

**CALIFORNIA RETIRED
COUNTY EMPLOYEES
ASSOCIATION**



DELEGATE MANUAL

AUGUST 2013

TABLE OF CONTENTS

(Index Update)

Forward

- Page 5

Chapter 1 – CRCEA History

- A Brief History of CRCEA – Page 9
- CRCEA - Its Humble Beginning – Page 15
- Rights of Retirees in 37 Act Counties – Page 13
- History of California Counties Affiliation with CRCEA – Page 17
- Chronological Listing of CRCEA Presidents – Page 18
- CRCEA Major Legislation – Page 19

Chapter 2 – Organization

- Mission Statement – Page 23
- Bylaws – Page 27
- Organizational Chart – Page 45
- Officers and Chairpersons – Page 47
- Financial Records – Page 69

Chapter 3 – Operations

- Operations Manual – Page 47

Chapter 4 – Conferences

- Future Conference Sites – Page 81

**Refer To the Conference Manual
For Additional Conference Data**

Chapter 5 – Forms

- CRCEA Reimbursement Invoice – Page 84

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(Revised September 2013)

FORWARD

This Delegate Manual is intended to assist newly appointed delegates to the CRCEA Board of Directors in answering questions regarding their responsibilities as a delegate, and to also provide a reference for future questions which may arise.

What is a delegate? The delegate is a person who has been chosen by the President and Board of Directors of each CRCEA member association to represent their respective association on CRCEA's Board of Directors. The delegate, or alternate delegate, attends all CRCEA conferences, and votes the will of their association on those issues brought forth at the conference which are required to maintain the orderly operation of CRCEA.

Also included is the *Operations Manual* which provides guidance regarding operational policies, guidelines and procedures for CRCEA's committees and members.

This manual has been refined over many years through a process of trial and error. It should not be thought of as the definitive answer to all of the issues a delegate may face, but is intended to offer a single source for information that is the result of a compilation of hundreds of hours of experience by many talented people.

It is extremely important for the delegate to be familiar with CRCEA's Mission Statement, Bylaws, and its history. Your position on the Board of Directors will often require that you answer questions from your association's membership about CRCEA. It is one of your duties to be able to competently answer those questions. Another of the most important duties of the delegate is to report back to their associations on the conference sessions to keep their association current regarding the updates from the CRCEA Executive Committee and the member associations.

If this manual was given to you by your association's previous delegate, they did exactly what they were trained to do. It will be your responsibility to care for the manual so that it can be passed on to your successor.

Finally, it is your responsibility to offer your insights and ideas which will help improve this document, and further assist those delegates that will follow you as your association's representative on the CRCEA Board of Directors.

Chapter 1 - CRCEA History

This chapter is dedicated to the submission of several articles regarding the early history of the California Retired County Employees Association by the founding members of this organization.

Also necessary is the recognition of the contribution from many other leaders throughout the 40 year history of CRCEA. Without their direction, strength of purpose, and time commitments, this organization could not have survived.

And a special thank you is extended to our current Secretary and Historian, Dorothy Lueking. Without Dorothy's direction, research, and phenomenal memory, the job of revising this manual would have been infinitely more difficult.

<i>A Brief History of CRCEA</i> by George Liddell.....	Page 9
<i>CRCEA - It's Humble Beginning</i> by Ray Romero.....	Page 11
<i>Rights of Retirees Governed by the "County Employees Retirement Law of 1937"</i>	Page 13
History of California Counties Affiliation with CRCEA.....	Page 17
Chronological Listing of CRCEA Presidents.....	Page 18
CRCEA Legislation History.....	Page 19

A Brief History of CRCEA

CRCEA had its inception in the late 1960's with the efforts of a few recently retired county employees. All of the early founders had been active in employee associations or unions on both the local and state level.

Notable among them were Phil Fickert and Leo Rapp of Kern County, Robert Heuer of Los Angeles, Ed Rush of San Diego, and Billie Hartley of Fresno.

In June of 1969, as a result of a number of letters from Ed Rush, several representatives agreed to a conference to be held that fall. Invitations were sent to counties and cities, as well as officers of the State Retired Employees Organizations.

The meeting was set for October 17 and 18, 1969 in the city of Fresno, concurrently with a meeting of the League of California Employees Associations (LOCEA) being held there at that time.

Attending were conferees from nine of the 1937 Act counties; Alameda, Fresno, Kern, Los Angeles, Orange, San Diego, San Joaquin, Stanislaus, and Sonoma, plus the City and County of San Francisco, the City of San Diego, and the California State Retired Employees Association.

At this first conference, the name California County Retired Employees Association was selected. A Bylaws committee was appointed and a second meeting was scheduled for the following year.

This next convention, the next regular meeting, referred to as a formation meeting, was held on the 12th and 13th of February, 1970, also in the city of Fresno. Representatives from seven counties attended the assembly; Fresno, Kern, Los Angeles, Orange, San Diego, Sonoma, and Stanislaus. The name of the organization was changed to the current name, the California Retired County Employees Association; the Bylaws Committee presented their efforts and they were approved; the membership decided to meet three times a year, concurrently with LOCEA, and they set dues of ten cents per member, with a maximum of \$50.00.

Elected as the first officers were: Ed Rush, President; Phil Fickert, 1st Vice President; Bob Heuer, 2nd Vice President; and Billie Hartley, Secretary-Treasurer. Shortly after that, on May 1, 1970, the Inter-Com made its debut as the official newsletter of the new organization and although the hyphen was subsequently eliminated from the name, it has been published regularly ever since. The second regular meeting of the fledgling group was held on July 14, 1970, also at Fresno and also concurrently with LOCEA, whose name was changed to the California Public Employees Federation (CALPEF) in the interim between meetings.

The next meeting, titled as the "First Annual Conference" was convened at Crystal Bay, North Lake Tahoe on October 9 and 10, 1970, again simultaneously with the CALPEF convention.

Marin and Santa Barbara counties became members the following year and then the next two or three years saw a slow but steady expansion of CRCEA. Contra Costa, Ventura, and Tulare joined during this time. After this time the meetings were not held with CALPEF. Sacramento, Alameda, San Mateo, San Joaquin, Merced, and San Bernardino became members and Imperial arrived a few years later. Mendocino, last but not least, became the twentieth county to join in 1991, making the total membership complete.

CRCEA came into being through the efforts of a few dedicated people and it has grown steadily over the years through the efforts of other dedicated people. Without their unpaid efforts, the organization

would have withered and died. They have been responsible for some noteworthy changes in the 1937 Act, which have worked to the benefit of every retiree in the system.

CRCEA – Its Humble Beginning
By Ray B. Romero, Santa Barbara County, 1995

Edward T. Rush, founder of CRCEA (California Retired County Employees Association), retired from San Diego County in 1967 and in the following year became active in the affairs of the Retired Employees of San Diego County, Inc. He was their president for three years and then became Executive Secretary of the Association.

In 1970, Ed saw the need of a statewide association of retired county employees. He organized the California Retired County Employees Association, starting with a nucleus of five counties. He was the Executive Secretary of the Association until 1985. He was also publisher of CRCEA's newsletter for some 15 years.

In 1971, the Santa Barbara County Retired Employees Association was organized and soon thereafter affiliated with CRCEA, it being the sixth county to join. Ed appointed this writer to the Legislative Committee and in 1972 appointed the writer Chairman of the Legislative Committee.

The main purpose of CRCEA was to promote the welfare of retired county employees and their survivors through legislation.

In the early years of CRCEA, the Committee members would meet at the restaurant located at Castaic Junction. The first Legislative Committee was composed of Ed [Rush] and Gene Allen (retired D.A. Investigator) from San Diego, Leo Rapp (retired County Auditor) and Phil Fickert (retired Deputy Sheriff) both from Bakersfield, and Everett Christensen (retired Fireman) from Los Angeles.

Other invitees, although not members of the Committee, would meet with the Committee because it wanted their input. Bills to be sponsored by CRCEA would be discussed, dissected, corrected, modified or whatever was necessary to make a worthwhile bill. After an author was found for the proposed bill or bills and the bill(s) set for hearing, Harry Looney would drive this writer to Castaic Junction where he would meet Ed [Rush] and Gene Allen on their way to Sacramento. Ed would then pickup Leo Rapp and Phil Fickert at Bakersfield. Everett Christensen would travel by air and meet the Committee members in Sacramento.

Finances were not plentiful in those early days so the members would stay at an \$8.00 a night motel located on 16th Street, the truck route. Phil Fickert, being hearing impaired, did not hear the trucks going by all night. The motel was located quite a distance from the Capitol and it was necessary to drive to the Capitol to attend a hearing before the Assembly or Senate Policy Committee.

As more associations joined CRCEA, the Committee members were able to stay at a \$10.00 a night motel located five blocks from the Capitol and within walking distance.

Later, the Committee members were able to stay at a motel just three blocks from the Capitol and the rate was \$14.00 a night. Ed and other members of the Committee most likely paid for the expenses out of their own pockets. It is very doubtful if Ed collected mileage for the use of his automobile. The writer mentions this bit of history to point out that Ed was the "spark plug" that kept CRCEA running in its formative years.

Ed was instrumental in moving a bill through the legislative process, which provided for the election by the retired employees of a retirement member to the Board of Retirement. This bill in itself is of monumental importance to the retired employees and their survivors, as well as a permanent marker to Ed's skill in testifying before the policy committees. Very few people are aware that, between 1971 and 1987, the CRCEA Legislative Committee drafted and sponsored some 36 bills, which passed the Legislature and are now part of the County Retirement Law.

After Ed ceased being active in the Association, due to illness, he was always available to accept telephone calls from the person requesting his advice and sound judgment. CRCEA was his pride and joy.

Ed died at his North Park home on January 6, 1989, after a four-year bout with emphysema. He was born in Terre Haute, Indiana on June 19, 1905, moved with his parents to San Diego, and graduated from San Diego High School in 1922. He worked in real estate with his family until he went to work for the County of San Diego in 1931. He first worked with the County in the County Assessor's Office for six years, then moved to the Welfare Department, and later to the Purchasing Department where he was employed when he retired. He was President of the San Diego Employees Association, 1948-49 and was President of the State League of County Employees Association in 1954-55.

Ed and his wife, Katherine, affectionately known to all their friends as Kay, would have celebrated their 55th wedding anniversary on January 21, 1989. Ed passed away peacefully while sitting in his living room chair. He did not live to see the twenty county retired employees' associations become affiliated CRCEA; nevertheless, CRCEA was his legacy.

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Rights of Retirees Governed by the “County Employees Retirement Law of 1937” (The 1937 Act)

The 1937 Act grants rights to retired employees of the twenty counties governed by it. The act is found in the California Government Code beginning at Section 31450.

The purpose statement of the Act in Section 31451 specifically recognizes a “public obligation to county and district employees,” and that “retirement compensation and death benefit(s) (are) additional elements of compensation for future services.”

The California Retired County Employees Association was founded in 1969 in part to identify and protect the rights of retired county employees. According to its bylaws, CRCEA’s general purpose is “. . . to provide a central coordinating group through which the desires and objectives of the 20 local county associations may be advanced and to promote the health, happiness, and continued productivity of retirees, beneficiaries, and dependents of its local county associations.”

CRCEA monitors state and federal legislation that may affect its member associations, often testifying before legislative committees, and communicates directly with various legislators or other officials on specific issues. CRCEA also sponsors and promotes its own legislative proposals, as well as monitoring or assisting litigation involving its members.

In keeping with its mission, CRCEA has identified a number of specific rights of retirees that it has found are best protected by a knowledgeable and vigilant membership. These rights are:

I) Retired County employees have a vested right to a pension for life under the terms of the defined benefit plan in effect during their active employment.

A retired County employee’s vested pension rights are as protected as the original right to be paid a salary. Both are based upon the contractual exchange of the employee’s services for a financial benefit. The only difference is the timing of the payments. The California Supreme Court in *Kern v. City of Long Beach*, 29 Cal 2d. 848 (1947) observed at page 853:

“public employment gives rise to certain obligations which are protected by the contract clause of the Constitution, including the right to the payment of salary which has been earned. [4] Since a pension right is "an integral portion of contemplated compensation" ... it cannot be destroyed, once it has vested, without impairing a contractual obligation. Thus the courts of this state have ... uniformly held that pension laws ... establish contractual rights.”

Under the California Constitution, a “law impairing the obligation of contracts may not be passed.” (Cal. Const., art I, § 9.) Likewise, our Federal Constitution provides: “No state Shall.....pass any . . . law impairing the obligation of contracts” (U.S. Const., art. I, § 10, cl. 1.)

Pension is defined in Government Code Section 31471 as “payments for life.”

II) Other Post-Employment Benefits (OPEB), such as Health Insurance, may become vested depending upon the statutory framework under which they were adopted, the past practice and promises of the granting authority, and the inducement for the continued service of the employees, or as a factor in their decision to retire.

Because these issues are currently being actively litigated in several 1937 Act Counties at this time, further discussion will await the completion of that litigation.

III) Retirees receiving Health Care benefits from their county or retirement system are entitled to notice to their recognized representative organization and an opportunity to comment prior to changes.

Government Code Section 31693 provides:

“In any county, district, or county retirement system providing benefits under this article, the county, district, or county retirement system shall provide any organization that is recognized by the retirement system of the county or district as representing the retired employees of that county or district reasonable advance notice of any proposed changes in employee health care benefits affecting those retired employees and the organization shall have a reasonable opportunity to comment prior to any formal action by the county, district, or county retirement system on the proposed changes. As used in this section, "proposed changes" means significant changes affecting health care benefits, including, but not limited to, changes in health care carriers, plan design, and premiums.”

IV) If the Board of Retirement contemplates any changes to the benefits of retirees, or the use of any excess retirement system funds, then notice must be provided to any organization that is recognized by the Board as representing the retirees. The organization shall then be afforded an opportunity for comment prior to any formal action by the Board.

This right was added in Government Code Section 31592.5:

“The board shall provide to any organization that is recognized by the board as representing the retired employees of the county or district reasonable advance notice of any proposed changes to the retirement benefits offered by the system or the use or uses of excess funds of the retirement system. The organization shall have a reasonable opportunity to comment prior to any formal action by the board on the proposed changes.”

V) Retirees have a right to know the financial condition of the trust funds that pay their benefits. The Retirement Board must file an annual financial statement.

This right is codified in Government Code Section 31597 for a Retirement Board using calendar year accounting:

“Before June 30th of each year the retirement board shall file in the office of the county auditor and with the board of supervisors a sworn statement that shall exhibit the financial condition of the retirement system at the close of the preceding December 31st and its financial transactions for the year ending on that day.”

Alternatively, for a Retirement Board using fiscal year accounting, this right is codified in Government Code Section 31597.1:

Before December 31 of each year, the retirement board shall

file in the office of the county auditor and with the board of supervisors a sworn statement that shall exhibit the financial condition of the retirement system at the close of the preceding June 30th and its financial transactions for the fiscal year ending that day. This section is not operative in any county until the board of supervisors, by resolution adopted by a majority vote, makes the provisions of this section applicable in the county. After the filing of the first fiscal year accounting under this Section, the provisions of Section 31597 do not apply in the County.

VI) The Retirement Board is responsible for the investment decisions and administration of the retirement system, and must administer it to assure the prompt delivery of benefits to participants and beneficiaries. The Board's duty to participants and beneficiaries takes precedence over any other duty.

Voters passed Proposition 162, the "California Pension Protection Act of 1992" in order to strengthen the protections for retired public servants. It amended Section 17 of Article XVI of the California Constitution, and provides in part (b):

"The members of the retirement board of a public pension or retirement system shall discharge their duties with respect to the system solely in the interest of, and for the exclusive purposes of providing benefits to, participants and their beneficiaries, minimizing employer contributions thereto, and defraying reasonable expenses of administering the system. A retirement board's duty to its participants and their beneficiaries shall take precedence over any other duty."

VII) In a County with a nine member Board of Retirement, the eighth member shall be a retiree elected by the retired members of the system. Where there is an eighth member, the Board of Retirement may appoint an alternate retired member from a list submitted by a recognized retiree organization, to serve a concurrent term with the eighth (retiree) member. After the initial appointment, the alternate retired member shall be elected by the retired members of the system. An alternate retiree member may participate on the Board, but may not vote if the regular retiree member is present.

Government Code Sections 31520-31520.5 deal with this issue and the procedure varies within the Counties.

CRCEA was successful in getting S.B 203 passed by the California Legislature. It streamlined the procedure for filling vacancies on a Board of Retirement. It provides that the alternate retired member becomes the retiree member if that position becomes vacant (assuming there is an alternate retired member, since one county still does not have one.) The bill also provides that if the alternate retired member position becomes vacant, it is to be filled from a list furnished by one or more recognized retiree organizations in the county, instead of by election.

VIII) Active employee unions may not negotiate away any pension benefits already earned by retirees.

A retiree is entitled to the pension benefits earned while working. As noted by the Court of Appeal in Pasadena Police Officers Assn. v. City of Pasadena, 147 Cal App.3d 695 (1983) they have earned a "contractually vested right to a fixed pension which cannot be reduced."

Because retirees are no longer employees, active employee unions have no grounds to represent their interests in negotiations with a County on pension related issues. The MEYERS-MILIAS-BROWN ACT, beginning at Government Code Section 3500, governs local public employee organizations relations with their employers. Section 3504 provides: “The scope of representation shall include all matters relating to employment conditions and employer-employee relations, including, but not limited to, wages, hours, and other terms and conditions of employment...”

(NOTE: The issue of employee unions undermining other retiree benefits has been raised by commentators, and briefly mentioned in several court cases, but no case definitively resolves the issue in the context of a 1937 Act county.)

The law appears settled that neither the unions nor the public agencies can upset pension benefits. The more difficult issue is other post-employment benefits, such as health care. In the private sector, if a retiree has ended his employment under a contract that “clearly and unambiguously” promises lifetime health benefits – then they are enforceable. Language in the 1937 Act is subject to various interpretations, and becomes especially problematic for those retirees whose medical benefits are tied to those received by current employees. Despite a year of study by the “Public Employee Post-Employment Benefits Commission” in 2008, many issues remain unresolved. As mentioned in Section II, ongoing litigation with our member associations concerning these benefits and the circumstances under which they may be granted, modified or enforced is occurring and we await its resolution before addressing it in this document.)

Comment:

Two additional rights to be considered:

- A) Retirees should be provided services by the retirement boards that are comparable to those granted active and deferred members.

Subdivision (a) of Section 17 of Article XVI of the Constitution. Also see Section 3(d) of proposition 162. Further, see, e.g., Restatement (Second) of Trusts section 183 (1959) (“When there are two or more beneficiaries of a trust, the trustee is under a duty to deal impartially with them.”)

- B) Retirees may have the right to share in the distribution of annual excess earnings.

(Different rules apply in different Counties with regard to the ability (if any) to share in excess earnings.) This right exists only in the three Article 5.5 counties. Otherwise, use of excess earnings is up to the discretion of the Board of Retirement, subject to the notice requirements of Section 31592.5.

RCJ – GS - AG 3/23/09 (Update 08/2013)

HISTORY OF CALIFORNIA COUNTIES AFFILIATION WITH CRCEA

COUNTY and YEAR OF AFFILIATION

*Fresno – 1970
*Kern – 1970
*Los Angeles – 1970
*Orange – 1970
*San Diego – 1970
*Sonoma – 1970
*Stanislaus – 1970
Santa Barbara – 1971
Marin – 1972
Contra Costa – 1973
Ventura – 1973
Tulare – 1974
Sacramento – 1975
Alameda – 1975
San Mateo – 1976
Merced – 1980
San Bernardino – 1983
Imperial – 1983
San Joaquin – 1983
Mendocino – 1992

**Founding County Member*

**CHRONOLOGICAL LISTING OF
CRCEA PRESIDENTS**

PRESIDENT – COUNTY – YEAR(S)

Ed Rush, San Diego, 1970 – 1972
Phil Fickert, Kern, 1973 – 1975
Al Ingols, Stanislaus, 1976
Everett Christensen, Los Angeles, 1977*
Ruth Righter, Orange, 1977 – 1978
Billie Hartley, Fresno, 1979 – 1980
Charles Moore, Ventura, 1981 – 1982
Norman Johnson, Los Angeles, 1983 – 1984
Jess Nickless, Sacramento, 1985
C.G. “Bud” Quist, Alameda, 1986 – 1987
George Liddell, San Diego, 1988 – 1989
Wesley Hall, Stanislaus, 1990 – 1991
Keith Concannon, Orange, 1992 – 1993
Hal White, Sacramento, 1994 – 1995
Helen Vaux, Fresno, 1996 – 1997
Warren Bennett, Los Angeles, 1998**
Everett Julkowski Kern 1998 – 2000
George Shoemaker San Diego 2001 – 2002
H. William Kirkwood Orange 2003 – 2008*
William de la Garza, Los Angeles, 2008—2009
E. F. (Skip) Murphy, San Diego, 2009 –

* Died while in office

** Resigned before finishing term

CRCEA LEGISLATION HISTORY

CRCEA'S Legislative Committee has reviewed well over 200 bills, and has taken a position on many of them. Because of the dedication of the many members that have served on this committee, CRCEA is well recognized and respected in Sacramento. Some of the major bills sponsored, or otherwise supported by CRCEA are:

- 1972 AB534 - Adding the 9th Retired Board Member elected by the retirees
- 1973 SB374 - Increases for retirees retired before 7/1/71
- 1973 AB2626 - Retirement Funds excess earnings payment of health care cost for retirees
- 1974 AB2823 - Allowing deductions authorized by retirees to be made for payment of dues to retired employee association
- 1974 AB2870 - Allows re-calculation of the retirement allowance based on the highest one year
- 1974 AB3232 - Increase the annual COLA for retired members to 4, 5, or 6 percent
- 1974 AB3134 - Made direct deposit of retirees check available
- 1976 AB3111 - Defeated this bill that would have made legal the transfer of accumulated surplus retirement funds for payment of county retirement contributions to help meet budget deficits.
- 1982 AB3182 - Increased death benefits
- 1983 SB650 - Alternative Financial provisions
- 1991 AB2094 - Health Insurance Pre-funding through 401h (IRS Code)
- 1991 AB1172 - Authorized Electronic Fund Transfer of retirees warrants
- 1992 AB2411 - Spousal benefits upon death of member
- 1993 AB1470 - Golden Handshake (age + 3yrs service)
- 1993 AB2069 - Reemployment program for retired employees
- 1993 SB859 - Formation of Health Benefit Purchase Alliance
- 1995 SB642 - Major changes to disability provisions
- 1995 SB791 - Prevents 37 Act Counties from losing tax qualified status
- 1996 AB2633 - Authorized Retirement Boards to contract out legal services
- 1997 SB1020 - Established long term health care program (with B/S approval)
- 1997 SB1120 - Extended golden handshake through 98-99
- 1998 AB1766 - Authorized Retirement Boards to go outside for audits
- 1998 SB2137 - Concerns lump-sum death benefits
- 2000 AB2176- Authorized 80% STAR COLA to be made permanent
- 2000 SB670 - Re-established Retirees marriage/2nd marriage spousal benefit
- 2000 AB2291 - Elect Alternate Retirement Member – Kern County
- 2001 AB1071 - Allows for the compounding of the COLA bank
- 2001 AB1665 - Give retiree's the opportunity to elect an alternative Retirement Board member to represent retirees when the regular member is unable to attend the Board meeting

2001 AB111 - Provide recognized Retiree Associations advanced notice before making major changes to the health benefits

2004 AB979 - Giving alternate retiree board members the same compensation, rights and privileges, and have the same responsibilities and access to closed sessions. It also authorizes the alternate retiree alternate board member to be Board officers and serve on committees, unless prohibited by resolution of the Board

2011 SB203 -Removes the authority of the Board to prohibit the alternate retiree board member from serving on committees. Also provides that, when there is a vacancy in the retiree board member position, the alternate retired member shall be appointed to fill the remainder of the term, and that a new alternate retiree member shall be appointed from a list of nominees submitted by a recognized retiree organization

2012 SB1382 -Clarifies the types of deductions that may be made from a retirement allowance upon written authorization by a retiree. It would also establish a means by which the organization representing retirees of the system can communicate by mail with the retirees it represents, and makes the organization responsible for the costs

The Legislative Committee continues to work tirelessly to stay abreast of the numerous bills before the legislature that are of benefit to retirees, but they are also keenly aware of, and will oppose, those bills that will be detrimental to the welfare of our membership.

Chapter 2 – Organization

Mission Statement.....	Section One
Bylaws.....	Section Two
Organizational Chart.....	Section Three
Officers and Chairpersons.....	See Roster**
Financial Records.....	Section Four

Articles of Incorporation

Non Profit Tax Exemption

Dues Structure

****CRCEA MEMBERSHIP ROSTERDue to the frequency of personnel and data changes, information regarding CRCEA officers and committee chairs, will be updated semi-annually in the CRCEA Membership Roster.**

The Roster will also include addresses and contact information for each association, their officers, our CRCEA affiliates, and contact numbers for the retirement office in each county.

Chapter 2 - Section One

CRCEA MISSION STATEMENT

The California Retired County Employees Association (CRCEA) is a nonprofit corporation. It is comprised of associations representing the twenty counties whose retirement systems are regulated under the 1937 Retirement Act.

CRCEA provides a forum for educating its members and promoting retiree benefits and issues.

Its Volunteer Officers and Directors oversee opportunities to:

- **Communicate information through a newsletter, *The Intercom*, and a website - www.crcea.org**
- **Meet in semi-annual conferences to provide retirement information to members**
- **Initiate legislation to develop and maintain retirement benefits**
- **Train and encourage member associations to actively represent retirees to their respective boards of supervisors and retirement boards**

Chapter 2 - Section Two

Bylaws Table of Contents

Preamble	Page 27
Article I – Name and Place of Business	Page 28
Article II – Membership	Page 29 - 30
Article III – Meetings	Page 31
Article IV – Officers	Page 32 - 34
Article V – Election/Removal of Officers	Page 35 - 36
Article VI – Board of Directors	Page 37
Article VII – Committees	Page 38
Article VIII – Revenue and Disbursements	Page 39
Article IX – Amendments	Page 40
Article X – Miscellaneous	Page 41

BYLAWS

of the
California Retired County Employees Association, Inc.
Including amendments through October 2012

PREAMBLE

The California Retired County Employees Association, Inc. (CRCEA) is hereby organized in response to the desires of various 1937 Act county retiree associations in the State of California to preserve and promote the general welfare of retired county employees, in particular, as well as the citizens of the State of California.

The general purpose of CRCEA shall be to provide a central coordinating group through which the desires and objectives of its various member associations may be advanced, and to promote the health, well-being, and continued productivity of retired members of such associations, to the mutual benefit of its member associations.

To this end, CRCEA, as part of its service to such organizations, desires to assist all retired employees of counties in the State of California under the County Employees Retirement Law of 1937 in providing a permanent organization, and to develop and maintain a program geared to the contents of this preamble, and to the needs of its member associations, and of active public employees in these counties.

ARTICLE I – NAME AND PLACE OF BUSINESS

Section 1 – Name

The name of this association shall be California Retired County Employees Association, Inc. hereinafter referred to as CRCEA.

Section 2 – Principal Office

The principal office for the transaction of business of CRCEA shall be such address in the State of California as may be fixed, or re-fixed, by the Board of Directors of CRCEA.

ARTICLE II – MEMBERSHIP

Section 1

Membership in CRCEA may be had by any retired county employees association in any county of California which represents persons who receive retirement allowances under the County Employees Retirement Law of 1937 by reason of having been employees of any political entity under the control of any Board of Supervisors of any county in the State of California, or the surviving spouse of such persons. These requirements shall not preclude the membership of any county organization representing the retired employees of other political subdivisions within the county boundary if such organization does at the same time represent retired county employees.

Section 2

Membership shall only be granted to those associations having open enrollment to all retirees as stipulated in Section 1 above. Open enrollment is intended to be free of any requirements, qualifications, or other membership (current or prior) other than being a retired county employee.

The Board of Directors shall resolve any question of eligibility of any association making application for membership.

Section 3 – Voting Power

The voting power of member associations of CRCEA shall be equal and each member association shall have one vote. Each member association shall cast its vote through the person designated by it as its voting delegate, or alternate delegate.

In the absence of both the voting delegate and an alternate delegate, voting by proxy shall be permitted when the proxy delegate presents written authorization from the association represented by the proxy.

Section 4 – Dues

The membership dues structure shall be based on a fixed per capita for all associations except Los Angeles County whose dues shall not exceed twice the dues of the second largest Association. For purposes of dues computation, the total membership count shall be as of December 31st of the immediately preceding calendar year.

Affiliate membership dues shall be based upon the Schedule of Affiliate Membership Dues as adopted annually by the Board of Directors.

The annual Member Association dues shall be payable to CRCEA during the first 60 days of each calendar year.

The annual Affiliate Member dues shall be payable to CRCEA during the first 60 days of the calendar year.

ARTICLE II – MEMBERSHIP (Continued)

New Affiliate members joining after the regular March conference shall be granted prorated dues for the balance of that year.

Any change in the dues structure of CRCEA shall be subject to the action of the Board of Directors after giving 60 days written notice to each member association that a change in the dues rate is to be considered at the next meeting of the Board. A two-thirds vote of the Board of Directors shall be required to accomplish any change in the dues structure.

Section 5 – Member Associations in Good Standing

Annual Member Association Dues shall be payable to CRCEA during the first 60 days of the calendar year.

Section 6 – Conflict

Any association holding membership as of October 31, 1986 that is in conflict with Sections 1 and 2 above shall retain such full membership as may be their pleasure.

Section 7 – Associate Membership

Any association seeking membership, as long as it is not in conflict with Article II, Section 2, from a county that currently has a qualified membership may apply for “Associate Membership.” Associate members shall pay the same dues as full members and have all the rights, privileges, and benefits, exclusive of the right to vote or hold membership on the Board of Directors.

Section 8 – Affiliate Membership

Affiliate membership may be extended to any retirement-related business, professional or institutional company or firm as follows:

A. Submission of an appropriate letter of application approved by a majority of the Executive Committee; and

B. Be accepted by a majority of the Executive Committee, annually, and

C. Payment of the annual Affiliate Membership dues as determined by Article II, Section 4, above.

ARTICLE III – MEETINGS

Section 1- Frequency of Meetings

CRCEA's Board of Directors' meetings shall be not less than two per year with the last meeting in the calendar year being the annual meeting and the other(s) being the regular meeting(s). Such annual meeting shall be conducted as a convention-type meeting to be attended by members of local associations as they may wish. Not more than 7 months shall elapse between meetings.

The time and place of CRCEA meetings shall be set a year in advance at the regular meeting of the Board of Directors.

Section 2 – Quorum at Meetings of the Board of Directors

Fifty percent (50%), plus one, of legally eligible members of the Board of Directors shall constitute a quorum for the transaction of business at any of the meetings of the Board.

Section 3 – Notice of Meetings of the Board of Directors

Notice of regular meetings, the annual meeting, and pendency of election of officers as recommended by the Nominating Committee shall be given in writing by the Secretary and/or the Executive Secretary to each member association at least 30 days before the date set for each meeting.

Section 4 – Special Meetings

Special meetings may be called by the Executive Committee upon approval of 51% of the delegates. Notice of the special meeting must be given to all delegates and associations 30 days in advance of the meeting date.

ARTICLE IV – OFFICERS

Section 1 – Officers

The elected officers of CRCEA shall be the President, the Vice president, the Secretary and the Treasurer.

Section 2 – Eligibility for Office

All candidates for office, notwithstanding Article II, Section 7, shall be persons holding current membership in good standing in their respective individual county associations. No person shall hold more than one elective office at the same time in CRCEA.

Section 3 – Term of Office

The term of office for all elected officers shall be for the period of two years, commencing 1 January, after the close of the Annual Meeting, or until such time as personally replaced or relieved. No elected officer may hold the same office for more than two consecutive terms for a total of four years, except by unanimous approval of the voting delegates.

Vacancies in the office of Vice President, Secretary, or Treasurer due to resignation or any other cause will be filled by the Executive Committee, and shall be ratified by the Board of Directors at the next meeting.

Section 4 – Powers and Duties of Officers

(a) President

The President shall be the Chief Executive Officer of CRCEA and shall, subject to the control of the Board of Directors, have general supervision, direction, and control of the business and affairs of CRCEA. The President shall preside at all meetings of the Board of Directors and shall be an ex-officio member of all committees. The President shall have such other powers and duties as may be prescribed by the Board of Directors or by the Bylaws, specifically including the right and duty to independently sign any outgoing bank checks in any emergency situation directed toward the accomplishment of the intent of these Bylaws; he shall also simultaneously send to the Secretary a copy of all pertinent correspondence which he originates, shall appoint the officers to oversee the standing committees.

(b) Vice President

In the absence or inability of the President, the Vice President shall perform all the duties of the President except the issuance of bank checks and when so acting shall have all the other powers of and be subject to all the restrictions upon the President. The Vice President's duties may be altered as is deemed necessary by the President or the Board of Directors.

The Vice President shall have such other powers and perform such other duties as may from time to time be prescribed by the President or the Board of Directors.

The Vice President has the “over-all” responsibility for the Conference. The Vice

ARTICLE IV – OFFICERS (Continued)

President is expected to work alongside the Conference Committee Chair through the entire process in preparation for the Conference and be directly responsible for the Conference.

The Vice President shall be responsible for overseeing committees as directed by the President and approved by the Executive Committee.

The Vice President shall ensure that the Committee Chair develops and implements an Education/Training program in accordance with CRCEA Operations Manual.

(c) Secretary

The Secretary shall keep, or cause to be kept, the official minutes of CRCEA and shall perform any other duties as required by law.

The Secretary shall be responsible for overseeing committees as directed by the President and approved by the Executive Committee.

(d) Treasurer

The Treasurer shall receipt for and keep, or cause to be receipted for and kept, all moneys and records thereof transmitted through member associations, officers, and/or Board of Directors; and shall keep regular, thorough, and full accounts of all receipts and disbursements, including solvency position of CRCEA; shall make detailed reports of these matters, as appropriate or required, to the general membership, Board of Directors, and the President when so requested, and shall discharge such other duties as may be assigned by the Board of Directors or the President.

The Treasurer shall make, or cause to be made, disbursements upon the order of the President or Board of Directors, and shall give such bond, with security, as the Board or President may require, and shall perform such other duties in connection with the financial administration as the Board of Directors or President may prescribe.

The Treasurer shall establish suitable coordination with the President on the latter's issuance of bank checks as provided in subsection (a) above. The Treasurer shall also independently issue bank checks in payment of due obligations of CRCEA.

The treasurer may delegate such duties as are appropriate to an Assistant Treasurer. When the Board of Directors has appointed an Executive Secretary, that person may be named the Assistant Treasurer, and assigned such duties as may be designated by the Board of Directors.

The Treasurer shall be responsible for overseeing committees as directed by the President and approved by the Executive Committee.

(e) Immediate Past President

The Immediate Past President shall serve as a member of the Executive Committee.

ARTICLE IV – OFFICERS (Continued)

The Immediate Past President shall have other powers and perform such other duties as may from time to time be prescribed by the Board of Directors.

The Immediate Past President shall be responsible for overseeing committees as directed by the President and approved by the Executive Committee.

ARTICLE V – ELECTION/REMOVAL OF OFFICERS

Section 1 – Election

Election shall be held at the annual meeting.

Section 2 – Nominating Committee

The President shall appoint a Nominating Committee for the nomination of officers for the succeeding year.

At least 45 days prior to the annual meeting, the Nominating Committee shall present its recommendations in writing to the President and Secretary and/or Executive Secretary separately.

The Nominating Committee shall also present its recommendations at the annual meeting.

Section 3 – Notice to Member Associations

At least 30 days prior to the annual meeting, the Secretary and/or Executive Secretary shall notify each separate Member Association of the contents of the Nominating Committee's recommendations.

Section 4 – Nominations from the Floor

At the annual meeting, nominations may be made from the floor by any voting delegate for any officership in CRCEA. The person being nominated must be present at that meeting or a written authorization must be present.

Section 5 – Removal of Officers

A. Any officer can be removed from office by the following procedure:

1. A Member Association in good standing (not an individual) will forward a request to CRCEA for dismissal. The request will state the reason(s) for the request with full information concerning its action. The request will be signed by the President and Delegate of the forwarding Association.

2. The most senior member of the Executive Committee, not involved in the action, will appoint an AD HOC Committee consisting of two officers and one Delegate.

3. The AD HOC Committee shall investigate, hear testimony, and review the circumstances of the request. Any noticed officer, Delegate, and/or President of the Association filing the request, and any other witnesses may testify before the committee.

B. Depending on the recommendation of the AD HOC Committee, the following action will be taken:

1. If the AD HOC Committee is to take any action against the officer(s), their report will be forwarded to the Secretary of CRCEA who will place an Agenda Item on the next scheduled meeting and forward a report of the Committees' action to all Delegates. If the committee does not recommend further action, the report will be filed.

ARTICLE V – OFFICERS (Continued)

2. If the Ad HOC Committee recommends removal a Delegate secret vote will be taken at the next scheduled meeting. A vote of 2/3 of those Delegates voting is required to remove an officer(s).

ARTICLE VI – BOARD OF DIRECTORS

Section 1 – Powers

Subject to the limitation of the Bylaws and of the laws of the State of California, all powers, business, and affairs of CRCEA shall be exercised and conducted by, or under authority of, the Board of Directors, including the authority to contract for an Executive Secretary and/or other staff positions under such terms and conditions as may be deemed appropriate. The Board may also designate the position of Executive Secretary as Assistant Treasurer.

Section 2 – Members

The Board of Directors shall consist of a voting delegate from each of the Member Associations; such voting delegate shall be determined by each local Member Association in a manner to be determined by such association.

There shall be complete acceptance of the possibility that an officer of CRCEA may be designated by his local member association to be a voting delegate as well as an incumbent officer of CRCEA.

Section 3 – Vacancies

Should a vacancy occur by death, resignation, or otherwise, of any member of the Board of Directors, the same shall be filled without undue delay by the local association.

ARTICLE VII – COMMITTEES

Section 1 – Standing Committees

The standing committees of CRCEA are Legislative, Benefits, Affiliate, Conference, Communications, Membership, Finance, Bylaws and Nominating. Standing committees shall be combined or divided according to the needs of the organization as determined by the Executive Committee.

The President shall, within 60 days after the annual meeting, appoint members to the standing committees, subject to confirmation by the Executive Committee. All eligible members of such committees shall serve for a period of one year and until their successors are appointed and qualified. Vacancies occurring may be filled by appointment of the chairperson of the committee concerned, with the approval of the Executive Committee. The President shall designate the chairperson of each committee, subject to ratification by the Executive Committee.

Section 2 – Special Committees

The President shall appoint the chairperson and other members to any special committees that may be considered necessary and appropriate, subject to confirmation by the Executive Committee. Such special committees shall be vested with such authority and shall serve for such time, as the Executive Committee shall determine.

Section 3 – Executive Committee

An Executive Committee is hereby established consisting of the President, Vice President, Secretary, Treasurer, and the Immediate Past President to act on all emergency matters arising between Board meetings and to act on any matters referred to it by the Board of Directors.

Such actions shall be subject to approval and ratification by the Board of Directors.

ARTICLE VIII – REVENUE AND DISBURSEMENTS

Section 1 – Fiscal Year

CRCEA's fiscal year shall be January 1 through December 31.

Section 2 – Budget

It shall be the duty of the Finance/Planning/Audit Committee to prepare and submit a proposed budget to the Board of Directors for adoption at the annual meeting.

Section 3 – Authorization

No expenditure of money shall be made except by authorization of the Board of Directors or as may be otherwise provided for herein. No officer, director, or local Member Association belonging to CRCEA shall contract any obligation or incur any debt on behalf of CRCEA, or in any way render it liable unless authorized by CRCEA's Board of Directors.

Section 4 – Ineligible Expenditures

Specifically, CRCEA and its officers and voting delegates and funds in CRCEA's treasury shall not be liable for expenditures by local Member Associations relating to their membership in CRCEA. This provision includes no eligibility of reimbursement to local member associations on account of travel, housing, mileage, or services which may be authorized by local member organizations on their own account or initiative in behalf of the objectives of CRCEA. No reimbursement for authorized CRCEA expenses shall be made by CRCEA when said expenses have been paid by the member's local association.

Section 5 – Audits

The Executive Committee shall cause at least one annual audit to be made as soon as practicable after the close of the calendar year and the reporting of same to be made at the next regular membership meeting. The audit shall include all books, records, statements, and accounts maintained in the name of CRCEA.

ARTICLE IX – AMENDMENTS

Section 1

These Bylaws may be amended at any regular or annual meeting of CRCEA upon the affirmative vote of a majority of the member associations represented by voting delegates at the meeting.

Section 2 – Notice

The matter of notice of any proposal to amend the Bylaws shall be accomplished in the following manner:

- A.** Any Member Association, by action of its own Board of Directors, shall notify the Secretary and/or the Executive Secretary in writing not less than 60 days preceding any regular or annual meeting, of its desire for Bylaws change, accompanied by an explanatory statement for each requested change.
- B.** Similarly, committees of CRCEA’s Board of Directors may initiate such Bylaw changes by giving each Member Association the same type of notice 60 days preceding any regular or annual meeting.
- C.** Notice in writing must be submitted to each member association, setting forth the proposed changes, at least 30 days prior to the specified date.
- D.** These Bylaws may be amended at any regular or annual meeting with prior notice if delegates representing four-fifths of the Member Associations are present and the vote to amend is unanimous.

ARTICLE X – MISCELLANEOUS

Section 1

Each member association shall be permitted to send more than one representative to the meetings of CRCEA but there shall be only one voting delegate and only one vote per Member Association.

Section 2

Each Member Association must certify in writing, prior to the regular and annual meetings, the name of the voting delegate who shall represent it on the Board of Directors. Also, at the option of any Member Association, an alternate delegate may be certified, in writing, in the event of any incapacity or inability of such member's regular voting delegate.

Section 3

Each Member Association is to certify in writing, on or before December 1st, the name of a Legislative Delegate who shall represent it and who may serve by appointment of the President as a member of the CRCEA Legislative Committee.

Section 4

For any reason, any local association, as evidenced by CRCEA's receipt of a suitably documented request therefore, may withdraw from CRCEA at any time, but without return from CRCEA of any dues previously paid to CRCEA.

Section 5

The property of this organization is irrevocably dedicated to social welfare purposes and no part of the net income or assets of it shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private persons. Upon the dissolution, or winding up, of the organization, assets remaining after payment or provision for payment of all debts and liabilities of this organization, shall be distributed to a non-profit fund, foundation, or an organization which is organized and operated exclusively for social welfare purposes and which has established its tax exempt status under Section 501(c) (4) of the Internal Revenue Code.

If this organization holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court of the county in which the organization has its principal office, upon petition therefore by the Attorney General or by any person concerned in the liquidation in a proceeding to which the Attorney General is a party.

Section 6

Robert's Rules of Order shall govern procedures not covered by these Bylaws.

Section 7

Membership in this organization is granted without regard to race, color, national origin, or religious preference.

Chapter 3 – Operations Manual

Table of Contents

Section I – Organizational Chart.....Page 45

Section II – Duties and Responsibilities

- 1. Board of Directors.....Page 47**
- 2. Executive Committee.....Page 47**
- 3. Delegates.....Page 47-48**
- 4. Alternate Delegates and Other Conference Attendees.....Page 48**
- 5. Member Associations.....Page 48-49**
- 6. Affiliate Members.....Page 49**
- 7. Intercom Editor.....Page 49**
- 8. Executive Secretary.....Page 49-50**
- 9. Legislative Committee.....Page 50**
- 10. Benefits Committee.....Page 50-51**
- 11. Affiliate Committee.....Page 51**
- 12. Conference Committee.....Page 51-52**
- 13. Communications Committee.....Page 52**
- 14. Finance Committee.....Page 52**
- 15. Nominating Committee.....Page 52-53**
- 16. Bylaws Committee.....Page 53**
- 17. Membership Committee.....Page 53**
- 18. Retirement Security Committee (Ad Hoc).....Page 53-54**

Section III – Policies, Procedures, and Guidelines

- 1. Legislation.....Page 55-56**
- 2. Benefits.....Page 56**
- 3. Affiliate Program.....Page 56**
- 4. Conference.....Page 57**
- 5. Communications.....Page 57**
- 6. Membership.....Page 57-58**
- 7. Finance.....Page 58**
 - a. Accounting.....Page 58-59**
 - b. Audits.....Page 59**
- 8. Nominating.....Page 59**
- 9. Bylaws/Policy/Procedures.....Page 59-60**
- 10. Intercom.....Page 60**

Section IV – Calendars (CRCEA Dates and Events Fixed by the Executive Committee)

- 1. Fiscal Year.....Page 61**
- 2. Term of Office(s).....Page 61**
- 3. Standing Committees.....Page 61**

(Section IV Continued)

4. Dues.....	Page 61
5. Meetings.....	Page 61-62
6. Elections of Officers.....	Page 62
7. Budget.....	Page 62
8. Audit.....	Page 62
9. Bylaws Changes.....	Page 62

Section V – Procedures for Revisions to the Operations Manual.....	Page 63
---	----------------

Section VI – Affiliates and/or Contributors.....	Page 65-67
---	-------------------

Section VII – Financial Records – Table of Contents.....	Page 69
1. Articles of Incorporation.....	Page 71-74
2. Tax Exemption Status.....	Page 75-76
3. Dues Structure.....	Page 77-78
4. Budget.....	Page 79
5. Chart of Accounts.....	Page 80

Chapter 3 - Section I

ORGANIZATIONAL CHART

BOARD OF DIRECTORS

One voting delegate from each member association

EXECUTIVE COMMITTEE

President, Vice President, Secretary, Treasurer, Past President

STAFF

(Executive Secretary – When approved by the Executive Board)

STANDING COMMITTEES

Affiliate
Finance
Benefits
Legislative
Bylaws
Membership
Communications
Nominating
Conference

SPECIAL COMMITTEES

Appointed by the President & approved by the Executive Committee

Retirement Security Committee

Others as may be determined necessary

Chapter 3 - Section II

DUTIES & RESPONSIBILITIES

1. Board of Directors – The Board of Directors, established by Article VI of the Bylaws, consists of one voting delegate from each member association whose responsibility is:

- A. All business affairs of CRCEA.
- B. Overall direction and guidance to the organization.
- C. Making CRCEA a strong and effective organization that represents California retirees whose retirements systems are governed by the County Employees Retirement Law of 1937 (CERL).
- D. Providing a central coordinating group through which the ideas and objectives of its various association members may be advanced.
- E. Promoting the health, well being, happiness, and continued productivity of the retired members of all member associations.
- F. Providing a permanent organization to assist all retired employees of those counties in the State of California governed under the Retirement Act of 1937.

2. Executive Committee – The Executive Committee, established by Article VII, Section 3 of the Bylaws, consists of the President, Vice President, Secretary, Treasurer, and the Immediate Past President. The Executive Committee is responsible for:

- A. Acting on all emergency matters arising between Board meetings
- B. Giving guidance to the standing and special committees
- C. Coordinating efforts between the Board of Directors and committees
- D. Selecting an auditor to perform the annual audit of the Treasurer's and/or the Executive Secretary's records
- E. The content of the Operations Manual

3. Delegates – The Delegates are the members designated by their member associations to:

- A. Vote the member association's position at CRCEA Regular and Annual Meetings.
- B. Be responsible for all communications between CRCEA and their association
- C. Make sure that all required and requested information between CRCEA and their association is transmitted on a timely basis.

- D.** Promote and keep their association informed of all CRCEA activities
- E.** Communicate all of their association's requests and concerns to the proper CRCEA committee
- F.** Provide the CRCEA Treasurer with the total number of retirees in their county, and the total number of members in their association, as soon as possible after December 31st each year - no later than the following January 31st
- G.** Serve on at least one CRCEA committee
- H.** Volunteer for special assignments and committee work
- I.** Write letters to legislators when requested

4. Alternate Delegates and other conference attendees – The Alternate Delegates are the members designated by their member associations to:

- A.** Vote the member association's position at CRCEA Regular and Annual Meetings in the absence of the regular delegate
- B.** Support their delegate and assist with the delegate's responsibilities when necessary
- C.** Serve on CRCEA committees
- D.** Volunteer for special assignments and committee work
- E.** Write letters to legislators when necessary

5. Member Associations – Member Associations, established by Article II, Sections 1 & 2 of the Bylaws are responsible to:

- A.** Provide a delegate and alternate delegate to CRCEA
- B.** See that at least one delegate and/or alternate delegate attends all CRCEA Regular and Annual Meetings to properly represent their association
- B.** Strive to see that their retiree retirement board trustee, and/or alternate, attends all CRCEA Regular and Annual Meetings
- D.** Communicate to their members the accomplishments of CRCEA
- E.** Be responsible for providing willing people to work on CRCEA committees
- F.** Pay their expenses when possible
- G.** Be active in supporting legislation
- H.** Respond quickly to CRCEA surveys and requests for information

I. Host conferences

J. Do research at the local level for CRCEA

K. Share association information and highlights with other associations at the conferences, and through the CRCEA newsletter

(NOTE: CRCEA cannot function effectively without the active support of the member associations. To this end, it is imperative that the delegates and alternates of all member associations, and their respective officers, directors, and legislative liaisons recognize their responsibilities in this process.)

6. Affiliate Members – Affiliate Members, established by Article II, Section 8, of the Bylaws are described as an individual, group, company, or corporation that has agreed to sponsor CRCEA’s membership and activities, and will support the organization professionally and financially, as defined in CRCEA’s Bylaws and Delegate Manual. Such professional support may include, but is not limited to:

1. Being an information source for CRCEA
2. Recommending and providing speakers for seminars and conferences
3. Serving on committees
4. Serving on panels
5. Informing CRCEA of ways to better support and meet the needs of affiliate members

7. Intercom Editor - The Intercom Editor is appointed by the Executive Committee, and operates as part of the Communications Committee. The editor is responsible for:

- A.** Publishing and distributing the newsletter four (4) times a year
- B.** Developing and recommending to the Executive Committee changes in the newsletter format
- C.** Developing forms and schedules for article input
- D.** Establishing contacts in member associations, affiliate members, and other organizations to solicit newsletter information
- E.** Work with the Executive Committee, and other committees, to improve the newsletter

(NOTE: Each officer and committee chairperson is responsible for submitting an article for each issue.)

8. Executive Secretary – The Executive Secretary is established by Article VI, Section 1 of the Bylaws, and is appointed by the Board of Directors. Duties may include, but are not limited to the following:

- A.** Maintain current membership rosters for both general and association distribution
- B.** Provide staff support to officers and all committees
- C.** Maintain CRCEA correspondence and business files

- D.** Maintain minute files of meetings and follow up on action items
- E.** Maintain Bylaws and Operation Manuals
- F.** Maintain all master files and incorporation files
- G.** Coordinate meetings with the conference host county, and furnish the president and recording secretary with a list of all counties, including delegates, alternates, and guests that will be in attendance.
- H.** Prepare the program for each semi-annual conference

9. Legislative Committee – The Legislative Committee is a standing committee of CRCEA established by Article VII, Section 1, of the Bylaws. It is responsible for developing and providing an effective legislative program within CRCEA that:

- A.** Monitors pending legislation, both Federal and State, affecting our member associations
- B.** Introduces appropriate legislation requested and required by CRCEA action
- C.** After reviewing pending legislation, recommending a course of action to be taken by CRCEA
- D.** Keeps the membership informed of all pertinent bills and their status
- E.** Prepares letters to bill authors, policy committees, and others expressing CRCEA’s position
- F.** Develops a letter writing campaign for association members and their retirees to bill authors, policy committees, and others expressing CRCEA’s position
- G.** Provides members training, guidance, and information as to whom, and how, to write letters supporting CRCEA’s position
- H.** Coordinates our effort with our Legislative Consultant at all times.

(NOTE: CRCEA is not currently organized as a Political Action Committee (PAC), and consequently cannot make political campaign contributions. CRCEA is limited, in political influence, to “grass roots” support.)

10. The Benefits Committee – The Benefits Committee is a standing committee of CRCEA established by Article VII, Section 1 of the Bylaws. It is responsible for developing a benefit information program within CRCEA that:

- A.** Tracks all benefits of each member association
- B.** Show how the ’37 Act relates to each county’s benefits
- C.** Provides contacts in each member association to get benefit information
- D.** Educate member associations on how to get new benefits for their members

E. Helps member associations develop new benefits for their members

11. Affiliate Committee – The Affiliate Committee is a standing committee of CRCEA established by Article VII, Section 1, of the Bylaws. It is responsible for:

A. Developing benefits for affiliate members such as:

- i.** Helping to develop a communication line and/or process for the affiliate members to better communicate with member associations
- ii.** Highlighting affiliate members, and what they have to offer in the Intercom
- iii.** Having affiliate member's name on CRCEA stationery
- iv.** Being sensitive to the needs and requirements of the affiliate members.

B. Developing a program to solicit new members, and retaining current affiliate members

C. Establishing and maintaining good communications between CRCEA and the affiliate members

D. Developing seminars and conference sessions using affiliate members

E. Developing a method to make the affiliate members an information resource to CRCEA

F. Developing an affiliate's program and/or sessions for affiliate members at the semi-annual conferences

12. Conference Committee – The Conference Committee is a standing committee of CRCEA established by Article VII, Section 1, of the Bylaws. It is responsible for:

A. Determining duties and authority for the conference agenda

B. Developing and maintaining the CRCEA Conference Manual that provides the Host County with the necessary information to know:

- i.** What facilities are required to meet the conference needs
- ii.** How many hotel, meeting, banquet, and hospitality rooms are needed
- iii.** How to confirm room rates, select menus, establish food prices, determine setup, and meeting room changes
- iv.** How to understand and negotiate the facility contract
- v.** What committees are needed
- vi.** Set up and do the necessary registration, hospitality time, banquet, and entertainment
- vii.** How to prepare the letter of invitation, conference announcement, and a registration form
- viii.** The conference timing schedule when all these events should take place
- ix.** To obtain and make the necessary arrangements for the conference welcoming speaker

C. Establishing a conference sub-committee that would meet and work with the host county in the planning stage to:

- i.** Go over the manual with them.

- ii. Be available to answer questions during the planning process
- iii. Help them make the necessary arrangements if requested
- iv. Get any new information required to keep the manual up to date after the conference

13. Communications – The Communications Committee is a standing committee of CRCEA established by Article VII, Section 1, of the bylaws. It is responsible for:

- 1. Developing an effective communication network between CRCEA delegates, member associations, affiliate members, and other organizations
- 2. Developing good relationships with other organizations that relate with retired employees
- 3. Coordinate all communication between associations via newsletters.
- 4. Oversee and support the CRCEA newsletter (Intercom) editor

14. Finance – The Finance Committee is a standing committee of CRCEA established by Article VII, Section 1 of the Bylaws. It is responsible for:

- A. Monitoring CRCEA’s finances (income and expenses)
- B. Developing budgets for Board approval
- C. Reviewing and recommending dues changes when necessary
- D. Developing new types and methods of income, such as:
 - i. Fundraisers
 - ii. Publish materials, studies, and possibly surveys
 - iii. Advertising in Intercom
 - iv. Golf Tournaments (expand outside activities)
- E. Presenting the audit report at the spring conference business meeting
- F. Presenting the Proposed Budget at the Annual Meeting

15. Nominating Committee – The Nominating Committee is a standing committee of CRCEA established by Article VII, Section 1, of the Bylaws. It is responsible for:

- A. Nominating well-qualified candidates who will give strong leadership and direction to CRCEA
- B. Maintaining complete and up-to-date job descriptions for each elected and appointed office
- C. Help the Education/Training Committee to develop training and education programs for elected officers.

16. Bylaws Committee – The Bylaws/Policy/Procedures Committee is a standing committee of CRCEA established by Article VII, Section 1, of the Bylaws. It is

responsible for:

- A. Updating and maintaining the CRCEA Bylaws and Operation Manuals
- B. Working with the Board and the other committees in developing the necessary changes to these documents to meet their needs
- C. Reviewing these documents annually
- D. Notifying the Executive Committee, Secretary, and Executive Secretary in writing not less than 60 days preceding any Regular or Annual Meeting of any proposed changes, accompanied by an explanatory statement of the changes, if bylaws are involved.
- E. Publishing revised updates of these documents annually.

17. Membership Committee -- The Membership Committee is a standing committee of CRCEA established by Article VII, Section 1, of the Bylaws. It is responsible for:

- A. Developing and coordinating training programs to be conducted at the associations, such as:
 - 1. How to increase and maintain association membership
 - 2. How to develop [programs and events to realize membership objectives
 - 3. Maintain each association membership statistics
- B. Developing education seminars for delegates and member associations, such as:
 - 1. Delegate training
 - 2. How to write letters to legislatures;
 - 3. How to read and understand legislation
 - 4. Officer training

18. Retirement Security Committee – This committee was established in 2011

A. PURPOSE –

- 1. To work toward providing affordable retirement security for both the public and private sectors, for our children and grandchildren; thereby strengthening America's economy and social fabric.
- 2. To provide speakers for associations to speak on the CRCEA message
- 3. To provide responses to counter negative press articles written via editorials, general articles, and blog sites in our membership communities

Retirement Security Committee (Cont.)

B. GOALS –

1. To have CRCEA recognized as a major voice on pension issues both with respect to the current pension debate and future issues
2. Actively work to counter threats to our, and our children's, retirement future, and the economy; now and into the future
3. Furthering the cause of affordable retirement security for all by working to persuade voters, government, and business decisions makers on sound pension policy.

C. ACCOMPLISHMENT –

1. The committee has published two white papers “A Train Wreck in the Making”, Parts One and Two.
2. The committee has established a website that is a data base of important retirement security papers (www.crcearesearch.com).
3. The committee has provided associations with information on retirement security and other retirement issues.
4. The committee has, and continues to work with state and national organizations on retirement issues.

SECTION III – POLICIES, PROCEDURES AND GUIDELINES

1. Legislation – The Legislative Committee is responsible for all CRCEA’s legislative activities. The committee operates under the a chairperson assigned to oversee the committee. The president, with the approval of the Executive Committee, appoints the chairperson.

The committee cannot function effectively without the active support of the member associations. To this end, it is imperative that the delegates and alternates of all member associations, and their respective officers, directors, and the legislative chairperson, recognize their responsibilities in this process.

- A.** The Legislative Committee is to serve as a conduit of information by obtaining information about legislation in progress, polling member associations for their reactions, and consolidating them into a CRCEA position to be expressed to the appropriate people in the legislature.
- B.** Coordinate with the Legislative Consultant at all times
- C.** Monitor pending legislation and any amendments thereto, both federal and state, affecting the retirees belonging to our member associations
- D.** Introduce appropriate legislation requested or required by CRCEA action
- E.** After review of pending legislation, recommend a course of action to be taken by CRCEA.
- F.** Meet, when necessary, to review any matters pertaining to pending or proposed legislation
- G.** Prepare written reports to the Board of Directors summarizing all pertinent current bills together with its recommendations for support, opposed or neutral, and furnish copies to all delegates prior to meeting dates
- H.** Present written reports summarizing all pertinent current bills together with its recommendations for support, opposed or neutral, at the semi-annual CRCEA Board of Directors meetings
- I.** Prepare letters to bill authors, policy committees, and others expressing CRCEA’s position
- J.** Provide necessary information to member associations for letter writing campaigns
- K.** In the event that the Legislative Committee is unable to reach a consensus, or in the case of a highly controversial piece of legislation, the committee shall obtain a consensus by polling the various member associations by telephone.
- L.** The Legislative Committee is authorized to act without consulting the membership on legislation requiring emergency action, after consultation with our legislative consultant.

M. The Legislative Committee will establish and maintain a working relationship with the professional staff of both the Assembly Public Retirement and Social Security Committee and the Senate Public Employee and Retirement Committee, and insofar as possible, the committee chairman and committee members themselves.

N. The Legislative Committee will also establish and maintain similar working relationships with other influential organizations, including, but not limited to, the State Association of County Retirement Systems (SACRS) Legislative Committee, the County State Association of Counties (CSAC), the California Taxpayers Association, and the various unions representing active county employees. However, the committee will recognize the fact that on some occasions our positions may differ sharply.

O. Work with the legislature to simplify the County Employees Retirement Law of 1937 Act to try and eliminate its complexity

2. Benefits – The Benefits Committee is responsible for all CRCEA benefits activities.

The president, with the approval of the Executive Committee, appoints the chairperson.

The Benefits Committee operates under the chairperson assigned to oversee the committee.

Improving retiree benefits are an important part of the work of CRCEA, and to this extent the committee needs to:

A. Maintain a list of each member association's benefits

B. Establish a contact in each member association to provide benefit information

C. Help member associations obtain new benefits for their retirees

D. Work toward unifying retiree benefits among 1937 Act counties

E. Develop new benefits for retirees

3. Affiliate Committee – The Affiliate Program is responsible for the affiliates and all affiliate programs. The Affiliate Committee operates under the chairperson assigned to oversee the Committee. The president, with the approval of the executive committee, appoints the chairperson. To this extent the Affiliate Committee will:

A. Establish a communication line between affiliate members and member associations

B. Establish a process to recruit and retain affiliate members

C. Work with the Conference Committee to obtain speakers for seminars and conferences

D. Recruit affiliate members who are willing to serve on CRCEA committees

E. Organize affiliate members so as to be an information resource to CRCEA

F. Work with Legislative and Benefits Committees in helping to find new benefits for CRCEA Member Associations

G. Develop programs and/or sessions useful to affiliate members at the conferences.

- 4. Conference** – The Conference Committee is responsible for all conference activities. The committee operates under the chairperson assigned to oversee the committee. The president appoints the chairperson, with the approval of the Executive Committee. CRCEA conferences are the forum for maintaining our organization, and they must be planned with care and diligence to fulfill our mission.

(Note: Refer to the *Conference Manual* for an explanation of the duties and responsibilities of the Conference Committee and the hosting association. The Conference Manual is available from the Conference Committee Chair and online at CRCEA’s website.)

- 5. Communications** – The Communications Committee is responsible for the overall communication of CRCEA. The committee operates under the chairperson assigned to oversee the committee. The president, with the approval of the executive committee, appoints the chairperson. The Communications Committee shall:

A. Develop an effective communication network between CRCEA and its member associations, via the delegates, and other organizations

B. Improve communication in all areas by whatever means is most efficient for the circumstances. Such means may include:

- i.** Intercom newsletter
- ii.** News bulletins
- iii.** Direct communication via telephone/email/fax/regular mail
- iv.** Work with the Conference Committee to provide speakers to explain CRCEA’s mission to individual associations whenever requested
- v.** Providing immediate response to inquiries, either personally or by referral to appropriate officer/committee, and follow-up on all referrals to make sure each inquiry was satisfactorily handled
- vi.** Notifying the executive committee/president of any concerns perceived through contacts with associations/individuals

D. Develop and maintain CRCEA’s informational database (website)

E. Work with Intercom Editor to produce and keep improving the newsletter

- i.** Have all committees write articles each issue
- ii.** Help obtain news articles from member associations and affiliate members
- iii.** Help obtain articles of interest from other sources
- iv.** Make suggestions for improvements

- 6. Membership** – The Membership Committee is responsible for achieving membership goals of CRCEA. The committee operates under the officer assigned to oversee the committee. The president, with the approval of the Executive Committee, appoints the chairperson. The committee shall:

a. Maintain current and accurate name and address records

b. Plan and develop a membership program to achieve stated goals

c. Provide a network among associations that fosters increased membership

- d. Prepares and distributes statistics comparing membership achievements
- e. Plans programs for conferences to promote membership drives
- f. May prepare education and training programs and brochures

NOTE: The secretary, with the help of the committee, will develop a common CRCEA database. The secretary will be responsible for the CRCEA database; maintaining current and accurate listings of the following:

- 1. Delegate Roster
 - 2. Alternate Delegate Roster
 - 3. Member Association Officer and Delegate Roster
 - 4. Affiliate Member Roster
 - 5. Mailing list for Intercom and other mailings.
 - 6. Legislative representatives.
- 7. Finance** – The Finance/Planning/Budget Committee is responsible for overseeing financial activities of CRCEA. The president, with the approval of the Executive Committee appoints the chairperson. The committee operates under the chairperson assigned to oversee the committee.

The treasurer has over-all responsibility for all financial matters and records for CRCEA. The duties required to meet these responsibilities may be delegated to the Financial/Planning/Budget Committee, and/or the Executive Secretary as the Board of Directors may prescribe.

a. Accounting

- i. Accounting for CRCEA shall be on a cash basis.
- ii. The accounting period will be based on the calendar year ending Dec 31.
- iii. All purchases are to be receipted, recorded, and accounted for within 7 days of receipt.
- iv. All disbursements are to be made in accordance with the approved budget and/or approval of the President and/or Board of Directors, upon receipt of proper documentation.
- v. Keep regular, thorough, and full accounts of all receipts and disbursements, including solvency position of CRCEA.
- vi. Prepare all Federal and State reports and tax returns as required by law.
- vii. Prepare appropriate and/or required detail financial reports of CRCEA, quarterly to the Executive Committee, and semi-annually to the Board of Directors. Said reports may include:

- 1. Balance sheet.

2. Statement of Income & Expenses (Quarterly and Year to Date).
3. Membership/Affiliate dues report (as requested).
4. Prepare other financial reports as requested.

viii. Enforce the budgetary and expenditure limitations for travel, meals, and conferences as adopted by the Executive Committee, and approved by the Board of Directors

a. A proper receipted hotel bill is required

b. Not to exceed economy airfare when such air transportation is readily available - When the rates established by the host county for the regular and annual conferences exceed the above limits, the established rates will be considered acceptable.

c. The host county expense allowances shall set by the Executive Committee and approved by the board of directors.

b. Audits - There shall be an audit performed annually of the Treasurer's, and/or Executive Secretary's, records.

i. The Executive Committee will select the auditor to perform this audit.

ii. The audit is to be completed in sufficient time for the report to be available for the president and Executive Committee on March 1st, and for the membership at the first Regular Meeting (April).

iii. The Finance/Planning/Budget Chairperson shall present the audit report at the Regular (April) Meeting.

8. Nominating – The Nominating Committee is responsible for the nomination of all officers for CRCEA. The president, with the approval of the Executive Committee, appoints the chairperson. The committee operates under the chairperson assigned to oversee the committee. Responsibilities and time line include:

a. The process for obtaining nominees for next year's officers should start just after the spring conference.

b. The committee's recommendations are to be presented in writing to the president 45 days prior to the Annual Meeting.

c. The chairperson shall present the committee recommendations at the Annual Meeting.

d. Work with the Education/Training Committee in developing training and education programs for elected officers.

(NOTE: The secretary and/or executive secretary will notify the member associations of the content of the Nominating Committee's recommendations 30 days before the Annual Meeting.)

9. Bylaws/Policy/Procedures – The Bylaws/Policy/Procedures Committee is responsible for updating and maintaining these documents. The committee operates under the officer assigned to oversee the committee. The president, with the approval of the

Executive Committee appoints the chairperson. To this extent the committee needs to:

- a. Keep the Bylaws and Operations Manual updated and current.
- b. Review these documents annually.
- c. Work with the executive board and committees in developing the necessary changes to these documents.
- d. Notify the secretary and/or executive secretary in writing not less than 60 days preceding any Regular or Annual Meeting of proposed Bylaw and/or policy changes accompanied by an explanatory statement of these changes.
- e. Publish revised updates of the Bylaws annually.

NOTE: The secretary and/or executive secretary is to notify the member associations of the bylaw and policy changes 30 days before the Regular and/or Annual Meeting.

10. Intercom Editor – The Intercom Editor is appointed by the Executive Committee and operates under the Communications/Organizational Relationships/ Membership Committee. The editor:

- a. Publishes and distributes the newsletter at least 3 times a year.
- b. Recommends to the Executive Committee changes in newsletter format
- c. Develops forms and schedules for article inputs
- d. Establishes contacts in member associations, affiliate members, and other organizations to solicit newsletter information
- e. Works with the Executive Committee and other committees to improve the newsletter

SECTION IV – CALENDARS

CRCEA Dates and Events Fixed by Executive Committee

1. Fiscal Year – January 1 through December 31

2. Term of Office –

- A. Officer's terms are for two years from close of Annual Meeting.
- B. Standing committee members shall serve for a period of 2 years or until their successors are appointed and qualified.
- C. Special committee members shall serve for such time as the Executive Committee shall determine.

3. Standing Committees

- A. The president, with Executive Committee confirmation, will appoint chairpersons and members within 60 days after the Annual Meeting.

4. Dues

- A. Annual member association dues shall be payable to CRCEA during the first **60** days of the calendar year.
- B. Affiliate member dues shall be payable to CRCEA during the first 60 days of the calendar year, unless otherwise approved by the Executive Committee. New affiliate members joining CRCEA after the Spring (April) Conference shall be granted prorated dues for the balance of that year.
- C. Change in dues structure shall be subject to the action of the Board of Directors after giving 60 days written notice to each member association.

(Note: Any CRCEA member association that has paid its current year's dues is a member in good standing.)

5. Meetings

- A. The board of directors shall be not meet less than two (2) times per year (May and October), with the last meeting in the calendar year being the Annual Meeting. All other(s) shall be deemed Regular Meeting(s). No more than 7 months shall elapse between meetings.
- B. Time and place shall be set a year in advance at the Regular Meeting(s) by the board of directors.
- C. Notice shall be given in writing to each member association at least

30 days before the date set for each meeting.

7. Election of Officers

- A.** Elections shall be held at the Annual Meeting (October).
- B.** The Nominating Committee shall present its recommendations, in writing, to the president at least 45 days prior to the Annual Meeting
- C.** Notice shall be given to each member association at least 30 days prior to the Annual Meeting.

8. Budget

- A.** Finance/Planning/Budget Committee to submit proposed budget to the president and executive board at least 60 days prior to the Annual Meeting
- B.** The Finance/Planning/Budget Committee will submit a proposed budget to the board of directors for adoption at the Annual Meeting
- C.** Copies of proposed budget shall be mailed to member associations at least 30 days prior to the Annual Meeting.

9. Audit

- A.** The Executive Committee shall cause at least one (1) annual audit to be made as soon as practical after the close of the calendar year.
- B.** The auditor shall be selected by the president, with approval of the Executive Committee.
- C.** The auditor shall present the audit report to the president and Executive Committee by March 1st of the calendar year.
- D.** The auditor shall present the audit report to the board of directors at the first Regular Meeting of the calendar year.

10. Bylaw Changes

- A.** Member associations shall notify the secretary in writing not less than 60 days preceding a Regular or Annual Meeting of its desire for bylaw changes, accompanied by an explanatory statement for each requested change.
- B.** CRCEA committees may initiate such bylaw changes by giving each member association the same notice 60 days preceding any Regular or Annual Meeting.
- C.** Notice in writing must be submitted to each member association, setting forth the proposed changes at least 30 days prior to the specified meeting.
- D.** Bylaw/Policy/Procedures Committee shall present the proposed Bylaw changes for adoption at the specified meeting.

SECTION V – PROCEDURES FOR REVISIONS TO THE OPERATIONS MANUAL

The Executive Committee has determined that CRCEA's Operations Manual be revised in accordance with certain specific procedures. This will ensure that each Executive Committee member has the opportunity to review and comment on the revision before it is sent to the Bylaws/Policy/Procedures Committee Chair for review, entered into the manual, and distributed to the delegates.

Listed below is the procedure to be followed:

1. The author of the proposed change sends a draft copy to the Executive Committee for review and comment
 - A. The Executive Committee will review and return its comments to the author no later than 30 days following receipt.
2. Author finalizes the proposed revision and sends it to the chair of the Bylaws/Policy Procedures Committee
3. The chair of the Bylaws/Policy/Procedures Committee will make the change in accordance with the following procedure:
 - a. The revision will be formatted and dated.
4. It will then be placed into the Delegate Manual, and distributed at the next conference.

SECTION VI - AFFILIATES AND/OR CONTRIBUTORS

The pressure on affiliates to market their product requires guidelines that will enable the Affiliate Chair and host county conference chair to deal with situations without having to assume a personal responsibility. In the event of any question regarding the application of these guidelines, the host committee chair will contact the CRCEA Conference Committee chair. The following guidelines have been adopted by the Executive Committee and are hereby made a part of the Operations Manual.

A. DEFINITIONS:

AFFILIATE: Affiliate Members, established by Article II, Section 8, of the Bylaws are described as an individual, group, company, or corporation that has agreed to sponsor CRCEA's membership and activities, and will support the organization professionally and financially, as defined in CRCEA's Bylaws and Delegate Manual.

CONTRIBUTOR: A company or individual that contributes to CRCEA, for example:

- Sponsoring a Conference activity, such as a meal or coffee break.
- A contribution to help defray costs of a Conference.
- Any items used in Delegate packets (goodie bags).
- Sponsoring a non-conference activity (use of facility for meetings).

B. BENEFITS:

AFFILIATE:

- Company name is listed on CRCEA letterhead.
- Company name is listed in CRCEA Conference program booklet.
- Receives a CRCEA Roster.
- Company representative is provided time on Conference agendas to introduce themselves and give a brief explanation of company services.
- Sign posted at Conference crediting each affiliate during activity they are sponsoring.

CONTRIBUTOR:

- Company or individual name listed in CRCEA Conference Program Booklet
- Sign posted at conference crediting the contributor for the activity they are sponsoring

C. PRIVILEGES:

AFFILIATE:

- May be given preference on providing for a particular portion of a conference (such as hospitality hour) at the discretion of the Executive Committee
- May display promotional materials during conferences, if accommodations can be made by the host committee (table, wall space, etc.).
- May contribute to expenses of conferences and/or provide materials for delegate packets (goodie bags).

- May be asked to participate in conference program by sitting on discussion panels or making a presentation on a specified subject.
- May attend all conference programs at no cost (any costs for meals, lodging, etc. will not be paid by CRCEA).
- Should be introduced at some convenient time during each conference.
- Solicitation of conference attendees for marketing a company's services or products is to be done with discretion.

CONTRIBUTOR:

- May display promotional materials during conferences, but restricted to time and place of activity for which they have contributed. Preference for limited space will be given to affiliates. If a contributor makes a donation of money which is not applied to a specific activity, material displays will be determined by the host committee and/or the Executive Committee.

D. LIMITATIONS:

These rights and privileges **DO NOT INCLUDE:**

- Solicitation of conference attendees for marketing a company's services or products is to be done with discretion.
- Use of the CRCEA Roster as a mailing list to directly sell a company's products.
- Sale or releasing of the CRCEA Roster to any other company/organization.
- Using a CRCEA conference presentation to sell or promote a company's individual product(s).

E. CONFERENCES:

It is important that a distinction is maintained between affiliates and contributors, and that difference is reflected in the program booklet.

- The list of affiliates shall be reviewed by the Affiliate Committee Chair prior to printing to ensure accuracy as to content and that dues are current.
- Affiliate members may be listed on next to last page of booklet. The 37 Act Counties may be listed below in alphabetic order.
- Contributors should be listed and their contribution acknowledged.

F. THE INTERCOM:

At the discretion of the editor, affiliates will be allowed to contribute an article describing their organization, services and products.

G. THE WEBSITE:

Affiliates will be invited to submit a promotional feature that will run continuously until revised. The site may have photos and clip art, but no animation or flashes at this time.

H. GENERAL:

Affiliates and contributors are permitted to discuss their products or services with CRCEA members during the conference, using discretion and only with the cooperation and approval of the member.

SECTION VII - Financial Records

Table of Contents

Articles of Incorporation.....	Page 71-74
Tax Exemption Status.....	Page 75-76
Dues Structure.....	Page 77-78
Budget.....	Page 79
Chart of Accounts.....	Page 80



State
of
California
OFFICE OF THE SECRETARY OF STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

MAY 4 1982



March Fong Eu

Secretary of State

1110425

FILED
In the office of the Secretary of State
of the State of California
APR 28 1982

ARTICLES OF INCORPORATION

OF

MANCH FONG III, Secretary of State

Leslie Glenn

Deputy

CALIFORNIA RETIRED COUNTY EMPLOYEES ASSOCIATION, INC.
A California Nonprofit Corporation

ARTICLE I - NAME

The name of the corporation is California Retired County Employees Association, Inc.

ARTICLE II - STATEMENT OF CORPORATE NATURE

This corporation is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under such law.

ARTICLE III - AGENT FOR SERVICE OF PROCESS

The name and address in this State of the corporation's initial agent for service of process in accordance with subdivision (b) of Section 8210, is Mrs. Margaret Gilbert, 2030 Lincoln Ave., San Diego, California 92104.

ARTICLE IV - SPECIFIC PURPOSE

The specific purpose of this corporation is to operate a social club for the use and enjoyment of its members.

If this organization holds any event(s) which members of the general public are invited to observe or participate in for a fee, the income from the general public, less a proportional share of the expenses which will not benefit members, will be paid over to an organization which is exempt from Income Tax under Section 501(c)(3) of the Internal Revenue Code on an annual basis.

ARTICLE V - COUNTY WHERE PRINCIPAL OFFICE LOCATED

The county in the State of California where the principal office for the transaction of the business of this corporation is to be located, is the County of San Diego.

ARTICLE VI - MEMBERSHIP

This corporation shall have a membership distinct from the Board of Trustees. The authorized number and qualification of members of the corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and the liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

ARTICLE VII - AMENDMENT OF ARTICLES

These articles of incorporation may be amended by the vote or written consent of two-thirds of a quorum of members, and the prior or subsequent adoption of a resolution by the Board of Trustees.

VIII - LIMITATION OF POWERS

Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial

degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this corporation.

In witness whereof, the undersigned incorporators have executed the articles of incorporation on March 29, 1982.

Charles M. Moore
CHARLES M. MOORE

Norman S. Johnson
NORMAN S. JOHNSON

Margaret Gilbert
MARGARET GILBERT

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

Charles M. Moore
CHARLES M. MOORE

Norman S. Johnson
NORMAN S. JOHNSON

Margaret Gilbert
MARGARET GILBERT

Internal Revenue Service
District Director
P O BOX 2350 ROOM 5127 ATTN: E.O.
LOS ANGELES, CA 900532350

Department of the Treasury

Date: DEC. 20, 1989

CALIFORNIA RETIRED COUNTY EMPLOYEES
ASSOCIATION INC
2109 SALEM AVE
SANTA ROSA, CA 95401

Employer Identification Number:
95-3661077
Case Number:
959307027
Contact Person:
TERRY IZUMI
Contact Telephone Number:
(213) 725-6641

Internal Revenue Code
Section 501(c)(4)
Accounting Period Ending:
December 31
Form 990 Required:
yes
Addendum Applies:
no

Dear Applicant:

Based on information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from Federal income tax under section 501(a) of the Internal Revenue Code as an organization described in the section indicated above.

Unless specifically excepted, you are liable for taxes under the Federal Insurance Contributions Act (social security taxes) for each employee to whom you pay \$100 or more during a calendar year. And, unless excepted, you are also liable for tax under the Federal Unemployment Tax Act for each employee to whom you pay \$50 or more during a calendar quarter if, during the current or preceding calendar year, you had one or more employees at any time in each of 20 calendar weeks or you paid wages of \$1,500 or more in any calendar quarter. If you have any questions about excise, employment, or other Federal taxes, please address them to this office.

If your sources of support, or your purposes, character, or method of operation change, please let us know so we can consider the effect of the change on your exempt status. In the case of an amendment to your organizational document or bylaws, please send us a copy of the amended document or bylaws. Also, you should inform us of all changes in your name or address.

In the heading of this letter we have indicated whether you must file Form 990, Return of Organization Exempt From Income Tax. If Yes is indicated, you are required to file Form 990 only if your gross receipts each year are normally more than \$25,000. However, if you receive a Form 990 package in the mail, please file the return even if you do not exceed the gross receipts test. If you are not required to file, simply attach the label provided, check the box in the heading to indicate that your annual gross receipts are normally \$25,000 or less, and sign the return.

If a return is required, it must be filed by the 15th day of the fifth

CALIFORNIA RETIRED COUNTY EMPLOYEES

month after the end of your annual accounting period. A penalty of \$10 a day is charged when a return is filed late, unless there is reasonable cause for the delay. However, the maximum penalty charged cannot exceed \$5,000 or 5 percent of your gross receipts for the year, whichever is less. This penalty may also be charged if a return is not complete, so please be sure your return is complete before you file it.

You are not required to file Federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T, Exempt Organization Business Income Tax Return. In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

You need an employer identification number even if you have no employees. If an employer identification number was not entered on your application, a number will be assigned to you and you will be advised of it. Please use that number on all returns you file and in all correspondence with the Internal Revenue Service.

Donors may not deduct contributions to you because you are not an organization described in section 170(c) of the Code. Under section 6113, any fundraising solicitation you make must include an express statement (in a conspicuous and easily recognizable format) that contributions or gifts to you are not deductible as charitable contributions for Federal income tax purposes. Section 6113 does not apply, however, if your annual gross receipts are normally \$100,000 or less, or if your solicitations are made to no more than ten persons during a calendar year. The law provides penalties for failure to comply with this requirement, unless failure is due to reasonable cause.

If we have indicated in the heading of this letter that an addendum applies, the enclosed addendum is an integral part of this letter.

Because this letter could help resolve any questions about your exempt status, you should keep it in your permanent records.

If you have any questions, please contact the person whose name and telephone number are shown in the heading of this letter.

Sincerely yours,



Michael J. Quinn
District Director

CRCEA DUES STRUCTURE

Member Association Dues:

Purpose: To finance, as much as possible, CRCEA's operations. The intent is not to have to rely solely on affiliate dues for CRCEA normal operations, but to use affiliate dues to fund special projects.

Structure: The membership dues structure shall be based on a fixed per capita for all member associations, except Los Angeles County, whose dues shall not exceed twice the dues of the second largest association's contribution of dues.

For purposes of dues computation, the total membership count shall be as of December 31st of the immediately preceding calendar year.

Any change in dues shall be subject to action by the Board of Directors, after 60 day notification.

The Board of Directors approves the dues structure of CRCEA, and shall be reviewed annually. The reviewing process should begin 120 days prior to the Annual Meeting. It involves:

- i. Reviewing the proposed budget
- ii. Determining the financial need for the coming year to be covered by dues
- iii. Other Income – Explore and develop other methods of income available to CRCEA
- iv. Recommending necessary rate adjustments
- v. Submit the rate recommendations to the president, and the Executive Committee, 60 days prior to the Annual Conference
- vi. Copies of the rate recommendations are to be mailed to each member association at least 45 days prior to the Annual Meeting
- vii. The Finance/Planning/Budget Chairperson shall present the recommended rates at the Annual Meeting for approval.
 - a. The dues structure for member associations can only be changed after giving 60 days written notice to each member association that a change is being considered.
 - b. A two-thirds vote by the board of directors is required to make any change in the dues structure.
 - d. No member association's dues can be raised more than 100% in one year unless approved by the board of directors.

Affiliate Dues:

Purpose: To allow retiree related businesses, professional or institutional companies, or firms to participate in CRCEA activities, and by so doing help supplement CRCEA income.

Structure: Affiliate dues will be based on a schedule adopted annually by the board of dDirectors.

Current Dues:

1. Affiliate dues shall be established by the bylaws (currently set at \$800.00 per year), and are payable on or before March 1st of each year.
2. Affiliates joining after the regular March conference shall be granted prorated dues for the balance of that year.
3. Affiliate Members' dues will be established annually.

(See Bylaws: Article II – Membership, Section 4 – Dues)

BUDGET

The process for developing a proposed budget should begin about 90 days prior to the Annual Meeting. This process will involve:

- i. Obtaining budget request from each committee.
- ii. Obtaining the budget worksheet from the Treasurer setting forth:
 - a. The actual revenue and expenditures for the prior 2 years
 - b. The current years adopted budget
 - c. The Treasurer's estimate of the final current year totals
 - d. The Treasurer's recommended budget for the coming year
 - e. A column for the Committee to enter their proposed budget for the coming year

The proposed budget expenditures should stay within the restrictions outlined above, and to the extent possible, within the anticipated income. Expenditure estimates should be realistic, but not so stringent that some flexibility is not available.

- iv. Budget recommendations for the coming year shall be submitted to the president and the Executive Committee at least 60 days prior to the Annual Meeting.
- v. Copies of the proposed budget are to be mailed to each member association at least 30 days prior to the Annual Meeting.
- vi. The Finance/Planning/Budget chairperson shall present the proposed budget at the Annual Meeting.

Chart of Accounts

Revenue Accounts:

Association Dues –	Dues from member associations
Affiliate Membership –	Dues from affiliate members
Registration Fees –	Delegate registration fees
Interest –	Interest earned
Gifts & Donations –	Contributions
Miscellaneous Income –	Other receipts

Expenditure Accounts:

Awards –	For officers and members
Officer Stipend	Awards for officers and members
Committee Expenses –	Expenses for committee operation
Conference and Meetings –	Expenses for members to attend conferences, meetings, and seminars
Equipment –	Office and computer
Depreciation – Office Equipment	Monthly depreciation for equipment costing \$500 or more
Depreciation – Office Furniture	Monthly depreciation for furniture costing \$500 or more
Host County Allowance –	Host County conference expenses
Insurance –	All types of corporate insurance
Legal Expenses –	All legal expenses
Memberships –	Membership in other organizations
Memberships & Subscriptions	Membership in other organizations
Mileage –	Travel expenses of officers and committee
Travel -	Travel, meals, lodging, mileage, other than conferences
Miscellaneous –	Special Association expenses
Newsletter –	Printing, mailing, and other misc. costs
Office Supplies & Expense –	Printing, copying, and other office supplies
Office Expense -	Equipment rental, storage rental, etc
Office Supplies -	Supplies to perform office administrative functions, i.e., paper clips, copy paper, pens, etc.
Postage –	Mailing costs for all officers and committees
Professional Services –	Legislative consultant and secretarial fees
Professional Services -	Secretarial services, outside accounting services
Rents and leases –	Costs of necessary leases (buildings or equipment)
Salaries & Wages –	Executive Secretary
Salaries & Wages -	Association Employees
Speakers Expense –	Cost of speakers, panel members, etc.
Taxes & Licenses –	Franchise, payroll, and other taxes
Telephone Expense –	Long distance phone calls and fax costs
Web Site –	Cost to maintain CRCEA's Web Site
Utilities -	Electric, gas, water, etc.
Membership Meetings/Events -	Quarterly membership meetings

Chapter 4 –

FUTURE CONFERENCE SITES

April 2014	Orange County
October 2014	Sacramento County
April 2015	San Bernardino County
October 2015	San Joaquin County
April 2016	Kern County
October 2016	Contra Costa County
April 2017	Ventura County
October 2017	San Joaquin County
April 2018	Santa Barbara County
October 2018	Marin County
April 2019	San Diego County
October 2019	Sonoma/Mendocino Counties
April 2020	Tulare County
October 2020	Stanislaus/Merced Counties

Chapter 5 - FORMS

Table of Contents

CRCEA Invoice.....Page 84

Note: All Conference Forms are available in the Conference Manual which is now separate from the Delegate Manual. Also check the CRCEA website (www.crcea.org) for a digital copy.

