

**OSHER LIFELONG LEARNING INSTITUTE AT THE
UNIVERSITY OF SOUTH FLORIDA
BYLAWS**

ADOPTED JUNE 17, 2009

REVISED December 11, 2020

ARTICLE I. DEFINITIONS

1. The Osher Lifelong Learning Institute at the University of South Florida (OLLI-USF) is a division of Innovative Education at USF and is subject to its regulations and policies.
2. OLLI-USF is a learning community of older adults that offers classes in the arts and sciences, computer training, and technology education. It also conducts special events and provides opportunities for social interaction. Its members continue to learn and teach, to reach out and to serve because they take joy in learning and have much to offer.
3. The Director of OLLI-USF and any other paid personnel assigned to OLLI-USF are employees of the University of South Florida.

ARTICLE II. MISSION, VISION AND VALUES

1. Our mission is to provide intellectual stimulation, social interaction, service opportunities, and outreach to the university and to the greater community.
2. It is our vision to be a world-class learning community, accessible to and meeting the needs of a diverse and growing population of older adults.
3. We value:
 - Supportive peer-group interaction
 - Life experience
 - Lifelong intellectual stimulation and growth
 - Physical activity
 - Social engagement
 - Creative expression
 - The joy of learning
 - Opportunities for community service
 - Inclusive attitude

ARTICLE III. MEMBERSHIP

1. Membership is designed and geared for adults over the age of fifty (50) who have a commitment to lifelong learning.
2. Individually paid membership in OLLI-USF entitles the member, upon payment of appropriate fees, to participate in OLLI-USF classes and activities; to vote and hold office; to serve as a committee member; to participate in other OLLI-USF volunteer opportunities; and to have borrowing privileges at the USF Library.
3. Community-funded group membership entitles the member to register for OLLI-USF classes, upon payment of appropriate fees, and participate in OLLI-USF activities. Community-funded members may not vote or hold office unless they also pay individual membership dues.
4. Fees charged for OLLI-USF membership and programs are determined by the Director of OLLI-USF.

ARTICLE IV. OFFICERS AND BOARD OF ADVISORS

1. The Board of Advisors consists of seven (7) members elected by the membership for staggered three-year terms, except as noted in Article IV.2. Board members who reach the maximum three (3) years may seek re-election after one year's absence from the board. The balance of the board consists of appointed standing committee chairs, co-chairs and the Shared Interest Group (SIG) coordinator. The Director of OLLI-USF serves as an ex-officio member of the board.
2. The board elects the chair and vice-chairs annually from the elected members. If the chair is elected to a second term, the chair will automatically remain a member of the board. The secretary is elected annually from the entire Board of Advisors. The Finance committee chair will also serve as treasurer.
 - a. The chair of the Board of Advisors serves until a successor is elected, calls and conducts OLLI-USF board, general membership and executive committee meetings, and prepares meeting agendas in consultation with the Director of OLLI-USF.
 - b. The vice chair performs all duties of the chair in that person's absence and performs such other duties as are requested by the chair.
 - c. The secretary records, prepares and disseminates the minutes of all board and general membership meetings and performs such other secretarial duties as are requested by the chair. The approved minutes of meetings will be electronically available to all OLLI board members.
 - d. The treasurer assures that the board is informed of all financial matters which affect the financial viability of the organization including budget status and unplanned expenditures.

3. The Executive Committee consists of the chair, vice chair, secretary, treasurer and one additional elected board member selected by the board. It will only handle matters which cannot wait for the next board meeting and routine administrative matters.
4. If the chair cannot serve, the vice chair is the automatic successor for the remainder of the membership year. For vacancies occurring on the board, any member of the board may recommend a replacement to the board for approval to fill the remainder of the term.
5. The board meets at least six (6) times a year when called by the chair or the Director of OLLI-USF. Members of OLLI-USF may attend board meetings as observers.
6. The board will maintain a Policies and Procedures Manual which will be updated annually.
7. Any member who wishes to bring business before a board meeting may do so by notifying the chair, in writing, no later than one (1) week prior to a scheduled board meeting to allow the subject to be put on the agenda. The member or their representative must attend the meeting at which the subject is discussed. They may speak at the meeting, with permission of the chair, but may not vote.
8. A quorum of 60% of the voting members of the board is necessary to conduct business that requires a board vote.

ARTICLE V. COMMITTEES

1. OLLI-USF standing committees are: Development, Finance, Membership, Program Planning, Social Events, Strategic and Operational Planning, Travel Opportunities and Volunteer Management. Standing Committees must have a Board approved mission statement and list of responsibilities.
2. The board may appoint ad-hoc committees as deemed necessary.
3. Committee chairs and/or co-chairs are appointed by the board, in consultation with the Director of OLLI-USF, and have voting privileges on the board. They are appointed for a period of two (2) years but may be re-appointed. Each committee is entitled to one vote.
 - a. Committee chairs are responsible for recruiting their own committee members.
 - b. Committee chairs may appoint sub-committee chairs as deemed necessary.
 - c. In the event of an unanticipated vacancy of a committee chair position, an interim chair may be appointed by the board chair in coordination with the Director. The interim chair may be appointed for a maximum of six months, after which the board will elect a permanent chair or re-appoint the interim chair. The interim chair is responsible for recruiting candidates for the permanent chair. The interim chair has voting rights.

4. Committee members and their responsibilities.
 - a. Prospective committee members will be informed of the committee's duties, responsibilities and expectations prior to joining the committee.
 - b. Committee members are appointed for two-year terms. They may be re-appointed.
 - c. Committee members may be removed for cause by the committee chair.
 - d. Committee members may serve on no more than two (2) standing committees at one time.

ARTICLE VI. NOMINATION AND ELECTION PROCEDURES

1. The Chair of the ad-hoc Nominating Committee will be appointed by the Board of Advisors for a term of two years. The Nominating Committee Chair, in conjunction with the Chair of the Board of Advisors, will appoint the committee members which must include one (1), but no more than two (2), members of the current board.
2. The ad-hoc Nominating Committee will forward a list of interested individuals and recommend a Slate for approval to the Board of Advisors. They will inform prospective board members of the duties, responsibilities and expectations of board members prior to their nomination by the Board and carry out the duties contained in the Nominating Committee Policy and Procedures Manual and its Candidate Information Application.
3. The ad-hoc Nominating Committee will recommend a slate to the Board of Advisors prior to the annual meeting. It will include background information about each candidate, each of whom must be a current OLLI-USF member in good standing.
4. Additional nominations will be accepted at the annual meeting provided the candidate is present and willing to serve. All candidates will be provided the same opportunity to speak and provision will also be made in the ballot for candidates that are nominated from the floor.
5. The approved list of candidates will be voted upon at the annual meeting. Successful candidates are elected by a majority of the ballots cast. In the event of a tie vote, a run-off vote will be conducted between those who tied.
6. Absentee ballots may be obtained no later than ten (10) days in advance of the election by contacting the OLLI-USF office. Completed, signed ballots must be returned to the OLLI-USF office no later than two (2) business days prior to the annual meeting. In the event of a run-off vote, absentee ballots will be counted as originally voted.
7. The term of office for new board members will commence immediately following their election.

ARTICLE VII. ANNUAL MEMBERSHIP MEETING

1. The annual membership meeting is held in the second quarter of the calendar year for the purpose of electing new board members and conducting any other OLLI-USF business.
2. Other OLLI-USF business may be conducted, provided that the chair is notified at least one week prior to the annual meeting, allowing sufficient time for the matter to be placed on the agenda. The member presenting the request should be present at the meeting.
3. The OLLI-USF Annual Report will be distributed to the membership in the fall in a manner prescribed by the Director.

ARTICLE VIII. AMENDMENTS

1. Amendments to these bylaws may be proposed by the Board of Advisors or by an OLLI member per article IV-7.
2. The proposed amendments may be adopted by a two-thirds vote of all the voting members of the Board of Advisors. A vote on a proposed amendment can only be taken following a ten (10) day notice of the proposed change.
3. The bylaws are to be reviewed at least every three years by the Board of Advisors.

ARTICLE IX. RULES OF PROCEDURE

1. Except as specified herein, meetings are conducted following Robert's Rules of Order.
2. All decisions are reached by majority vote of those voting members present except as otherwise stated in these bylaws.

ARTICLE X. ADOPTION

These bylaws became effective upon adoption at the 2009 annual membership meeting and any amendments thereto become effective on the date that they are approved by a two-thirds vote of all the members of the Board of Advisors.