ARTICLE I. Name

The name of this association shall be “The Association of Emeritus Regents of the University of Hawai‘i.”

ARTICLE II. Purpose

The purpose of this Association is (a) to foster a bond between current and former Regents and to provide a formal link with the University of Hawai‘i, and (b) to be a resource of knowledge, support and counsel for the Board of Regents and the University of Hawai‘i.

ARTICLE III. Definitions

As used in these Bylaws, the word “Association” means The Association of Emeritus Regents of the University of Hawai‘i; “Board” means the Board of Regents, University of Hawai‘i; “University” means the University of Hawai‘i; and “Chairperson” means the Chairperson of the Association.

ARTICLE IV. Membership and Organization

A. Membership. The membership of this Association shall comprise former members of the University of Hawai‘i Board of Regents.

There shall be the following classes of membership:

1. Active members shall consist of those members who have attended at least one meeting during a three-year period and who have paid the annual dues, if any.

2. Inactive members shall consist of those members who have not attended a meeting during a three-year period or who have not paid the annual dues, if any.

3. Ex-officio members shall consist of former Board Secretaries, current and former University Presidents, the current UH Foundation President, and such other University affiliates as the officers of this Association may designate from time to time. Ex officio members shall be non-voting members of the Association.
B. Officers. The officers of this Association shall consist of a Chairperson, Vice-Chairperson, Secretary, and Treasurer.

1. Term of office. The terms of the officers shall be for two years. The Chairperson may serve for more than one term but not more than two consecutive terms. All other officers may serve for more than one term.

2. Voting. Voting for the officers shall be by ballot for any office where more than one person is nominated.

3. Succession. In the event of a vacancy in the office of the Chairperson, the Vice-Chairperson shall succeed for the unexpired portion of the term. Unexpired terms of other offices shall be filled through an interim appointment by the Chairperson.

C. Duties of Officers.

1. Chairperson. The Chairperson shall:
   a. Preside at all regular and special meetings.
   b. Appoint the chairperson and members of all committees.
   c. Acknowledge communications on behalf of the Association, referring same to the Secretary or appropriate committee for action.
   d. Maintain a liaison between members and the Board.
   e. Act on behalf of the Association whenever a decision is needed and a meeting cannot be held.
   f. Prepare the agenda for all meetings.
   g. Perform such duties as prescribed by law.

2. Vice-Chairperson. The Vice-Chairperson will assume the duties and responsibilities of the Chairperson in the absence of the Chairperson and will undertake such other duties as may be assigned by the Chairperson.

3. Secretary. The Secretary shall:
   a. Distribute the notices and agenda for the meetings.
   b. Prepare, maintain, and post the minutes of the meetings.
c. Acknowledge and answer routine correspondence directed to the Association.

d. Maintain a calendar of the Association’s unfinished business.

e. Perform additional duties as assigned by the Chairperson.

f. Maintain a list and contact numbers of active, inactive and ex officio members.

g. Inform the membership of decisions made by the officers.

4. Treasurer. The Treasurer shall:

   a. Collect the annual dues and all other fees, if any, from the members.

   b. Maintain the Association’s accounts in accordance with acceptable accounting principles, reporting on such accounts at each meeting.

   c. Insure that all bills owed by the Association are paid.

D. Select committees and other positions.

   1. Select committees and other positions such as Historian may be established by the officers of the Association. The term of a select committee shall expire at the completion of its assigned task.

   2. The Chairperson shall be an ex-officio, non-voting member of all select committees.

   ARTICLE V. Meetings

   A. The Association shall meet at least once annually.

   ARTICLE VI. Quorum

   A quorum for meetings of the Association shall be ten (10) active members. A quorum for select committee meetings shall be the majority of those assigned.

   ARTICLE VII. Voting

   Voting by the Association on all matters shall be by majority vote of those active members present provided there is a quorum. Voting by Proxy or absentee ballot shall be determined on a case by case basis by the officers.
ARTICLE VIII. Robert’s Rules

Robert’s Rules of Order shall apply in situations not covered by these Bylaws.

ARTICLE IX. Amendments

These Bylaws may be amended only by a majority vote of all active members. Voting on amendments may be accomplished by mail, electronic mail, or other alternate means as determined by the officers. However, a log of the voting must be maintained and made available for review by any member upon request.

Historical Note: The Association of Emeritus Regents of the University of Hawai‘i was established by a University of Hawai‘i Board of Regents Resolution adopted on January 13, 1995. These Bylaws were adopted by the Association on January 8, 1999, and were substantially amended on Apr. 25, 2008.