each organization's bylaws will contain a statement similar to the following:

"In May 2022, to better serve University of Minnesota retirees and the University community, UMRA and URVC approved a reaffiliation agreement in which URVC became a Center within UMRA."

*[Formal approval of URVC Bylaw changes to be made at January 2023 meeting of the URVC Council. As indicated in the current URVC bylaws, least ten days advance notification is required.]*

## II. The Work Team Recommends the Following Changes to UMRA Bylaws

- a. **Article III "Membership"**: to include a phrase to reflect URVC MC's possible inclusion of non-UM retirees:  
"Any person who is a retiree from the University of Minnesota (faculty, P&A, Civil Service, or bargaining unit), his or her spouse, or the spouse of a deceased retired person, **or a member of the URVC Management Committee** may become a member of the Association upon payment of annual dues. Exceptions may be made by the Board of Directors. "
- b. **Article IV "Officers"**
  - i. Paragraph 1: Paralleling the addition of URVC Chair to UMRA Executive Committee: "The officers of the association shall be a President, a President-Elect, a Secretary, **and** a Treasurer, **and the chair of the URVC Management Committee**, all of whom shall be elected by the membership of the Association at its annual meeting, plus the UMRA Immediate Past President. The officers will function as the Executive Committee of the Board..."
  - ii. Paragraph 5: "The Treasurer shall keep the books of the Association; receive and deposit dues and other funds received by the Association; **receive bi-monthly financial reports regarding URVC Council funds**; expend **UMRA** funds as authorized by the President or the Board of Directors and perform such other like duties as the Board of Directors may specify. The Treasurer shall make an annual financial report

including **URVC Council finances** to the Association at the first meeting in the fall, and monthly **UMRA** financial reports to the Board or at such other times as the Board may direct.”

- c. **Article V: “Board of Directors”** Need to modify numbers to reflect additional elected officer: “...no more than ~~20~~ **21** members including the ~~four~~ **five** elected officers, immediate past president, twelve at-large directors, and up to three additional directors who have served as past President”
- d. **Article X: Election:**
  - i. Paragraph 1: “A nominating committee consisting of ~~five~~ **seven**<sup>2</sup> members of the University of Minnesota Retirees Association (excluding the President) shall be established by the Board of Directors not later than the February meeting. The slate of nominees shall be published in the May Newsletter and be presented at the annual meeting for election.
  - ii. Paragraph 2: “Three members of the nominating committee shall be Association members not on the Board and two shall be members of the Board of Directors. The **UMRA president-elect and the chair of the URVC nominating committee shall also be members of the nominating committee.** The chair of the committee shall be the immediate past president; in his/her absence the Board of Directors shall designate the chair of the committee.”

*[Following approval by the UMRA Board, the UMRA bylaw changes will be finalized as stated in Article XII]*

- III. Assignments:
  - a. David Hunter will incorporate URVC bylaw changes share a draft with the Work Team by December 3, 2022.
  - b. Jerry Rinehart and Bill Donohue will incorporate UMRA bylaw changes and share with the Work Team by December 3, 2022.
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Rinehart, November 20, 2022

# **BYLAWS OF THE UNIVERSITY OF MINNESOTA RETIREES ASSOCIATION**

## **ARTICLE I. *Name/Identity***

The name of this Association shall be the University of Minnesota Retirees Association, Inc. (UMRA). It is a Minnesota non-profit organization working with the Office of University Executive Vice President and Provost of the University of Minnesota.

## **ARTICLE II. *Purpose***

This organization represents to the University of Minnesota the interests of retired faculty and staff and develops and encourages retirees' participation in and service to the University's programs.

## **ARTICLE III. *Membership***

Any person who is a retiree from the University of Minnesota (faculty, P&A, Civil Service, or bargaining unit), his or her spouse, or the spouse of a deceased retired person, or a council member of the University Retirees Volunteer Center<sup>1</sup> may become a member of the Association upon payment of annual dues. Exceptions may be made by the Board of Directors.

A member may terminate membership by written notice to the Association.

Membership shall be terminated upon non-payment of dues for one year, written notice first being given by the Association to the member at least 30 days prior to his or her removal from the membership rolls.

## **ARTICLE IV. *Officers***

The officers of the association shall be a President, a President-Elect, a Secretary, a Treasurer, and the Chair of the URVC Council, all of whom shall be elected by the membership of the Association at its annual meeting, plus the Immediate Past President. The officers will function as the Executive Committee of the Board. The President shall hold office for the period of one year and may not be elected for a second full consecutive term. The Secretary and the Treasurer may be reelected annually. Terms run from July 1 through June 30. Vacancies occurring before the annual meeting shall be filled by the Board of Directors.

The President shall be the chief executive officer of the Association and shall represent the Association in carrying out the actions and directives of the Board of Directors and the membership. The President shall preside at all meetings of the Board of Directors and the members of the Association. The President shall be responsible for the

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<sup>1</sup> In May 2022, UMRA and the University Retirees Volunteer Center (URVC) approved a reaffiliation agreement to enhance service to University of Minnesota retirees and the University community.

operation of the organization including but not limited to the cancellation or rescheduling of all meetings (for example forums and workshops) and conducting meetings remotely as needed. The President shall report to the Executive Committee and the Board any cancellation of a forum. All expenditures of UMRA funds shall be subject to the President's authorization and shall be reported to the Board at its meetings.

In the absence of or at the request of the President, the President-elect shall perform the duties of the President. The Secretary shall keep the minutes of the meetings of the Board of Directors, the Executive Committee, and the annual meeting of the membership; update the Operating Manual annually (each fall) and the Bylaws (as needed); and perform such other like duties requested by the President or Executive Committee.

The Treasurer shall keep the books of the Association; receive and deposit dues and other funds received by the Association; receive bi-monthly financial reports regarding URVC funds; expend the funds of the Association as authorized by the President or the Board of Directors and perform such other like duties as the Board of Directors may specify. The Treasurer shall make an annual financial report including URVC funds to the Association at the first meeting in the fall and monthly financial reports to the Board or at such other times as the Board may direct.

The officers shall serve without financial compensation, but may be paid reasonable expenses incurred in the performance of their duties and approved by the Board of Directors.

## **ARTICLE V.**

### ***Board of Directors***

The Board of Directors shall consist of no more than twenty-one members, including the five elected officers, the Immediate Past President, twelve at-large directors, and up to three additional directors who have served as President. Four at-large directors shall be elected each year at the annual meeting from the Association's membership. Board terms begin July 1 through June 30.

Any vacancy in an elected position occurring between annual meetings shall be filled by the remaining members of the Board, who shall elect a retiree member as a replacement for the balance of the vacated term.

The term of office of an at-large director is three years. A member may not serve for more than two consecutive full terms. A partial term begun because of a vacancy will not count toward this limit.

Upon completion of his or her term as Immediate Past President, a former President shall be entitled, at his or her discretion, to serve up to three additional years on the Board, provided that such an extension would not exceed the limit of two consecutive three-year terms on the Board.

Seven members of the Board shall constitute a quorum.

The Board of Directors shall advance the purposes of the Association and shall report regularly to the membership regarding its actions and activities. Responsibility for the general conduct of the affairs of the Association shall be assigned to the Board of Directors, which shall have full power and authority to do all acts and perform all functions which the Association might do or perform, except it shall not have the power to modify the substance of official action taken by the membership or to amend the Articles of Association. The Board of Directors shall administer the property and funds of the Association, as authorized by law and directions of the membership.

When the Board of Directors considers or votes on matters in which an officer or director might appear to be confronted with a possible conflict of interest, he or she shall not vote on these matters.

The Board shall meet each month except during June, July, August and December. Special meetings can occur at the call of the president, or at the written request of at least four members of the Board. The Association shall carry liability insurance to cover the members of the Board.

## **ARTICLE VI.**

### ***Meetings of the Association***

Meetings of the Association membership shall be held monthly with the exception of June, July, August and December.

Most business of the membership shall be conducted at the May meeting, referred to in these bylaws as the annual meeting. Special meetings shall be called by the President, the written request of six members of the Board, or upon written request of at least 25 current members.

Written notice to the membership of meetings for the conduct of business shall be given at least 10 days prior to the meetings. The notice shall state the subject matter and any recommendations or proposed action to be considered at such meetings.

An assembly of 50 current members shall constitute a quorum.

## **ARTICLE VII.**

### ***Committees***

The President shall appoint annually the chair and members of appropriate committees. The President, in consultation with the Board of Directors, may add or eliminate committees.

Committee chairs and others may be invited to Board of Directors meetings to discuss Association activities.

## **ARTICLE VIII.**

### ***Finances***

The Board of Directors and the President shall be responsible for the financial management of the Association.

The Board of Directors and the President shall annually present the previous year's final financial report to the membership in the October newsletter.

## **ARTICLE IX.**

### ***Voting***

A member is entitled to one vote on any issue or subject submitted to the membership of the Association. Voting by proxy and cumulative voting are not permitted. The Board of Directors may direct that any issue shall be submitted to the membership for a vote by mail ballot.

## **ARTICLE X.**

### ***Election***

A nominating committee consisting of up to eight members of the University of Minnesota Retirees Association (excluding the President) shall be established by the Board of Directors not later than the January meeting. The slate of nominees shall be published in the May Newsletter and be presented at the annual meeting for election.

Three members of the nominating committee shall be Association members not on the Board and two shall be members of the Board of Directors. The UMRA president-elect and the chair of the URVC Council (or alternative council member when the chair is a reelection candidate) shall also be members of the UMRA nominating committee. The chair of the committee shall be the immediate past president; in his/her absence the Board of Directors shall designate the chair of the committee. In the case of a potential tie vote in the committee's deliberations, the chair's vote shall determine the outcome.

At the annual meeting members may make additional nominations from the floor providing they have the nominees' consent.

Election shall be by acclamation, except if there is more than one nominee for each position. This would require a ballot vote.

Elections may be conducted by alternative means as needed and as authorized by the Board.

## **ARTICLE XI.** ***Parliamentary Authority***

Robert's *Rules of Order* newly revised, shall govern the conduct of such meetings unless inconsistent with these Bylaws.

## **ARTICLE XII.** ***Bylaw Amendments***

The Bylaws may be amended by a majority vote of those present and voting at any meeting of the members of the Association at which there is a quorum. Due notice of the proposed amendment shall have been given to the members prior to the meeting, in accordance with Article VI above. Alternatively votes for amendments may be conducted by polls or emails as authorized by the Board

## **ARTICLE XIII.** ***Dissolution Statement***

At the time of dissolution of the corporation, the Board shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organization under Sections 501(c)3 of the Internal Revenue Law, as the Board shall determine.

Specifically, any monies in the treasury or on deposit in the University of Minnesota Retirees Association account(s) shall be given to the University of Minnesota Scholarship Fund and Student Loan Fund in equal amounts. Any such remaining funds, property or other assets not so distributed shall be disposed of by petition or application to district court, according to state law, for such purposes or such organization(s) as the court may decree, which are organized and operated exclusively for such.

**Amended May 2009, May 2010, May 2011, May 2013, November 2015, January 2017,  
May 2019, October 2020, May 2023**