BYLAWS

The Osher Lifelong Learning Institute – Prescott (OLLI), originally organized as Yavapai Learning Institute – YLI, is a special learning organization established within Yavapai College, principally to help meet the educational needs and interests of adults. OLLI seeks to meet its goals by recognizing the unique experiences and capabilities of adult students, offering them the opportunity to be an integral part of, and contribute to, the college community; while at the same time being largely a self-governing entity. OLLI is financed by membership fees, grants, endowments, donations, and Yavapai College. OLLI will operate subject to, and in accordance with, established Yavapai College policies and procedures. The membership will determine its own curriculum and programs. OLLI will be responsible for its own administration and operation.

ARTICLE I: NAME

Section 1. The name of the organization is Osher Lifelong Learning Institute - Prescott at Yavapai College will hereinafter be referred to as OLLI.

ARTICLE II: PURPOSE

Section 1. The purpose of the organization is to help meet the educational needs and interests of the area’s adults by recognizing the unique experiences and capabilities of older students, offering them the opportunity to be an integral part of the college community.

ARTICLE III: MEMBERSHIP

Section 1. Membership is open to interested individuals regardless of educational background.

Section 2. Membership is contingent upon payment of a membership fee, according to a membership fee schedule set by the Governing Council.

Section 3. An annual business meeting of the membership shall be held to conduct appropriate OLLI business and announce the results of the annual election of Governing Council members. The date shall be determined by the Governing Council.
Section 4. A simple majority of the membership present shall constitute a quorum at the annual business meeting.

ARTICLE IV: GOVERNANCE

Section 1. The members of OLLI shall elect a Governing Council composed of eleven (11) OLLI members. The Governing Council shall, subject to the policies of Yavapai College, determine policies and procedures, direct activities, and administer the affairs of OLLI.

Section 2. Members of the Governing Council shall be elected by the OLLI membership.
   a. The Governing Council members shall be elected to two-year terms, with vacancies occurring on a yearly rotating basis, or until a successor is appointed. The Governing Council members may not serve more than six consecutive years from the date first elected.
   b. The Chair and Vice-Chair shall be elected by the Governing Council to a one-year term, or until a successor is elected.

Section 3. The Governing Council shall meet monthly, or as necessary, at a time set by the Governing Council. Urgent interim business may be transacted by mail, conference calls, or e-mail when necessary. Governing Council meetings are open to all members.

Section 4. Election to the Governing Council implies acceptance of responsibility for attendance at regular Council meetings.

Section 5. Council members and Chairs are subject to removal by a two-thirds (2/3) vote of the entire elected Governing Council.

Section 6. A majority of the Governing Council shall constitute a quorum for conducting business. Each member of the Governing Council shall have one vote, except for the Chair who will only vote to break a tie. Robert’s Rules of Order will be used as guidelines in conducting the meetings.

Section 7. Vacancies occurring in the Governing Council shall be filled by appointment of the Governing Council, as recommended by the Nominating Committee. This appointment will be effective until the next regular election, at which time the membership of OLLI shall elect a member to serve the remainder of the vacated term. In the case of the vacancy of the Chair, the Vice-Chair shall succeed, and the Vice-Chair position shall be filled by appointment of the Governing Council. When both the Chair and Vice-Chair are vacant, the position of Chair and Vice-Chair shall be filled by appointment until the next regularly scheduled election.
ARTICLE V: NOMINATIONS AND ELECTION

Section 1. Election of Governing Council members shall be held prior to the annual business meeting. The results will be announced at that meeting. Governing Council members shall be seated at the next regular Governing Council meeting following the election and the Annual Meeting.

Section 2. The Governing Council shall appoint a Nominating Committee Chair not later than the regular September meeting. The Nominating Committee Chair shall select additional committee members. The Nominating Committee shall consist of five people including the Chair, and shall include no more than two members of the current Governing Council. Nominating Committee members may not be candidates.

Section 3. The Nominating Committee shall propose candidates for Governing Council members. Candidates must be members of OLLI for the term of office. The Nominating Committee shall solicit potential candidates and publish information regarding the election.

Section 4. The Nominating Committee shall present the final slate of candidates to the Governing Council for review at its regular meeting in April.

Section 5. Written notification of each annual business meeting shall be mailed to the membership at least three weeks prior to the date of the meeting. The notice shall include the agenda, the ballot and other appropriate documents.

Section 6. Candidates shall be elected by a majority of the votes cast. Ballots must be received no later than three business days prior to the annual business meeting. Only one ballot per member will be issued.

ARTICLE VI: COMMITTEES

Section 1. The Governing Council shall establish standing committees and ad hoc committees, and shall appoint individuals to tasks as needed to carry out the functions of OLLI. Standing committees may include, but not be limited to: Curriculum, Finance, Membership, Nominating, Policy & Procedures, Publicity, Scholarship, Social, and Technology Committees.

Section 2. Each committee will select their own Chair. In the event that the Chair of any standing committee is not an elected member of the Governing Council, that Chair shall be considered a non-voting participant during council meetings.

Section 3. All committee members will be members of OLLI, except when special areas of expertise are required. Non-OLLI committee members have no voting privileges.
ARTICLE VII: ADMINISTRATION

Section 1. OLLI shall operate under an annual budget approved by the Governing Council with input from committees, the Finance Chair, and Staff.

Section 2. OLLI shall operate on the same fiscal calendar as Yavapai College (July 1 to June 30) and may be audited in accordance with Yavapai College practice.

Section 3. Periodic financial reports shall be submitted to the Governing Council by the Finance Officer, and reviewed by the Finance Committee. Financial reports should include the source of all funds, as well as their application.

Section 4. The Administrator and office Staff shall be employed by Yavapai College in mutual agreement with the Governing Council. The Administrator shall be an ex officio member of all committees, without vote.

Section 5. Duties of the Staff shall be established by Yavapai College in mutual agreement with the Governing Council.

Section 6. Details governing the operation of OLLI are outlined in a separate document titled “Osher Lifelong Learning Institute – Prescott Policies & Procedures.”

ARTICLE VIII: AMENDMENTS

Section 1. Amendments may be proposed by any of the following methods:
   a. By the Governing Council, following either a complete or partial Bylaw revision as proposed by a committee chosen for that express purpose. This may be accomplished in conjunction with the annual meeting, or at an alternate time of their choosing.
   b. By any OLLI member, in writing, to the Governing Council. The Governing Council will approve or reject the proposal by a majority vote of the Council.
   c. By written petition signed by at least 10% of the current Membership of OLLI, submitted to the Governing Council, directly or through the Staff.

Section 2. Proposed Amendments to these Bylaws must be submitted to the membership for approval. This must be in writing with at least 60 days allowed for the presentation and balloting process. In addition:
   a. A simple majority of the ballots cast for each amendment is needed for passage.
   b. Amendments with multiple parts or references will be combined under one item for voting.

These Bylaws were approved by the OLLI Governing Council on November 7, 2011 and approved by a vote of the OLLI Membership on April 10, 2012.