

## **BY-LAWS OF THE WISCONSIN COALITION OF ANNUITANTS**

### **ARTICLE I – NAME**

Section 1. The name of the organization shall be the WISCONSIN COALITION OF ANNUITANTS, hereafter referred to as the Coalition.

### **ARTICLE II - PRINCIPAL OFFICE**

Section 1. The principal office and place of business of the Coalition shall be Madison, WI., Dane County.

### **ARTICLE III – OBJECTIVES**

Section 1. The objectives of this organization shall be to provide a forum and a mechanism to bring together organizations representing state, school and local annuitants in the Wisconsin Retirement System (WRS) to (A) share information on Department of Employee Trust Funds (ETF) and State of Wisconsin Investment Board (SWIB) activities; relevant state and federal legislative proposals that might impact the WRS or annuitants; and information of interest to annuitants,

(B) discuss and actively pursue issues and problems impacting upon WRS annuitants, and

(C) promote maintaining the institutional integrity of the WRS and encourage and promote its continuing effectiveness and efficiency.

### **ARTICLE IV – MEMBERSHIP**

Section 1. Membership in the Coalition will be open to any statewide or regional organization with 100 or more Wisconsin Retirement System annuitant members or with ten percent (10%) or more of estimated potential annuitant members. Member organizations may include active as well as retired participants of the WRS.

Section 2. Organizations that have been instrumental in establishing the Coalition that do not meet the membership criteria of Section 1 as to number of members or a statewide presence may participate as charter members. All other organizations must meet these criteria to be eligible for membership.

Section 3. After the effective date of the formation of the Coalition, any organization not a charter member shall file an application for membership that will be screened for eligibility by the executive committee, and if appropriate, recommended for membership at a regular Coalition meeting.

### **ARTICLE V - ORGANIZATION AND GOVERNANCE**

Section 1. Each organization meeting the membership criteria, either as a charter member or as accepted for membership after the effective date of the formation of the Coalition, shall designate a member and an alternate from its organization to represent it in the Coalition. The Coalition representatives and alternates of all member organizations shall be known as the COALITION OF ANNUITANT DIRECTORS. The Coalition of Annuitant directors shall meet at such time and place when notified by the chair at least seven calendar days before each meeting. In the event of an emergency situation, the chair shall have the authority to call a meeting as soon as possible without the seven-day provision.

Section 2. The Coalition of Annuitant Directors shall have a 1) Chair, 2) Vice-Chair, 3) Secretary and 4) Treasurer. These officers shall constitute the executive committee of the organization. Terms of office for members of the executive committee shall be one year - starting on January 1st of each year. Office nominations will be made at the Annuitant October meeting. If a quorum (see Article VII, Sec. 2) is present, a 2/3 vote of the quorum is needed. In the event of no quorum, ballots will be sent by the secretary to all Annuitant organizations, to be filed and returned before the Annuitant November meeting.

(A) DUTIES OF THE CHAIR shall be to preside at all meetings of the Coalition Directors and at the annual conference and to serve as chair of the executive committee. The chair shall appoint directors in good standing to committees to advance the objectives of the Coalition, call meetings, furnish guidance to the executive committee and act on behalf of the Coalition when necessary and appropriate.

(B) DUTIES OF THE VICE-CHAIR shall be to assume the duties of the chair when necessary and to perform other duties as directed by the chair and executive committee.

(C) DUTIES OF THE SECRETARY shall be to keep the records of the Coalition of Annuitant Directors, record minutes of 1) the Directors' meetings, 2) the executive committee, and 3) the annual conference and to perform other such correspondence duties as may be prescribed by the Coalition Directors. The Secretary shall provide copies of minutes to the officers, Coalition Directors and the membership or others at the direction of the chair.

(D) DUTIES OF THE TREASURER shall be to act as custodian of the funds of the Coalition, to collect fees from member organizations and perform financial transactions for the annual conference, and to provide supervision over the financial affairs of the Coalition. The Coalition Directors are authorized to require and provide bonding for the Treasurer. The Treasurer shall prepare timely financial reports for the executive committee and the Coalition Directors, provide for financial audits and report to the annual conference and any other time at the request of the executive committee or the Coalition Directors.

#### **ARTICLE VI – DUES**

Section 1. The Executive Committee will review the dues amount and make a recommendation to the Annuitant Directors at the October meeting. Annual membership dues will be determined by the Coalition Directors after receiving the recommendation of the Executive Committee. Dues of organizations shall be payable by December 31. For the Coalition member group to maintain its eligibility to be represented in the Coalition and to vote on any issue to come before the Coalition it must meet this obligation.

Section 2. Dues will be assessed as a constant amount for each member organization without regard to the number of annuitants in the member organization.

Section 3. No dues or fees will be refunded upon severance of membership from the Coalition by any member organization.

#### **ARTICLE VII - MEETINGS AND AGENDAS**

Section 1. The secretary will provide to all member organizations in good standing and represented on the Coalition of Annuitant Directors meeting announcements including the agenda of all

speakers and subjects to be discussed and/or voted upon at least seven calendar days before each meeting of the Coalition Directors.

Section 2. Each member organization of the Coalition Directors shall have one vote on any matter formally brought before the Directors. A quorum of 50% plus 1 (one) of all member organizations in good standing must be present for any formal vote.

Section 3. The Coalition will publicly support only those motions/resolutions that receive unanimous support when a quorum is present.

Section 4. Any member organization not able to be represented at a regular meeting of the unanimous support Directors may authorize a proxy vote by any other member organization representative as long as the authorization is in writing. The existence of proxy votes will count toward a quorum for votes on motions for which the proxy has been authorized.

Section 5. Voting may occur via electronic media in instances when issues arise between coalition meetings.

Section 6. The Coalition will host an annual conference for all Wisconsin Retirement System participants and the public.

#### **ARTICLE VIII - FISCAL YEAR**

Section 1. The fiscal year of the Coalition shall be January 1st through December 31st.

#### **ARTICLE IX- ELECTRONIC MEETINGS AND COMMUNICATIONS**

Section 1. Meetings. Coalition Directors and all committees and subcommittees may meet by using any electronic communications medium that allows all Director attendees to, in real time, hear each other and participate in the meeting. Each person electronically attending a meeting bears the responsibility of acquiring, using, and maintaining whatever electronic communications hardware and software will allow the person in real time to hear others and to participate in the meeting.

Section 2. Communications. The Coalition secretary will electronically transmit to Coalition Directors all Coalition communications, including meeting notices. Any Director who wants to receive Coalition communications, including meeting notices, by a means other than electronic transmission must inform the secretary in writing of the method by which the Director wants to receive Coalition communications.

Section 3. Timely notice. Where the parliamentary authority or any rule of the Coalition requires notice for a proposed action, the time for determining whether timely electronic notice has been given will be measured from the Central Time Zone date on which the secretary transmits the notice.

#### **ARTICLE X – DISBURSEMENTS**

Section 1. Disbursement of funds of the Coalition shall be by check signed by any of the following: chair, treasurer or others that the chair or Directors may from time to time authorize.

#### **ARTICLE XI - OFFICIAL PROCEDURE**

Section 1. Robert's Rules of Order shall govern all parliamentary procedures of the Coalition Directors.

## **ARTICLE XII – AMENDMENTS**

Section 1. Amendments to the By-laws may be adopted by the Coalition Directors at a regularly scheduled meeting of the Coalition.

Section 2. Amendments to the By-laws proposed by the Executive Committee shall be an agenda item at the next Coalition Directors meeting.

Section 3. Amendments to the By-laws require a two-thirds vote of the Coalition Directors.

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Approved by the WCOA on February 18, 2009

Amended April 15, 2013 (Article IV, Section 1)

Amended November 14, 2016 (Article IV, Section 1)

Amended October 21, 2019 (Articles V, Section 2; Article VI, Section 1; Article VII, Section 2, 3, 5, 6.)

Amended September 20, 2021 (Article IX)