University of Arizona Retirees Association

Board Manual

Board of Directors
Roles and Responsibilities

May 2018

By Roger Caldwell with George Evanoff and Bob Perrill
Forward

When the UARA began in 1980 it was managed by a five member Executive Committee with the aid of an Advisory Council of variable size. In 2017 the structure was changed to a 15 member Board of Directors, with members of the Executive Committee elected from within the board membership. This administrative reorganization caused a major change in the management processes and structure. This result is this “Board Manual” (a short name commonly used for the “roles and responsibilities” of the board). The Manual was designed by reviewing what others have done and what UARA has done. The overall format includes seven topical chapters of specific information and eight appendices where more details are provided for some topics.

An electronic copy is available on the UARA website (“about us” tab at http://uara.arizona.edu).

How to Use this Manual

This Manual describes the essential activities and management process of UARA and specifically required actions are listed in the bylaws. This Manual will be updated as needed and is in electronic form on the UARA website. Each new board member will be given a paper or electronic copy of the Manual.

Fiscal year 2018 is our first year with the Board of Directors structure. This restructuring represents a significant change in our management processes and in our types of activities. The change was made through a revision of the bylaws and approved by the membership in 2017. New board members will attend an orientation session to review the Board Manual, to meet other new board members, and to become acquainted with the UARA history, policies and activities.

The Board Manual is a new project and has undergone several reviews during its development. It is expected we will need to make changes over the first year or so of experience. Please let us know if you have issues related to clarity or completeness. Some suggestions using the Board Manual are:

- Glance over this report to get the “big picture” and then focus on areas of special interest
- Use the Book as a guide whether you are on the board, an officer, or a committee chair
- Improve the next version by giving us your feedback on content and structure

This Board Manual has two parts:

1) Introduction, Operations and Management (in seven chapters)
   - Basic Activities and Board Members
   - Typical Annual Calendar of Events

2) Appendices (in eight chapters) covering legal description, operations guidelines, results of 2017 board retreat, and best practices. Also included is a list of references on:
   - Management and Best Practices
   - Strategic Planning
   - Change and Parliamentary Procedure
   - Board Member Focus and New Member Orientation
   - More board manuals and additional orientation information.

Dealing with Change to a New Fiscal Year and with New Board Members

- A year-end retreat will be held after new board members are identified
- A calendar of events by month provides general guidance for continuing and new board members
- New members will be provided a copy of the Board Manual and the UARA History
A Brief History of UARA

The UARA was formed in 1980 and the early issues related to concerns about the inflationary impacts on retirement income, special retiree discounts at UA events, and development of special interest groups such as bridge, bowling, travel tours, or political advocacy. Retirees were involved in UA pre-retirement programs and studies were made for supplementary health insurance and financial planning. Other interests included Social Security and the Arizona State Retirement System.

In 2015 a 41-page history of UARA was published and covered the first 35 years (1980-2015). Copies are available from the UARA office or on the website (which includes a four page summary) http://uara.arizona.edu/history. Over the years times changed. The initial UARA purpose was “to foster the benefit, interests, and well-being of the retired faculty and staff of the UA through social, educational, and promotional activities, as well as to encourage continuing contact between retirees and the university.” This focus was changed in 1984 to be “to promote the interests and welfare of the UA retirees, to encourage continuing contact between retirees and the university, and to provide the means for interaction among retirees through a diversity of cultural, intellectual and social programs”.

Navigating the Future

We have almost finished the first year with the new UARA administrative structure. We replaced a long-time organizational structure of an Advisory Council and five elected officers with a 15 member Board of Directors elected by the full membership.

We are in an era of major changes in options available to organizations like UARA. One of the most important changes is the role of face-to-face meetings verses electronic discussions or meetings. Both are important and we need to become proficient at each. We will have more opportunities for members to participate in electronic questionnaires or discussion groups to help guide our future. We can also substitute some traditional executive committee meetings with electronic versions of these meetings. These meetings can take several formats but the most convenient is probably asynchronous (where not everyone needs to be active at the same time, such as a list serve defined discussion group). This Board Manual includes a list of important administrative activities by month, some of which could be shifted to the electronic meeting format.

But we need to be cautious.

It is easy to include too many (or too long) attachments for electronic discussions. We need to discuss not only what types of meetings will be held but how the relevant information will be transmitted, discussed and in what form, evaluated, and specific actions taken. The University of Arizona has software, available to us that will do all these things.

The UARA Board of Directors has one third of its members up for election each year, with most officers replaced or reelected annually. To ease the transition process for new officers and new board members there are sections in this manual on “typical annual calendar of events” and” basic activities of a board member”.

One other major change occurred in April 2018. The UARA and the University of Arizona Alumni Association signed a one page Memorandum of Understanding (MOU) for cooperative efforts in several areas. The MOU is for a year and to be updated annually. The operational details will evolve over time.
# Table of Contents

Forward ........................................................................................................................................... 2  
A Brief History of UARA .................................................................................................................. 3  
Navigating the Future .................................................................................................................... 3  
Table of Contents .......................................................................................................................... 4  
UARA Typical Annual Calendar of Events ...................................................................................... 7  

Chapter 1. Operating Guidelines and Best Practices .................................................................... 9  
UARA Purpose ................................................................................................................................. 9  
Nine Operating Guidelines (headings): see Appendix B for details ................................................. 9  
Best Practices: Overview and Examples .......................................................................................... 9  

Chapter 2. Roles and Responsibilities: Board and Committees .................................................. 10  
Board as a Whole ............................................................................................................................ 10  
The Executive Committee (the five officers) ................................................................................. 10  
Officer Position Descriptions (from Bylaws, 5 sections) ............................................................... 10  
Office Manager ............................................................................................................................... 11  
Standing Committee (Nominations) .............................................................................................. 11  
Other Committees .......................................................................................................................... 11  

Chapter 3. Planning and Management ......................................................................................... 12  
Assessment Analysis for next 3-5 years ....................................................................................... 12  
Vision ............................................................................................................................................... 12  
Mission (taken from Bylaws) .......................................................................................................... 12  
Values ............................................................................................................................................. 12  
Goals .............................................................................................................................................. 12  
Annual Operating Plan .................................................................................................................. 12  
Activities ........................................................................................................................................ 12  
Calendars: A Planned Annual Activity Cycle ................................................................................ 13  
Board Meetings ............................................................................................................................... 13  
Examples of Content for Well Run Board Meetings .................................................................. 13  
Types of Reports ............................................................................................................................ 13  
Guide for Reports ............................................................................................................................ 13
UARA Basic Activities and Board Members

This listing of planned activities for a new fiscal year provides a framework for the year. Such a listing should be drafted by the first meeting of the year (October) and finalized as soon as possible. As soon as such a listing is (mostly) prepared make the information available to interested audiences (including the UARA website). Ideas that carry over events from the previous fiscal year would form the basic structure. For example

- Dates of board meetings and member meetings
- Newsletter issues (3) – due dates, publication dates, and approximate content for each issue
- Luncheon dates (3-4)
- Activity dates that are known or can be approximated
- Special events - identify events that are fixed or flexible times
- Make it easy to read, one page of all activities as soon as they are available.
- Make a separate calendar for Board and Executive Committee meetings
- Make a listing of any known special attendees at board meetings (e.g., UA units affiliated with UARA).

Board Members, Officers and Terms (all three years after initial staggered appointments)

Officers are elected by the board. There are five officers and 10 additional board members. The Treasurer and Secretary are each elected for one year terms as officers. After one year the Vice President becomes the President, who becomes the Past President. Note: these terms of office for specific members below need confirmation that these are the correct terms). The Ex Officio members represent University of Arizona units and fully participate except for voting. The full board consists of the Officers, regular board members, and Ex Officio members.

**Officers for 2017-2018 (terms of office)**
1. Alison Hughes, President (2 year)
2. Bob Perrill, Vice President (1 year)
3. Cassie Ciotti, President-Elect (3 year)
4. Judy Doan, Secretary (1 year)
5. Liz Gradillas, Treasurer (1 year)

**Officers for 2018-2019**
1. Alison Hughes, President (2 year)
2. Bob Perrill, Vice President (1 year)
3. Cassie Ciotti, President-Elect (3 year)
4. Judy Doan, Secretary (1 year)
5. Liz Gradillas, Treasurer (1 year)

**Presidents**
1. Dotty Sherwood-Cooney
2. Alomon Sherwood-Cooney
3. Cassie Ciotti
4. Fran Tickner
5. Liz Gradillas

**Vice Presidents**
1. Alison Hughes
2. Cassie Ciotti

**Secretaries**
1. Fran Tickner
2. Cassie Ciotti
3. Liz Gradillas

**Treasurers**
1. Liz Gradillas

**Board Members (3 year terms except for initial appointments to allow appropriate staggering)**

<table>
<thead>
<tr>
<th>From Beginning to End of FY 2017-2018</th>
<th>New for FY 2018-2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Jim Barrett (3 year)</td>
<td>1. Susan Anderson (3 year)</td>
</tr>
<tr>
<td>2. Roger Caldwell (1 year)</td>
<td>2. Robert Casler (3 year)</td>
</tr>
<tr>
<td>3. Jane Dugas (2 year)</td>
<td>3. Kenney Hegland (3 year)</td>
</tr>
<tr>
<td>4. George Evanoff (1 year)</td>
<td>4. Dotty Sherwood-Cooney (3 year)</td>
</tr>
<tr>
<td>5. Kathi Hart (2 year)</td>
<td>5. A. Jay Gandolfi (3 year)</td>
</tr>
<tr>
<td>6. Trudy Jacobson (3 year)</td>
<td>David Earnest (2 year)</td>
</tr>
<tr>
<td>7. Lee Jones (3 year –resigned early)</td>
<td>Replaces early resignation previous year</td>
</tr>
<tr>
<td>8. Rose Perrill (1 year)</td>
<td></td>
</tr>
<tr>
<td>9. Mike Proctor (3)</td>
<td></td>
</tr>
<tr>
<td>10. Fran Tickner (2 year)</td>
<td></td>
</tr>
</tbody>
</table>

**Ex Officio (non-voting)**
1. UA Alumni Association - Melinda Burke
2. UA Appointed Professionals Advisory Council - Jennifer Lawrence,
3. UA Classified Staff Council - Yontaek Choi
4. UA Human Resources - Phillip (Mike) Krebb
UARA Typical Annual Calendar of Events

Entries are Listed Alphabetically within Month

This listing includes planned activities for a new fiscal year and provides a framework for the year. It would normally be drafted by the first meeting of the year (October) and finalized as soon as possible. As soon as such a listing is (mostly) prepared the information should be made available to interested audiences (including posting on the UARA website).

Some basic topics may appear each year. Some board meetings may be via computer discussion group.

- Dates of board meetings (6 per year)
- Newsletter issues (3)
- Luncheon dates (3-4)
- Activity dates that are known or can be approximated
- Special events - identify events that are fixed or flexible times

The general use calendar entries are listed below. Each year a full calendar will be made available with actual dates and locations for that year.

<table>
<thead>
<tr>
<th>Month</th>
<th>Topic</th>
</tr>
</thead>
</table>
| July  | Past president prepares UARA annual report for previous year.  
June newsletter delivered  
Summer luncheon |
| August| Arizona State Retirement System /Human Resources Pre--retiree meetings |
| September | Fall educational program  
Fall newsletter delivered  
Orientation session for new board members  
UA Cares Campaign begins (UARA receives scholarship donations)  
UARA pre-retirement meeting for Optional Retirement Plan (UARA presentation)  
UARA group sports event |
| October | Board Meeting  
Fall Luncheon  
UA Human Resources pre-retirement meeting for ASRS (UARA presentation)  
Form Nominating Committee and begin the search for next year’s board members (five) |
| November | Board Meeting  
Sports event  
Tri-University Meeting (ASU, NAU, UA Retiree Associations)  
UA Human Resources Campus Expo |
| December | Nothing |
January
Board Meeting
Call for nominations to UARA Board of Directors
Winter Luncheon
Winter Newsletter delivered

February
Board Meeting
Sports event
Winter educational program

March
Board Meeting
Habit for Humanity Volunteer Day (UARA provides volunteers).
Human Resources pre-retirement meeting focus on Optional Retirement Plan (UARA presents)
Request short biographical statements from five new board members (for newsletter)

April
Board Meeting
Assesses UARA activities for the year, identify major issues for next year
Human Resources Pre-Retirement Meeting (ASRS)
Identify major issues for next year
Membership renewal requests
Poll membership - assessment and suggestions (electronic or newsletter ballot)
Spring Luncheon
Spring Newsletter delivered - includes ballot for board member elections
UARA board elections (allow one month for membership to vote).

May
Board orientation information will be presented to new board members (emailed).
See Appendices F and G for examples.
Classified Staff Council Crossroads Conference
Human Resources pre-retirement meeting for Optional Retirement Plan (UARA presentation)
UA Annual Retirement Dinner (UARA presents and provides representatives)
UARA Board meeting – elects officers, sets agenda for next fiscal year
Voting of officers may be by electronic mail

June
Scholarship Committee selects awards

For UARA to remain connected with the various personnel-related groups, someone from UARA will meet with all four of those groups annually. In the past, with an Advisory Council, these groups were member of the Council. If needed, a representative of the group could come to a board meeting and make a short presentation.

The groups are:
- UARA president meets with appropriate UA Administrator on our activities and space/budget issues
- UARA representative meets with Classified Staff Council
- UARA representative meets with Faculty Senate
- UARA representative meets with Academic Professionals Advisory Council
- UARA president meets with UA Alumni Association as appropriate
Chapter 1. Operating Guidelines and Best Practices

**UARA Purpose**

The purpose of the UARA as amended in the 2016 Bylaws revisions is:

1. To promote the interests and welfare of all University of Arizona retirees and to encourage continuing contact between retirees and the University (note: purpose here is like a mission statement used in planning section).

2. To provide the means for interaction among retirees through a diversity of cultural, intellectual, and social programs.

3. To inform members of full retirement benefits available to the University of Arizona retirees.

**Nine Operating Guidelines (headings): see Appendix B for details**

Each of these nine topics contains three to five topics (See Appendix B for the full two page listing). The guidelines were developed by UARA as a way of providing an easily understood but still comprehensive view of board management topics. Common questions may be answered by reviewing the guidelines.

1. Committee Relevance and Organizational Interest
2. Evaluation and Alteration
3. Financial Management
4. Governance and Leadership
5. Infrastructure and Communication
6. Member Care and Involvement
7. Programs and Activities
8. Staff and Volunteer Management
9. Strategic (5 year) and Operational (1 year) planning

**Best Practices: Overview and Examples**

Best practices follow commonly used management principles. They cover a wide range of topics and serve as an easy to use reminder of decision making. Three examples are below as examples of a variety of approaches. For now, they can be read by clicking on the addresses below. More examples are in Appendix H.

1. **Applications**
   a. The “best practices” theme applies to all board members, all committees, and all activities. For example, it includes officer reports, board agendas and committee reports
   b. The theme also applies to a Code of Ethics and Conduct (e.g., be prepared, be courteous, ensure good attendance)
   c. Annual Tune-up Checklist (modeled after the National Council of Nonprofit: Minutes Guidelines and Template, 5 pages):
      a. Meeting details: meeting type/date/attending, who presided, who kept minutes
      b. Substance: Specific issues discussed and decisions taken
      c. Avoid: Recordings, too much detail
      d. Examples: Call to order, minutes approval, who present reports, announcements, finish

2. **Additional best practices are in Appendix H.**
Chapter 2. Roles and Responsibilities: Board and Committees

All members of the Executive Committee are also members of the Board of Directors. The board includes two non-voting members (UA personnel) plus 15 elected members.

Board as a Whole
1. Delegates specific requests to the Executive Committee when appropriate
2. Develops policies, strategies, and the strategic plan
3. Ensures a well-managed organization
4. Establishes reasonable boundaries for Executive Committee authorities
5. Evaluates overall actions (governance, budget, programs, activities, and committees)
6. Performs organizational oversight and planning
7. Prepares vision, mission, purposes, values, directions, and expectations
8. Special year-end planning meeting for next year’s activities and budgets. This topic only, involving all committee chairs. Shortly after this meeting the formal budgets are finalized by the officers.

The Executive Committee (the five officers)
1. Executes approved operating plans and procedures
2. Implements policies and programs
3. Implements approved budgets for activities and programs
4. Keeps board informed and reports results to board
5. Provides a brief report from the President on Executive Committee actions
6. Provides a place to vet strategies before putting them in front of the board
7. Provides committee guidelines and management assistance
8. Serves as the decision making entity between board meetings

Officer Position Descriptions (from Bylaws, 5 sections)

Section 1. Titles and Term of Office
The five officers are: President, Vice President, Secretary, Treasurer, and immediate Past President. This group of five constitutes the Executive Committee. Terms of office for Treasurer and Secretary are one year each. The other officers have a three year term: the Vice President will succeed to President the following fiscal year, as the President becomes the Past President.

a. President
The President shall serve as the chief elected officer of the Association and shall preside at all Executive Committee and Board of Directors meetings and at other meetings of the Association. President shall be responsible for carrying out actions and directives of the Board of Directors. The President is present at all meetings of the Association and at all executive committee meetings. The President shall be responsible for community and university relations, and shall ensure that an annual report is generated for distribution as appropriate. The President shall have signature authority on all Association financial accounts.

b. Vice President
The Vice President advances to the position of President in the following fiscal year. In the absence of the President, or at the President’s direction, the Vice President may preside over meetings and otherwise act for the President. The Vice President will provide oversight and act as liaison to UARA committees. In addition, the Vice President may take on specific duties. The Vice President shall have signature authority on all Association financial accounts.
c. Immediate Past President
The Past President’s primary role is to provide advice and direction based on the experience acquired by serving first as Vice President and then as President. The immediate Past President shall serve as the chair of the Nominating Committee for future board members.

d. Secretary
The Secretary shall prepare or cause to be prepared minutes of all board meetings, Executive Committee meetings, and Association meetings. The minutes shall be presented to the Board for approval at its next meeting. The Secretary shall have oversight for keeping all Association records in appropriate places. In particular, the Secretary shall provide notice of future meetings to the members of the board.

e. Treasurer
The Treasurer shall keep or cause to be kept all appropriate records for the position of Treasurer. These would include financial accountings of the Association as well as overall assets, liabilities, and other financial matters or transactions. The Treasurer shall deposit or cause to be deposited all monies and other valuables in the Association and in the appropriate depositories. The Treasurer is authorized to disburse funds for the Association within the limits of annual budgets approved by the Board of Directors without further authorization. The Treasurer will present a statement of current financial status of the Association as directed by the Board. The Treasurer shall make a brief summary of the financial status at each Board meeting. The Treasurer shall have signature authority on all Association financial accounts.

Office Manager
1. The Office Manager is an employee of the Board and serves under direction of the president.
2. Maintains and organizes UARA office files and directs incoming communications to the proper person.
3. Works with treasurer to make timely deposits.
4. Reports on office matters upon request of the Board.
5. Maintains mailing list for UARA electronic communication.

Standing Committee (Nominations)
1. There is only one standing committee listed in bylaws-- Nominations Committee
2. This committee is chaired by the past president. Other committees vary over time and are listed separately
3. Develops a slate of candidates for open Board positions
4. Recommends potential candidates to fill any mid-term vacancies on the Board
5. Publicizes the availability of board vacancies in multiple ways (newsletter, luncheon announcements, postcards, listserv, and telephone calls).
6. Maintains records of Board terms of office.

Other Committees
These committees may change as conditions warrant adjustment. A current list is maintained on the UARA website -- [http://uara.arizona.edu](http://uara.arizona.edu). The committees listed below are current for the publication date of this report (on the front cover). Some committees address “normal organizational” needs and others focus on special activities. Both types of committees may change over time; the six listed below are the ones that have been relatively consistent in recent years. Committee types should be reviewed annually. Basic committees are:

<table>
<thead>
<tr>
<th>Activities</th>
<th>Membership</th>
<th>Scholarship</th>
</tr>
</thead>
<tbody>
<tr>
<td>Luncheons</td>
<td>Newsletter</td>
<td>Website</td>
</tr>
</tbody>
</table>
Chapter 3. Planning and Management

The strategic and annual operating plans should follow these steps. There are examples of annual plans from past years in the UARA office files. A quick review should provide some ideas for this section of the Board Manual. There is no UARA Strategic plan and one should be developed. Such a plan provides the broad framework and general direction for the organization and for developing the annual operating plans.

The strategic plan should include mission, vision, and values, goals based on an environmental scan (internal and external assessment for the future operating environment). It should cover the next 3-5 years but be reassessed annually. It can be a few pages but needs to have adequate format and definition of relevant ingredients. Once an assessment is complete, appropriate goals and areas of activity can be set.

Assessment Analysis for next 3-5 years
- Recognize the world has changed and continues to change. Operate by facing the future rather than reliving the past. Recognize uncertainty exists and must be considered in all types of actions.
- Two examples of change are: 1) substantial increase in electronic communication for our members and 2) competition of other organizations and multiple activities for an individual’s time.

Vision
Define what we would like for the next five or so years.
Example: To be a source of relevant information and activities for our members.

Mission (taken from Bylaws)
Example: To promote the interests and welfare of all University of Arizona retirees and to encourage continuing contact between retirees and the University and to provide members with knowledge to anticipate and successfully adapt and function when in retirement.

Values
Example: Respect, Integrity, Collaboration, Excellence. (Note: the first character of each word spells RICE (for easy recall).

Goals
Example: Evaluate new or different activities and approaches for management or services to our members. Identify 3 to 7 goals and suggest a pathway to achieving those goals.

Annual Operating Plan
By the end of the 2017-2018 fiscal year an outline (or a complete plan) of the 2018-2019 operating year plan will be prepared. At the beginning of the next fiscal year this draft plan will revised as appropriate and will become the annual operating plan for that fiscal year.
Example: Decide on goals and appropriate activities for the year, assess costs and income, and identify approximate frequencies and any special advisors or meetings.

Activities
What is the “big picture” of what we will do?
Examples include leisure, entertainment, and educational discussions.
Calendars: A Planned Annual Activity Cycle

- Show the date, time, and place of all board meetings, orientation sessions, and retreats.
- Indicate the timing of standard, annual board decisions (votes).
- Tells when board member support at fundraising events is requested.

Board Meetings

To improve board meetings, read about “Board Calendars, Meetings, and Retreats” download-able booklet from: The Market at Boards that Excel. See http://boardsthatexcel.com/the-market/

Examples of Content for Well Run Board Meetings

- Purposeful and efficient.
- Scheduled in advance.
- Focused on board-worthy decisions – not those that can be decided in committee.

Types of Reports

- Annual reports
- Committee Reports
- Financial Report
- Meeting Minutes

Guide for Reports

- Formats should be consistent and not change as officers or chairs change. The formats should provide for maximum information in minimal space. Long reports are not needed but having the appropriate content and detail is important.
- A guide should be prepared to address key reports and activities. Components could be content, size, format and distribution.
- Example topics include a structure that is easy to read and understand and to find the topic that you are looking for, makes life easier for everyone. We should encourage board members to the board meeting minutes.
- See a one page example here: Format for Board Minutes, For board calendars, meetings and board retreats. See this example: http://boardsthatexcel.com/7-steps/step-6-standardize-board-meetings-calendars-and-retreats/
Chapter 4. Membership: Recruitment and Support

Membership Eligibility

- Official retirees of the University of Arizona or those within two years of retirement and their surviving spouses or surviving domestic partners of any deceased members.

- Retired persons who were former employees of the University of Arizona.

- Retirees of entities recognized by the Executive Committee as being closely related to the University of Arizona, such as Kitt Peak National Observatory or the UA Foundation.

- Other individuals with approval by a majority vote of the Board of Directors.

Recruitment Methods Have Varied Over the Years

- This is likely due to different styles of membership committee (aggressive vs passive at pursuing renewals), different costs and types of membership, and other factors unique to each individual retiree.

- When comparing new retirees with older retirees, we may find people have different interests and needs because of changes in the work environment and other reasons.

- Some methods have been consistent in recent years and include a presentation by the UARA at the UA special dinner for newly retiring faculty and staff.

- Membership fees have varied over the years as have UARA activities and topics of interest. It is a sensitive subject.

Trends in Membership

- UARA membership peaked at 1100 members from 1998 to 2006. Membership then fell for eight years until 2013, where is has leveled off at about 630. This summary was made in September 2017. The high of membership followed by falling nearly in half may have been due to 1) free memberships for a short period, 2) perspectives of new retirees toward the UA were strained at some periods of employee layoffs, and 3) in recent times retirees had more options for general information or group interaction than in the years of peak enrollment.

- The mix of UARA members (faculty, academic professionals and staff) has remained relatively constant even though the UARA emphasis has been on retirement programs through the Arizona State Retirement System (all employees are eligible). The Optional Retirement Plan is available for all employees except classified staff.
Chapter 5. Board and Committee Meetings

Guidelines and Timetable
These groups would follow the “best practices” described elsewhere in this document (see table of contents). Each committee has an assigned person from the board to serve as a contact point.

Meeting Purpose and Method
- State clear purpose and scheduled in advance
- Focus on board-level decisions – not those that can be decided in a committee
- Operate in person and electronically

Board Responsibilities
- Regular meetings (reporting/discussing/actions) or Board retreats (planning and review)
- Focus on planning or in-depth discussions, include relevant persons other than board members
- Summarize previous year’s activities before beginning the new year
- Identify critical events: meetings, retreats, key events, and special topics

Committee Responsibilities
- Have a clear purpose and stick to it, adequate resources, adequate membership
- Keep board informed of activities (minutes, reports, meetings when required)

Results Assessment
- Compare actual results with anticipated or estimated results
- If there is an unexpected discrepancy, find an explanation
- Newsletters: compare online, email, regular mail, or social media.
- Prepare for a variety of positions – first list positions then look for examples.
- Include annual reports, progress report, and other types of communication.

Templates for Agendas and Reports
Applies to Officer Reports, Board Agendas and Reports and Committee Chairs
a. Typical agenda
   - Meeting date, location, agenda,
   - Types of reports (committees, financial, status)
   - Action items/decisions to make/announcements or updates

b. Typical Minutes/Summary Report
   - Type of meeting, date, who attended, who presided, approval of minutes or officers
   - Issues discussed and decisions made
   - Reports made, key topics discussed and actions taken
   - Keep brief but informative

Meeting Basics in a Nutshell
- Establish a quorum, then call meeting to order, then move through the agenda, then adjourn meeting
- Know the basic types of motions to run a meeting
- Use attendance sheet if appropriate (people the recorder does not know are attending)
Minutes of Meeting
1. Date, time, location, purpose of meeting, list of attendees
2. Issues discussed, concerns or opposition
3. Questions from the anyone
4. Notes: keep minutes brief - give summarized overview of the meeting
   http://www.minutesofmeeting.org/The fact

This is the official source as identified in the UARA Bylaws, but it is also complex and difficult for many people to use. The simplified procedures below are probably adequate for anything UARA does.

Parliamentary Basics
These two references are 1-2 pages, cover much of UARA uses of parliamentary procedures, are simple and clear to read. Some examples: how to establish a quorum, call a meeting to order, move through an agenda, and adjourn the meeting. Also includes basic motions and when and how to use them. The first one (cheat sheet) is easy to use.

From: Simple Parliamentary Procedures Cheat Sheet. Prepared by the Public Law Group Renne Sloan Holzman Sakai, San Francisco

From: A Short Guide to Parliamentary Procedure (2 pages)
   http://www.area36.org/docs/docs_newtoservice/Parlimentary_Procedure.pdf
Chapter 6. Orientation for New Board Members

Board Orientation Meeting

- Opportunity for personal introductions among new and experienced Board members.
- Brief presentations by experienced Board members explaining Board role and procedures
- Brief presentation by staff about scope of agency’s services
- Structured opportunity for small group discussion by interest areas (i.e. financial, personnel, programs, planning, fundraising)
- Clear statement of expectations of Board members, including role in agency fundraising
- Open-ended opportunity for questions from new Board member

Board Orientation Process

- Special meeting for new Board members
- Orientation packet
- Personal phone call or meeting with an experienced Board member
- Follow up personal contact after first three months of Board service
- Follow-up after three months -- get questions answered and give feedback on orientation process.

Board Orientation Information Packet

- Prior to the orientation meeting send each participant a Board Manual and a UARA History booklet.
  
- Provide each participant a briefing package (e.g., history, bylaws), last year’s agendas, minutes annual report, financial statement, planning documents, recent programs, and key issues of board interest).
  
- Assign a “mentor” to each new board member. The mentor might be a recent board or current board member, and should attend the orientation meeting.
  
- Review UARA history, past year’s activities annual report, currently and scheduled projects, and key issues facing UARA.
  
- Invite all board members if they would like a “refresher course” in board functions.

For further ideas see the Board Orientation Checklist, by Technical Assistance for Community Services, in 2004.

Board Orientation by AGB (Association of Governing Boards)
https://www.agb.org/briefs/board-orientation

Follow Up After Three Months of Board Service

- Opportunity for general comments about Board service so far
- Inquiry into involvement with committees. If no involvement yet, discussion of barriers and problem solving
- Request for feedback in orientation process
Chapter 7. Assessment and Evaluation

Why do Annual Evaluations?
An annual evaluation, done by the Board of Directors, of key factors serves two purposes:

- It reminds the board members of all overall board activities and how the organization is functioning as an organization. It should be done annually.
- The evaluation process will take time to be appropriate and efficient. The process outlined below will serve as a guide until some experience is gained and a new list developed.

Frequency and Approach
This section will be revised to give advice on when and how to do this. Tentatively:

- Annual retreat with prepared assessment and evaluation
- Annual assessment to provide the relevant data and position descriptions
- Annual evaluation of the assessment reports to decide what to maintain or to change
- Annual review to determine any appropriate changes for following year

Example of Board Retreats

- Focus on planning or in-depth discussions.
- Can sometimes include staff or volunteers.
- Can be held annually, if necessary.
- Are included in your board calendar.
- From: “Boards That Excel” (http://boardsthatexcel.com)

UARA 2017 Board Retreat Results
The UARA had a board retreat in May 2017 which resulted in a list of priority subjects. The top 9 topics, in decreasing priority, are:

1. Annual goals
2. Board management and function
3. Strategic planning
4. Website management
5. Communication - utilizing technology
6. Communication of Board members and all members
7. Purpose of Operational Handbook
8. Mission
9. Vision

See Appendices F and G for a complete list of 2017 Retreat Results.

Examples of Evaluation Approaches


APPENDICES (A-H)

Appendix A. UARA Bylaws (7 pages)

Approved by Membership May 15, 2017. Effective July 1, 2017

Article I. Name and Fiscal Year
   Section 1. Name
   The name of this organization shall be the University of Arizona Retirees Association (UARA). It is organized under Section 501 (c) (7) of the Internal Revenue Code.

   Section 2. Fiscal Year
   The fiscal year shall be the same as that of the University of Arizona, July 1 through June 30.

Article II. Purposes
   Section 1. To promote the interests and welfare of all University of Arizona retirees and to encourage continuing contact between retirees and the University.

   Section 2. To provide the means for interaction among retirees through a diversity of cultural, intellectual, and social programs.

   Section 3. To inform members of full retirement benefits available to the University of Arizona retirees.

Article III. Membership
   Section 1. Member Eligibility
      a) Official retirees of the University of Arizona or those within two years of retirement. Their surviving spouses or surviving domestic partners of any deceased members.

      b) Retired persons who were former employees of the University of Arizona.

      c) Retirees of entities recognized by the Executive Committee as being closely related to the University of Arizona, such as Kitt Peak National Observatory or the UA Foundation.

      d) Other individuals with approval by a majority vote of the Board of Directors.

   Section 2. Active Members
   An active member is one that meets the membership requirements and has paid the required dues; only active members may vote. Spouses or domestic partners may attend functions as guests and have all member privileges except voting. Surviving spouses or domestic partners may continue as members without voting privileges.

   Section 3. Termination of Membership
   A member may terminate membership by written notice to UARA or by non-payment of dues.
**Article IV. Board of Directors**

Section 1. Purpose
To elect officers (see Article 5) from within its membership and to manage the affairs of the UARA by establishing policies, identifying topics of interest, and providing oversight for the UARA.

Section 2. Composition and Term of Office
The Board number shall be 15 members, elected for three year terms on a staggered basis, such that five members are elected by the membership each year.

Section 3. Ex-Officio Members
There will be two ex officio members of the Board. A representative of the university office that is the official contact for UARA, and a representative of the Human Resources office. Ex Officio members can engage in all Board activities except voting and holding an administrative office.

Section 4. The Board shall elect members of the Executive Committee from within the Board’s membership. Members of the Executive Committee shall retain their responsibilities as members of the Board of Directors but will have additional responsibilities (see Officers in Article 5).

Section 5. Responsibilities
The Board approves UARA policies, including Operating Guidelines, and periodically provides status report to the membership.

Section 6. Conflict of Interest
If a Board member has a conflict of interest on a particular topic, that Board member shall abstain from voting on that matter.

Section 7. Board Meetings
The Board shall meet a minimum of six times a year on a regular schedule. Any member of UARA may attend a Board meeting but cannot speak unless invited by the President. These invitations may relate to special studies, committee reports, or other topics that would benefit board discussion or action. If individual members wish to speak they need to provide the reason and seek an invitation from the President.

**Article V. Officers and Executive Committee**

Section 1. Titles and Term of Office
The five officers are: President, Vice President, Secretary, Treasurer, and immediate Past President. This group of five constitutes the Executive Committee. Terms of office for Treasurer and Secretary are one year each. The other officers have a three year term: the Vice President will succeed to President the following fiscal year, as the President becomes the Past President.

Section 2. The Executive Committee
The Executive Committee consists of the five officers. The committee may prepare a set of “Operating Guidelines” to guide the efficient and effective operation of the UARA. These would include such topics as officer and committee position descriptions, methods of preparing reports, and procedures for ordinary UARA operations. These Operating Guidelines would be reviewed periodically. The Operating Guidelines may be revised or amended by a majority vote of the Board of Directors.
Section 3. Responsibilities
The officers manage the organization by meeting with the Board, as regular members of the Board. The officers also meet separately to manage the affairs of UARA with the specific responsibilities:

**d. President**
The President shall serve as the chief elected officer of the Association and shall preside at all Executive Committee and Board of Directors meetings and at other meetings of the Association. President shall be responsible for carrying out actions and directives of the Board of Directors. The President is present at all meetings of the Association and at all executive committee meetings. The President shall be responsible for community and university relations, and shall ensure that an annual report is generated for distribution as appropriate. The President shall have signature authority on all Association financial accounts.

**e. Vice President**
The Vice President advances to the position of President in the following fiscal year. In the absence of the President, or at the President’s direction, the Vice President may preside over meetings and otherwise act for the President. The Vice President will provide oversight and act as liaison to UARA committees. In addition, the Vice President may take on specific duties. The Vice President shall have signature authority on all Association financial accounts.

**f. Immediate Past President**
The Past President’s primary role is to provide advice and direction based on the experience acquired by serving first as Vice President and then as President. The immediate Past President shall serve as the chair of the Nominating Committee for future Board members.

**d. Secretary**
The Secretary shall prepare or cause to be prepared minutes of all Board meetings, Executive Committee meetings, and Association meetings. The minutes shall be presented to the Board for approval at its next meeting. The Secretary shall have oversight for keeping all Association records in appropriate places. In particular, the Secretary shall provide notice of future meetings to the members of the Association.

**e. Treasurer**
The Treasurer shall keep or cause to be kept all appropriate records for the position of Treasurer. These would include financial accountings of the Association as well as overall assets, liabilities, and other financial matters or transactions. The Treasurer shall deposit or cause to be deposited all monies and other valuables in the Association and in the appropriate depositories. The Treasurer is authorized to disburse funds for the Association within the limits of annual budgets approved by the Board of Directors without further authorization. The Treasurer shall present a statement of current financial status of the Association as directed by the Board. The Treasurer will make a brief summary of the financial status at each Board meeting. The Treasurer shall have signature authority on all Association financial accounts.
Article VI. Resignation, Termination and Absences
Section 1. Resignation from the Board or from an Office
A member has the right to resign. The request must be in writing and received by the President. A Board member may be dropped from the Board for excess absences if she/he has three unexcused absences from Board meetings in a year.

Section 2. Removal of a Board Member or an Officer
A petition for removal may be submitted in writing to the President from three or more Board members and contain the reasons for the grievance. If the grievance is against the President the petition is submitted to the Vice President. A vote by two thirds of the Board members (in a secret ballot) is required to remove the person from the Board and or the Office.

Article VII. Vacancies
Any mid-term vacancies that may occur in the elected make-up of the Executive Committee will be filled, or not, as directed by vote of the other members of the Committee. The new person would come from the Board of Directors. If the vacancy occurs in the Board of Directors, the Board can identify a replacement from the membership at large.

Article VIII. Elections
Section 1. Eligibility and Terms of Office
Any regular member of the UARA can be nominated for open positions on the Board of Directors.

Section 2. Nominations
The Nominating Committee should be appointed by October 1 and continue until the end of the fiscal year. The primary responsibility of the Nominating Committee is to develop a slate of candidates for members of the Board of Directors for the next fiscal year. Members of the Nominating Committee shall be eligible for nomination and provision should be made for the Nominating Committee to solicit suggestions from the membership by any appropriate means. No name shall be placed in formal nomination without prior consent of the nominee. All nominations shall use this procedure and none will be taken directly from the membership. The Nominating Committee will be chaired by the immediate Past President with two additional members appointed by the President with concurrence of the Board of directors. The Nominating Committee shall be responsible for preparing all ballots for distribution by the Secretary.

Section 3. Ballots and Voting for Board of Directors
The Board of Directors consists of 15 members who shall serve three-year staggered terms, with one third of the Board being elected each year. Board members can be nominated and serve a second term but then must take at least one year off before becoming a Board member again.

Only active members may vote. Names of nominees shall be arranged alphabetically on the ballot. Ballot distribution shall be by a method determined by the Board of Directors, such as mail or appropriate electronic method. All details of balloting shall be completed between April 1 and June 1. The ballot can be combined with survey questions and distributed by the UARA Newsletter or sent as a special mailing. If there is more than one candidate for each position, and there is a tie vote, it shall be resolved by a majority vote of the Executive Committee. Voting is normally done by ballot (mail-in paper or appropriate electronic method). Votes will be tabulated and certified by a two-person committee appointed by the President. Nominees on the ballot are not excluded as possible vote counters. Newly elected officers take office July 1.
Section 4. Ballots and Voting for Officers
Election of officers will take place at the second meeting of the new fiscal year and will be by
secret ballot distributed among the board members. The officers within the Presidential path
(President, Vice President and Past President) serve three-year terms and the Secretary and
Treasurer serve one year terms with reelection possible. Officers can be re-elected by the Board of
Directors.

Article VIX. Finances
Section 1. Dues
The dues amount will be reviewed by the Board periodically and be changed when conditions
warrant. The dues amount will be decided by a majority vote of the Board.

Section 2. Annual Budget
An annual budget will be presented at the second Board meeting of the new fiscal year. The
Treasurer will prepare the financial aspects of a change in dues, if a change is under consideration,
and the Executive Committee will prepare the other aspects of the budget.

Section 3. Financial Reports
The Treasurer will prepare and provide a brief financial report, as a general information item, at
each Board meeting. A more complete report will be prepared covering the full fiscal year.

Section 4. Financial Audits
The President shall appoint annually a small audit committee to review the finance related aspects
of UARA.

Article X. Meetings
Section 1. Regular Members Meetings
A regular meeting can be any type of meeting: business, program, or both. At the first meeting
that occurs 90 days after the beginning of the fiscal year, the President shall make a brief report on
the UARA and the status of its finances.

Section 2. Special Members Meetings
A special meeting may be called by the President or a special meeting must be called by the
President upon written petition by 25 UARA members. The notices of a special meeting shall state
the exact nature of the business to be transacted and no other business will be conducted at such
meetings.

Section 3. Board of Directors Meeting
The Board of Directors shall meet at least six times a year. A meeting can be called by the
President or by three Directors.

Section 4. Executive Committee
The Executive Committee shall meet as appropriate.

Section 5. Notification
Notice of Regular Meetings shall be sent at least two weeks prior to the meeting date and may be
done by the UARA Newsletter, mail, or electronic means. Notice of Special Meetings will be sent
at least two weeks prior to the meeting date. Executive Committee and Board of Directors meeting
notices will sent under conditions approved by the Executive Committee.
Section 6. Electronic Meetings
There may be times when electronic meetings are preferable over in-person meetings. Experimentation of this process should decide if this option is functional, and if so, it could be described in the Operating Guidelines.

Article XI Committees and Interest Groups
Section 1. Standing Committees
The only standing committee is the Nominating Committee. The President shall appoint members by October 1 of the preceding year so the election may be in the spring of that fiscal year.

Section 2. Other committees (ad hoc committees)
The President shall appoint committees as appropriate. The committee members will be given the name of the committee, its objectives, its reporting date, and its anticipated ending date. Committees can continue for more than one year. Committees will be given an appropriate charge, reporting guidelines, and an anticipated ending date, and if continuing, the committee charge will be reviewed annually. Committees will report activities and results annually to the President.

Section 3. Special Interest Groups
Special Interest Groups may be constituted by petition of two or more members, subject to approval of the Executive Committee. The group activities and meetings of each Special Interest Group shall be determined by the Chairperson(s) of the group, in consultation with the members of the group.

Article XII. Quorum
Section 1. Meetings of the Membership:
A quorum for Regular or Special Meetings of the membership shall be 2% of the total membership.

Section 2. No formal business action shall be taken in the absence of a quorum. With a quorum present, a simple majority is sufficient for any action.

Section 3. Meeting of the Board of Directors, Executive Committee, or Other Committees
A quorum of each committee shall be a majority of the committee membership.

Article XIII. Parliamentary Authority
Section 1. Overview
Robert’s Rules of Order is more used than other parliamentary books. So we use that as the primary authority on this subject. However, there are other books that are more practical for non-experts.

Article XIV. Amendments and Severance of Bylaws
Section 1. Initiation
Proposed amendments to these bylaws can be initiated by the Executive Committee or recommended in writing by any member and addressed to the President. Proposed amendments shall be discussed and voted by the Board and if approved they will be voted on by the membership.
Section 2. Distribution
A copy of the amendments, with their rationale, shall be posted on the UARA website, or other electronic depository reference, and a summary provided in the UARA Newsletter at least 60 days in advance of a vote. This allows time for members to suggest changes. Following the above notification, time will be provided at the next Regular Meeting for a brief summary (oral or as a paper copy) of the proposed changes. Any revisions would be made available electronically and summarized in the UARA Newsletter or announced in a special mailing at least 30 days before a vote. Members without electronic access can receive a copy of the proposed amendments by mail by contacting the UARA office.

Section 3. Voting
A printed or electronic ballot, or equivalent form of balloting, including a ballot in the UARA Newsletter, shall be sent to all members; the ballot will include reference to an electronic source for relevant background information. A simple majority of those responding is required for approval.

Section 4. Publishing Results
Following the vote, results will be reported to the membership via the UARA website and in the next UARA Newsletter.

Section 5. Severance of Bylaws
In the event any of the above bylaws are found to no longer be valid or within the laws and rules governing the association, only those needing to be severed shall be affected. All other Bylaws shall remain in effect.

Article XV. Dissolution
If the Association dissolves, any remaining net assets shall be transferred to the University of Arizona Foundation to be used for the benefit of the scholarships established by the UARA; upon dissolution these scholarships and/or endowments could be renamed by the Foundation.

Approved by UARA Advisory Council, February 14, 2017
Approved by UARA membership in mail vote closing May 15, 2017
(calculated for 30 days after newsletter mailing).

Above UARA Bylaws Effective July 1, 2017
Note: The bylaws will need changing if we continue the “trial structuring” of working with other units on campus that are not listed in the current bylaws.
Appendix B. UARA Board Operating Guidelines

The bylaws provide for a set of Operating Guidelines. The guidelines may be managed by a board member and reviewed annually. This list of nine was approved by UARA Board, August 2017.

This list was initially developed April 22, 2017 and is periodically reviewed. When printed, this list of nine items is two pages long. These guiding principles apply to the full range of activities involving the UARA. They include factors that serve as norms for the a particular subject, serve as basic rules or values of the UARA, and apply to all UARA activities, including those of board members, officers, committee chairs, and others. The guiding principles:

- Alert us to the right questions to ask or procedure to use that fit a particular situation. This way we benefit from the experiences of others (and ourselves) but do not make absolute requirements to follow any one source.

- Provide much of the guidance for anticipated UARA activities. They should be reviewed on the basis of guidelines (for flexibility) rather than detailed requirements.

- Serve as a checklist of activities for the current and following year.

1. Committee Relevance and Organizational Interest
   a. Develop committees that are needed and focus on the needs for the organization as a whole
   b. Provide clear purpose and expectations to committees for operations and results reporting. Allow for experimentation to test new ideas for content or approach
   c. Recognize that specific activities may cross organizational boundaries or be specific to one or more committees.

2. Evaluation and Alteration
   a. Evaluate periodically for member satisfaction, ideas and viewpoints, committee results, and board issues that focus on member satisfaction
   b. Integrate evaluation results into planning sessions, give feedback to members
   c. Use evaluation results to alter the course of action on how we function and what we do and how to do it
   d. Set goals, for board, committees, and audience satisfaction
   e. Identify a small group of peer associations for comparison. This may be a subset of the University of Arizona list of peer institution

3. Financial Management
   a. Prepare draft of annual operating budget for board review and prepare and summarize annual results
   b. Maintain records and explanations for audit committee to evaluate annually
   c. Prepare UARA standards for handling money and following UARA financial reporting requirements
4. Governance and Leadership
   1. Review annual budget goals and objectives based on past activities and future needs
   2. Prepare checklist for relevant activities and duties of officers, board, and committees
   3. Assign each board member and each committee chair a specific goal to achieve
   4. Review periodically the board board manual content and use, bylaws, policies and these operating guidelines
   5. Review periodically the way meetings are announced, managed, and the results reported.

5. Infrastructure and Communication
   a. Ensure the efficient and effective communications among board members, officers, office staff and others outside of UARA.
   b. Provide for periodic evaluation of relevant topics in the these operating guidelines
   c. Explore new communication methods and subject matter in our changing world.
   d. Design and use of website, internet sites, social media, email newsletter, or other ways of using electronic communication for UARA use

6. Member Care and Involvement
   a. Review periodically the methods and/policies for member recruitment, retention, and satisfaction.
   b. Maintain appropriate records for periodic review on membership changes and feedback.
   c. Identify and analyze member interest in UARA current or possible activities.
   d. Monitor the degree of member involvement in activities
   e. Assess most appropriate marketing methods to attract new UARA members

7. Programs and Activities
   a. Assess periodically programs and activities (for all venues) on what we learn from other retiree organizations, from our own members, and from other sources.
   b. Allow for appropriate experimentation of new approaches and pay special care to those activities that are well liked.
   c. Base this information on periodic surveys, member feedback, and what we learn from other similar organizations.
   d. Review annually methods of meeting management, evaluation, and design

8. Staff and Volunteer Management
   a. Maintain an awareness of volunteer interest and organizational responses
   b. Keep office staff, committee chairs, board members, and other volunteers appropriately informed of UARA goals and evaluation results.
   c. Identify (and use) methods for obtaining suggestions and feedback from everyone
   d. Develop methods of attracting volunteers. Identify what they would do.
   e. Maintain and update annually relevant files and references materials

9. Strategic Plan (5 year) and Operational Plan (1 year)
   a. Prepares a two- year strategic plan.
   b. Define and review annually strategic choices and focus. Include goal setting, and periodic reporting.
   c. Prepare an operating plan for the upcoming year that implements the strategic plan.
   d. Find strategic partners on- or off-campus
   e. Set annual goals that address strategic and operational issues
Appendix C. Other Units with a Relationship with UARA

Note: the Arizona Tri-University Advisory Council (Retiree Associations for ASU, NAU, and UA) are described here.

Two university units have a special relationship with UARA. They serve on the UARA board in a non-voting capacity:
- Human Resources (UARA representatives help with pre-retirement planning/discussion sections)
- University of Arizona Alumni Association

UARA maintains a close working relationship with these units.
- Parking and Transportation Services (coordinates parking for UARA on-campus events)
- Postal Services – provides bulk mailing permit
- Staff Advisory Council*
- Appointed Professionals Advisory Council*
- Faculty Senate*
- University Information Technology Services (UITS). Provides the software and support for: UARA website, UARA email (office and listserv), and software for surveys and voting.

Non-campus units
- Arizona State Retirement System
- Banner University Medical Center
- Companies involved in the Optional Retirement System
- Retiree related organizations in Tucson area
- Tucson Medical Center

Tri-University Advisory Council
- Members are the retiree associations of Arizona State University, Northern Arizona University, and University of Arizona
- Purpose is to share experiences and to learn from each other
- Meetings are annual at ASU. The “host university” rotates among the three universities and the “host” determines the meeting date, develops the agenda, and pays for the meeting expenses. Normally three people from each university attend.
- There is no formal website but below is a link to minutes of the 2012 meeting https://asura.asu.edu/sites/default/files/20121113TriUniversityMeeting.pdf
Appendix D. Learning More About the UARA’s Future

In fall 2017 the UARA began its new structure - a board of directors with officers elected from within the board rather than an advisory council with the officers elected by the UARA membership. The first year will require some new ways of thinking, new approaches to both activities and management, and the changes will take some time to be “institutionalized” and the organization running smoothly. There are four basic types of audiences and each requires a different way of interaction.

This Board Manual should be reviewed and appropriate changes made after this first year of experience. The first edition (Fall 2017) focuses on immediately identifiable near term issue. But we need to recognize the world is changing and those changes will affect current and future UARA actions.

The most important first step might be to identify the interests and needs and desires of pending UA faculty and staff retirees (say those in the next five years). Because of the changing times the results may be different from what we have historically assumed. After reviews of this Board Manual, we can identify supporting information and get advice from UA marketing faculty. Immediate information sources include:

UARA History and Relevant Experiences
- UARA website home page and major headings and what other
- UARA Members – number and trends, eligibility for membership
- Identify what might be different in the future and how that may affect UARA

Audience 1: Our Active UARA Members
Recognize this is our primary source of new members
- Summary of the available literature on structure and function of similar organizations
- UARA Office Facilities and administrative linkages with the University of Arizona
- UARA 2015 History Book short relevant items to consider historical context.
- UARA Members: trends, types, historical attendance or communication
- UARA Website

Audience 2: Members Other Organizations we Interact With
is other Prepare a “short” summary of the UARA. After reviews of this Board Manual, we can fill in some supporting information. This will be on limited to one page. For example:
- UARA History Book Table of content or one paragraphs summary
- UARA Website home page and major headings listed or a description
- UARA website – address, types of things there, how add or remove
- UARA listserv and other types of electronic communication
- UARA Members – number and trends, eligibility for membership,

Audience 3: Eligible People who are not Members and are not UA Retirees
- People retiring from UA within two years (we have this option now)
- People already retired but not current UARA members
- People not UA retirees but are allowed to join if meet criteria in the bylaws
Appendix E. UARA Office and Electronic Facilities

Key Events Map (to be developed later)
There is no example of that posted, but it would be a single page (when possible) prepared by UARA annually. The content would be a listing by event and date for everything involving UARA for the year. Examples are our activities, an annual visit or meeting with representatives of the seven units with a relationship with the UARA (see above).

Tour of the Website, Newsletter and UARA Office Facilities
Know what is on the website and what is involved in maintaining it. This will be an electronic tour you take yourself, and a link from the “About Us” tab on the website home page – http://uara.arizona.edu

UARA Office Facilities/Location
This is uncertain at time this overview was written (May 2018). Possibilities are UARA Alumni Association or Government and Community Services, or other.

All board members should know what our office facilities look like from the inside. The office manager will provide the tour during normal office hours for groups or individual members. It is located in the Babcock Building (1717 E. Speedway) in room 3105. It is immediately east of the hedge that is on the east side of the McDonalds restaurant on Speedway near the campus. Parking is available at close by UA Zone 1 parking lots.

Tour of the UARA History Book
This is a do it yourself tour a 41 page history from 1980 (formation) to 2015 (35th anniversary). A copy is online (http://uara.arizona.edu/history) or from the UARA office (free for board members). A 4 page summary is available as well as the full 41 page report. Topics include membership trends, leadership over the years, activities and programs, communications, and how time has changed the UARA. A history of the newsletter is at the same address. Copies of previous newsletters also are on the website.

Electronic Communication
Many UARA members are using the newer communications methods (electronic mail or discussion boards/options) for individuals or groups (such as Facebook). There are examples of other university retiree associations that use Facebook or electronic mail as a communication source for their members. We have a university based website and listserv.
### Appendix F. UARA 2017 Board Retreat Identified Priorities

Board Determined Priorities From Topics Resulting From Brainstorming Issues in May 2017. Each of the 11 participant could select three choices from among all topics.

<table>
<thead>
<tr>
<th>Topic</th>
<th>Immediate (sorted)</th>
<th>Eventually</th>
<th>Not Needed</th>
</tr>
</thead>
<tbody>
<tr>
<td>Annual Goals</td>
<td>11</td>
<td>2</td>
<td>0</td>
</tr>
<tr>
<td>Board management and function</td>
<td>8</td>
<td>3</td>
<td>0</td>
</tr>
<tr>
<td>Strategic Planning</td>
<td>8</td>
<td>3</td>
<td>0</td>
</tr>
<tr>
<td>Website management</td>
<td>8</td>
<td>3</td>
<td>0</td>
</tr>
<tr>
<td>Communication - utilizing technology</td>
<td>8</td>
<td>2</td>
<td>0</td>
</tr>
<tr>
<td>Communication of Board members</td>
<td>8</td>
<td>2</td>
<td>0</td>
</tr>
<tr>
<td>Purpose of Operational Handbook</td>
<td>8</td>
<td>2</td>
<td>0</td>
</tr>
<tr>
<td>Communication with members</td>
<td>8</td>
<td>1</td>
<td>0</td>
</tr>
<tr>
<td>Mission</td>
<td>8</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td>Vision Statement</td>
<td>8</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td>Bylaws</td>
<td>7</td>
<td>2</td>
<td>2</td>
</tr>
<tr>
<td>Financial reports</td>
<td>7</td>
<td>2</td>
<td>0</td>
</tr>
<tr>
<td>Job descriptions – Officers</td>
<td>7</td>
<td>2</td>
<td>0</td>
</tr>
<tr>
<td>Handbook Updating Process</td>
<td>6</td>
<td>6</td>
<td>0</td>
</tr>
<tr>
<td>Budgeting Process</td>
<td>6</td>
<td>2</td>
<td>0</td>
</tr>
<tr>
<td>Decision making</td>
<td>6</td>
<td>2</td>
<td>0</td>
</tr>
<tr>
<td>Meeting management</td>
<td>6</td>
<td>2</td>
<td>1</td>
</tr>
<tr>
<td>Evaluation of activities</td>
<td>5</td>
<td>6</td>
<td>0</td>
</tr>
<tr>
<td>Governing Documents</td>
<td>5</td>
<td>5</td>
<td>1</td>
</tr>
<tr>
<td>Job descriptions – Committees</td>
<td>5</td>
<td>4</td>
<td>0</td>
</tr>
<tr>
<td>Job descriptions – Board</td>
<td>5</td>
<td>3</td>
<td>0</td>
</tr>
<tr>
<td>Evaluation of goals</td>
<td>4</td>
<td>6</td>
<td>0</td>
</tr>
<tr>
<td>Member-related Committees</td>
<td>4</td>
<td>5</td>
<td>0</td>
</tr>
<tr>
<td>Job descriptions – Staff</td>
<td>4</td>
<td>4</td>
<td>0</td>
</tr>
<tr>
<td>Evaluation from members</td>
<td>3</td>
<td>7</td>
<td>0</td>
</tr>
<tr>
<td>Management Committees</td>
<td>3</td>
<td>4</td>
<td>1</td>
</tr>
<tr>
<td>Volunteer management</td>
<td>2</td>
<td>6</td>
<td>0</td>
</tr>
<tr>
<td>UARA History</td>
<td>2</td>
<td>5</td>
<td>2</td>
</tr>
<tr>
<td>Evaluation of Board</td>
<td>1</td>
<td>8</td>
<td>0</td>
</tr>
<tr>
<td>Fundraising</td>
<td>1</td>
<td>8</td>
<td>0</td>
</tr>
<tr>
<td>ADDED: Events- identification, planning, replication, evaluation</td>
<td>1</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

UARA retreat summary prepared by Enid Bos, 6/19/2017

Process: 30 topics placed stickers to each person.

Appendix x.

Each person that pasted the sticker in either As soon as possible, or a little later, or not a needed
Appendix G. Summary of April and May 2017 Board Retreats

April 2017 Retreat (with new board members)

Elements of successful boards (presented by Enid Bos, Facilitator)

1. Passion – commitment to cause
2. Time – this is a job
3. Experience – what you bring what you learn
4. Flexibility – step up when needed
5. Attentiveness – look for ways to grow
6. Courage - be willing to tackle issues
7. Collegiality – respect and communications

Developing a Strong Foundation – group discussion #1

1. Communications within board and with members
2. Canvass all UARA members for feedback
3. Become a fully functional board

Expectations for the first year of the Board

1. Board is operational and has trajectory
2. Review existing member list
3. Select activities from list an know we addressed them
4. A Successful transition
5. Research what other similar organizations do to be successful
6. Mechanisms for getting new board members (5 each year)
7. UARA members become more active

Small Group Activity #2 Five actions

Actions of the UARA Board of Directors can take to strengthen UARA through June 2018

1. Activity Planning - insert member activity preference survey in fall newsletter
2. Evaluate UARA financial status
3. Accomplishments for the UARA Board to be completed by June 2018
4. Form subcommittees (examples relate too among members, obtaining suggestions from members,

Ways the URAR Board can identify priorities for action into the future

1. Sponsor board networking social
2. Activate board listserv
3. Identify what to offer by better understanding what we do now
4. Surveys, feedback, focus groups
May 2017 Retreat (Board Planning Meeting)

The focus was on implementation and near term activities. Examples include:

1. Identify priority areas for focus
2. Create timetable of tasks from May 2017 to October 2017.
3. Prepare a solid member recruitment plan. Communicate with current and prospective members.
4. Be a productive Board of Directors and outline a successful plan for leadership
5. Find out what members want.
6. Develop a portfolio of “activities” to offer members
7. Connections to University of Arizona (develop contacts with selected administrative units
8. Develop a member recruitment plan
10. Develop a board operation board manual

Over this “first year” of the new board structure there are a number of “transition” steps to take. Several were identified and others will develop as we get

In addition, officers were elected, board terms were established (the normal three year terms will begin in as the staggered terms for the officers are implemented).

Further reading on Planning Meetings (including retreats)

Annual board retreats allow an informal way to discuss important topics, learn from each other, and an opportunity to address a group solution on some important topic to the organization.

Four Examples of Source Material for Retreats

1. Board and Staff Retreats for Nonprofit Associations
   http://boardbuilders.com/governance/board-retreats

2. Best Practices Volunteer Management

3. Planning for successful retreats
   http://facilitationprocess.com/planning-effective-board-retreats/

4. Organizing a Retreat (from Community Tool Box.
Appendix H. Best Practices Summary

Best Practices apply to all aspects of an organization: meetings, committees, board, and, to officers, committee chairs, individual members.

Best Practices and their Application

a. Code of Ethics and Conduct (e.g., be prepared, be courteous, good attendance)
b. Annual Tune-up Checklist (modeled after the National Council of Nonprofit: Minutes)
c. Guidelines and Template, 5 pages:
   a. Meeting details: meeting type/date/attending, who presided, who kept minutes
   b. Substance: Specific issues discussed and decisions taken
   c. Avoid: Recordings, too much detail
   d. Examples: Call to order, minutes approval, reports, announcements, finish

General Ideas on Best Practices

- Prepare for a variety of options as defined by member preferences (electronic and other)
- Include all communications (annual reports, progress reports, announcements)
- Focus on board-level decisions – not those that can be decided by a committee

- Operate your organizational life in person and electronically
- Include critical events: meetings, retreats, and special topics
- Operations
- Prepare templates for Agendas and Reports

The 27 Best Practices of High Performing Volunteer Organizations

These are brief, relevant for organizations like UARA, and easy to read.

Examples:

- Clearly (and often) communicate the vision.
- Provide clearly written job descriptions.
- Take the time to authentically welcome volunteers and orient them to their new role.
- Ensure that volunteers know exactly what’s expected of them.
- Start new volunteers off small. Don’t scare them off with too huge of a commitment too soon.

7 Secrets for Successful Board Meetings

1. Starting with clear expectations leads to smooth sailing
2. Assigning homework helps meetings move forward instead of looking back.
3. Developing focused agendas (and sticking to them!) helps ensure efficient meetings.
4. Effective meeting minutes can save time and track progress.
5. Building connections can help develop a team atmosphere.
6. We all want to know we’re doing a good job - so measure board effectiveness.
7. Board members who enjoy their role are more committed and also great role models

https://www.wildapricot.com/blogs/newsblog/2013/06/21/7-secrets-for-successful-board-meetings (Wild Apricot website)
References for Further Reading

Board Management and Best Practices

- **Recommended Governance Practices. 6 pages**

- **The 27 Best Practices of High Performing Volunteer Organizations. 3 pages. Good Summary**

- **Boards and Governance. 4 pages**
  http://nonprofitanswerguide.org/boards-governance/

- **Best Practice Materials for Nonprofit Boards. Executive Service Corps of Washington. 38 pages**
  http://www.orgwise.ca/sites/osi.ocasi.org.stage/files/resources/best%20practices%20for%20Board.pdf

- **Membership Best Practices, American Library Association. 10 pages**
  http://www.ala.org/groups/affiliates/chapters/chapterleaders/membbestpractices

- **Seven Steps to Stronger Nonprofit Boards 8 pages**
  http://boardsthatexcel.com/

- **Board Roles and Committees 4 pages**
  https://www.councilofnonprofits.org/tools-resources/board-roles-and-responsibilities

- **Boards that Excel 8 pages**
  http://boardsthatexcel.com/

- **Board Standing Policies Board manual (Guidelines plus template) 12 pages (good source for ideas)**
  http://www.projectarkfoundation.com/board_standing_policies_board_manual

- **Is Your Board Ready for Self-Assessment?**

Strategic Planning

- **Textron System Retirees Association. Strategy for a Plan for 2010 through 2014 and Beyond.**
  http://www.tsretirees.org/2%20Archives/B_TSRA_ACTIV_INITIAT/B2_STRATEGICPLAN/2012/TSRA2012StrategicPlan.pdf (6 pages)

- **The Board Role in Strategic Planning. 6 pages**
  http://createthefuture.com/strategic_thinking.htm

- **BoardSource: Vision, Mission, Core Values 3 pages**
  https://boardsource.org/about-boardsource/vision-mission-core-values/
**Change and Parliamentary Procedure**

- **Switch to a Continual Organizational Change Process for Fast Rapid Results! 14 pages**

- **Membership Recruitment and Retention 3 pages**

- **Simplified Handbook of Parliamentary Procedure 23 pages**

- **Ten Guiding Principles of Change Management 12 pages**

- **Simple Parliamentary Procedures Cheat Sheet 1 page – key components – easy to use**

**Board Member Focus and New Member Orientation**

- **Maintaining a Board of Directors. 10 pages**

- **Sample Board Checklist. 2 pages**

- **Board Practices: Membership Recruitment & Retention. 3 pages**

- **Sample Board Orientation Checklist 2 pages**

- **Board Orientation from National Council for Nonprofits. 5 pages**
  [https://www.councilofnonprofits.org/tools-resources/board-orientation](https://www.councilofnonprofits.org/tools-resources/board-orientation)

- **Typical Contents of a Nonprofit Board Board manual. 2 pages**

- **Orientation and Training of New Board Members**
  [http://www.createthefuture.com/board_orientation.htm](http://www.createthefuture.com/board_orientation.htm)
**More Board Board manuals - Orientation (in addition to those listed above)**

- Welcome to the Board of Directors: An Orientation Board manual for Directors
  file:///C:/Users/roger/AppData/Local/Packages/Microsoft.MicrosoftEdge_8wekyb3d8bbwe/TempState/Downloads/Welcome%20to%20the%20Board.pdf

- Board of Directors Orientation Board manual

  Board Orientation


- Essential Resources for board Orientation and Training
  http://www.createthefuture.com/board_orientation_tools.htm#Sample_Border_Member_Orientation_Outline

- National Council of Nonprofits: Board Orientation
  https://www.councilofnonprofits.org/tools-resources/board-orientation

- Free Management Library – Board Orientation
  http://managementhelp.org/boards/orientingmembers/orientation.htm

**Board Board manuals – Contents**

- Typical Contents of Nonprofit Board Board manual

- Board Roles and Responsibilities
  https://www.councilofnonprofits.org/tools-resources/board-roles-and-responsibilities

- Board Structures, Committees, and Meetings
  https://boardsource.org/fundamental-topics-of-nonprofit-board-service/structure-committees-meetings/

- Nonprofit Board Member Board manuals – What Should You Include?

- Health Resources & Service Administration. Sample Table of Contents for Board Policy Board manual

- All About Boards of Directors (good on operations, committees, meetings)
  http://managementhelp.org/boards/