



Osher Lifelong Learning Institute at the University of Miami

Bylaws

Article I. Definition

1. The Osher Lifelong Learning Institute (OLLI) at UM is an integral part of the University of Miami (UM) in the Division of Continuing and International Education at UM and is subject to its regulations and policies, as well as the applicable laws, rules, and regulations of the federal, state, and local government and National OLLI.
2. OLLI at UM is a learning community that offers classes in the arts and sciences, computer training and technology education. It also conducts special events and provides opportunities for social interaction and service, for teaching and learning.
3. The Director of OLLI at UM and any other paid personnel assigned to OLLI at UM are staff members of the UM Division of Continuing and International Education at UM.
4. OLLI at UM is part of the national Osher Lifelong Learning Institute network and is funded, in part, with earnings generated from an endowment gift awarded by The Bernard Osher Foundation.

Article II. Mission, Vision, and Values

1. Mission: Our mission, part of UM, is to provide adults 50 years old and older intellectual stimulation, service opportunities, and social, university and community interactions.

2. Vision: It is our vision to be a world class, member-driven learning community, accessible to, and meeting the needs of a diverse and growing population of older adults.

3. Values: As part of our mission and vision, we encourage:

- Supportive peer-group interaction
- Appreciation of life experience
- Lifelong stimulation and growth
- Social interaction
- Creative expression
- The enjoyment of learning, teaching, and volunteering within OLLI
- Opportunities for community service

Article III. Membership

1. Membership is designed and geared for adults over the age of fifty (50) who have a commitment to lifelong learning.

2. Membership in OLLI at UM will be for one school year or the remainder thereof. The annual membership entitles the members, upon payment of appropriate fees, to: participate in OLLI at UM classes and activities; to serve as committee members; to participate in other OLLI at UM volunteer opportunities; enjoy privileges at the UM Library; receive free general admission to the Lowe Art Museum; to audit UM classes (some exceptions apply) at a special rate; and receive invitations to UM special events.

3. Annual membership dues are payable at the beginning of the membership. Only those who have paid memberships may be eligible to hold office and to vote for Advisory Council members. Past Advisory Council Chairs shall not be considered OLLI Office holders.

4. Fees charged for OLLI at UM programs are determined by the Director of OLLI at UM.

Article IV. Director's Advisory Council

1. The Advisory Council serves in an advisory role to the Director. Council members act in an advisory capacity and do not have the authority to set policy or make changes for OLLI at UM. Council members serve without compensation. The Council consists of seven members elected by the membership for staggered three-year terms. Advisory Council members who reach the maximum three-year term may be re-elected after one year's absence from the Council. The Director of OLLI at UM serves as an ex-officio, non-voting member of the Advisory Council.

2. The Advisory Council will operate with an Executive Committee consisting of the Chairman, Vice Chairman and Secretary. The Executive Committee will meet at the request of the Director and its members will make themselves available to the Director to review issues and infractions by an Advisory Council candidate or member who violates OLLI at UM policies and practices. In the case of infractions, the Executive Committee will investigate the infraction, report to the Advisory Council, and, with a two-thirds majority vote of the Council, forward a recommendation to the Director for removal of that person from his position for cause.

The Chairman or the Council may appoint ad hoc committees to work on specific issues, with the approval of the majority of the Advisory Council members.

3. Procedures and policies regarding the election of Advisory Council members:

- a. The current seven members of the Advisory Council shall serve until their successors are elected as described below.
- b. To provide for continuity and institutional memory, the Advisory Council shall be elected on a staggered basis with three years being the full term of an Advisory Council member.

c. Elections will be held once a year by a secret written ballot (paper and/or electronic) over a minimum of a five-day period (so OLLI members can vote as they come to class) in April of each year. However, in the event of extraordinary circumstances that make the conduct of such elections impracticable, e. g., hurricanes or pandemics, the Director may postpone the holding of elections as long as reasonably necessary, and the terms of the then-current Advisory Council members shall continue, until their successors are elected.

If the postponed election takes place within six months of the originally scheduled election date, the newly-elected Advisory Council members will serve terms as if they had been elected in April, which terms would be shortened by no more than six months.

If the delayed election cannot take place within the first six months after April, the next election will take place in April of the following year. All then-current Advisory Council members will serve the full extra year.

In the event that one or more current Advisory Council members do not wish to continue to serve beyond their original three-year terms, the vacancy or vacancies shall be filled in accordance with Article IV, Section 3.I.

Absentee ballots will be available to those not in classes that week but must be received by e-mail or mail during the same time period others are voting. All absentee ballots will go to the Director. Ballots will be prepared and distributed (paper and/or electronic upon request by OLLI administration. Ballots will be counted by or under the supervision of the OLLI Director. Results will be reported by OLLI administration to the Advisory Council and to the membership prior to May 1 of each year.

d. The Advisory Council will select an Elections Committee composed of two members of the Advisory Council and three persons chosen from the general OLLI membership. OLLI members wishing to be on the Elections Committee will be invited to self-nominate to Advisory Council members. The Elections Committee will elect its own Chair. It is the responsibility of the Elections Committee to inform candidates of the election rules, including campaigning.

e. For each election the Elections Committee shall nominate a slate of candidates intended to be equal to twice the number of Council members to be elected, i.e., for each post to be filled, there should be at least two candidates, but elections shall proceed even if there are fewer.

f. Candidates for Advisory Council selected by the Elections Committee shall have been OLLI at UM members in good standing for one year by May 1st of the year of their election; and shall have reviewed the OLLI at UM bylaws and signed a statement provided by the Director agreeing to adhere to the bylaws if elected.

g. Candidates for Advisory Council shall not use lists, phone numbers lists, or any OLLI at UM data sources to communicate via email, mass mailings, social media, or other means to electioneer, campaign, or otherwise solicit votes in support of their candidacies.

h. Candidates for Advisory Council (and Advisory Council members) are further prohibited from misrepresenting, concealing or falsifying their identities or sending communications that would be disruptive to the receiving systems or offensive to the receiving party.

i. Candidates for Advisory Council (and Advisory Council members) are prohibited from interfering with the duties and responsibilities of the Director and his/her staff, including contact with other OLLIs or institutions on behalf of OLLI at UM without the express permission of the Director.

j. Failure to adhere to these bylaws may result in disciplinary action up to and including termination of candidacy or termination of election to the Advisory Council or dismissal from OLLI at UM.

Examples of infractions that may invoke removal:

- Failure to attend at least three regularly scheduled meetings in a 12-month period without adequate excuse as determined by two-thirds of the Advisory Council.
- Violations of ethics policies including conflict of interest
- Serious personal and professional misconduct
- Failure to renew membership or non-payment of dues

k. Only votes for candidates on the ballot will be counted. No write-in votes will be permitted.

l. Should a vacancy occur on the Council for any reason, it should be filled by a nominee recommended by the Chairman of the Advisory Council with the Advice and Consent of the Director of OLLI and approved by a 2/3 vote of the Advisory Council. A person elected by this process should serve out the balance of the term of the vacated position.

m. All OLLI at UM members whose dues are paid, except those who are not full-time residents in Miami-Dade and Broward Counties and therefore not qualified to be on the Advisory Council, are eligible to be elected to the Advisory Council.

Article V. Officers

1. At its first meeting after an election, the Advisory Council will elect from its members a Chair, Vice-Chair, and Secretary to serve for one year. An officer may be reelected for subsequent years as long as his or her term has not expired. Past Advisory Council Chairs shall not be

considered Officers, but may attend all meetings in a non-voting advisory capacity. The meeting at which annual officer elections are held shall be conducted by the current Chair. The meeting shall also be attended by retiring Advisory Council officers. New officers shall take office at the following meeting.

2. The duties of the Officers

a. The Chair shall conduct OLLI at UM Advisory Council meetings and prepare meeting agendas in conjunction with the Director of OLLI at UM.

b. The Vice-Chair shall perform all the duties of the Chair in that person's absence and perform such other duties as are requested by the Chair. The Vice-Chair is the parliamentarian.

c. The Secretary shall record, prepare and disseminate the minutes of all Advisory Council meetings and perform such other secretarial duties as are requested by the Chair.

d. If the Chair cannot serve, the Vice Chair shall be the automatic successor for the remainder of the term, and a new Vice-Chair shall be elected for the remainder of the term.

Article VI. Advisory Council Meetings

1. The Advisory Council shall meet at the call of the Chair or the Director.

2. A quorum of five voting members of the Advisory Council is necessary to conduct business.

3. Meetings of the Advisory Council are closed, subject to the legal requirements of the State of Florida and the regulations of the University of Miami. However, Advisory Council meetings may be opened by the majority vote of the Advisory Council.

4. Any member may request to attend an Advisory Council meeting to make a presentation or discuss an issue. Requests with all appropriate documentation should be made in a timely manner (at least a week ahead of the meeting) to allow adequate preparation for the Council's discussion.

Attendance by others at Advisory Council meetings is by invitation by a majority vote of the Advisory Council.

5. Past Advisory Council Chairs who are members in good standing of OLLI at UM, will receive agendas and be invited to participate in Advisory Council meetings as Ex Officio Members of the Advisory Council without voting privileges.

Article VII. Standing Committees

1. OLLI at UM's standing committees are: Curriculum; Marketing, Communications, and Membership; Social Events; Bylaws; Development; Volunteers; Elections; and Speakers Series.

2. The Advisory Council may appoint ad hoc committees as deemed necessary.

3. Within thirty days after the May Advisory Council election of officers, Committee Chairs, Vice-chairs, and Secretaries will be elected by members of the respective committees for a period of one year.

4. The Director will annually communicate in writing to all members inviting anyone interested in a particular committee to contact the current committee Chair of that committee of his or her interest. Any OLLI member in good standing shall be eligible to serve on such committee. Every Advisory Council member shall serve on at least one standing committee.

5. Prospective members will be informed of the committee's duties, responsibilities, and expectations prior to joining the committee.

6. Committee members may be added or removed at the discretion of the Director or the Committee Chair.

7. Committee meetings may be called by the Committee Chair or the Director.

8. Duties of Committees:

a. The duty of all committees is to advise and assist the Director

- b. The duty of the Curriculum Committee is to identify and develop courses and help ensure that the courses and speakers / instructors are of the highest quality available.
- c. The duty of the Marketing, Communications, and Membership Committee is to develop methods to increase and retain OLLI membership, to liaise and support the other committees in all marketing aspects, and to advise the Director on the publication of news and upcoming events of interest to members of OLLI at UM.
- d. The duty of the Social Events Committee is to develop, plan and execute events that enhance a sense of community among members and that attract and retain members.
- e. The duty of the Volunteers Committees is to assist in and promote the activities and mission of OLLI at UM at the direction of the Director.
- f. The duty of the Bylaws Committee shall be to perform at least an annual review of the bylaws; and to entertain amendments proposed by the Bylaws Committee and/or members of the Advisory Council; prepare amendment language to be approved by the Advisory Council; and, if so approved, incorporate such amendments into the current bylaws, throughout the course of the year.
- g. The duty of the Development committee: fundraising for restricted and unrestricted purposes at the discretion of the Director.
- h. The duties of the Elections Committee shall be to supervise the annual solicitation and review of nominations, publicity, and elections for new Advisory Council members. Current members of the Election Committee are not precluded from being candidates for the Advisory Council.
- i. The duty of the Speakers Series Committee is to provide speakers on a variety of topics that would be of interest to OLLI members.

Article VIII. Amendments

1. Amendments to these bylaws may be adopted by a two-thirds vote of the entire Advisory Council at the meeting subsequent to the meeting at which proposed amendments are presented. If an Advisory Council member or members cannot attend the meeting at which the vote on amendments is to

be taken, it is permissible for that member or members to submit their votes by e-mail or text to the Chair of the Advisory Council prior to that meeting. Any prior votes are relevant only if there is a quorum at the meeting.

2. The bylaws are to be reviewed no less frequently than annually by the Bylaws Committee and the Advisory Council.

Article IX. Rules of Procedure

1. Except as specified herein, Advisory Council and committee meetings are generally conducted according to Robert's Rules of Order.

2. All decisions are reached by a simple majority vote except as otherwise stated in these bylaws.

Article X. Adoption

These bylaws became effective upon adoption by a unanimous vote of those members present at the January 8, 2014 meeting of the Interim Advisory Council consisting of Chairman Haim Karp, Carolina Camps, Al Fine, Ed Harper, Lucy Harper, Helen Lennon, and Nate Siden, with the agreement of Director of OLLI at the University of Miami Julia Cayuso.

Amendments were adopted by the Director's Advisory Council on January 8, 2014, July 14, 2015, July 19, 2016, March 27, 2018, July 26, 2018, September 20, 2018, January 31, 2019, February 21, 2019, August 29, 2019, September 3, 2020, January 6, 2022, and July 13, 2023.