



BY-LAWS

Revision - January 2005

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Article I - Rules

Section 1. All rules of the Association are superseded by policy of Northeast Utilities.

Article II - Name and Purpose

Section 1. The official name of this association shall be: Association of Retired Employees of Northeast Utilities, to be known as ARENU. (See note No.1)

Section 2. The purpose of ARENU shall be to encourage good fellowship among its members, to promote recreational and social activities and any other worthwhile projects of interest to its members.

Article III - Organization

Section 1. ARENU is organized into three branches as follows:

- o Executive
- o Chapter
- o Satellite

Section 2. The Executive branch consists of the officers listed in Article VI Section 1, together with the auditing, membership and nominating functions. The Executive branch has overall responsibility for administrative and fiscal matters.

Section 3. A Chapter is an organization that has elected officers, conducts regular meetings of the membership and has a budget funded from the ARENU treasury. This

Article IX - Parliamentary Authority

Section 1. "Robert's Rules of Order, Revised" shall be the parliamentary authority of ARENU.

Article X - Privacy

Section 1. It will be the policy of ARENU to respect the privacy rights of our members. Therefore, member personal information that the organization maintains in its membership data base, will not be released to non-ARENU members.

Article XI - Disbandment

Section 1. After three (3) months prior notice to its members, ARENU may disband by a majority vote of the ARENU Executive Committee. Any monies in the treasury at the time of disbandment shall be distributed to the Chapters on a per capita basis for disposal at their discretion.

Article XII - Amendments

Section 1. These By-laws may be amended by unanimous Chapter adoption of proposed changes. Proposed changes may be adopted at Chapter meetings by a two third majority of the qualified members in attendance, provided the proposed amendment has previously been submitted in writing.

(Note No. 1) ARENU is pronounced A-REE-NEW.

Section 8. Chapter Secretaries. Each Secretary shall prepare and maintain correct records of Chapter activities as directed by their President and or Vice President.

Article VIII - Committees

Section 1. The membership of the Executive branch standing committees shall be appointed by the Chairman, except for the Executive Committee, which is appointed in accordance with Article VIII Section 3.

Section 2. Executive branch standing committees shall be as follows:

- o Auditing
- o Nominating

Section 3. The officers of the Executive branch (Article VI Section 1) together with the three Chapter Presidents shall constitute the membership of the Executive Committee, and shall serve for two years with privilege to vote.

Section 4. The Chairman shall appoint an Auditing Committee to audit the Treasurer's books. The Committee shall present their report at an appropriate ARENU meeting as well as signing the Treasurer's annual report prior to it being submitted to the Chairman.

Section 5. The Northeast Utilities System will require the Vice President - Human Resources to appoint a representative as liaison to the ARENU Executive Committee.

branch consists of three chapters; Connecticut, Massachusetts and New Hampshire.

Section 4. The Satellite branch consists of informal groups of ARENU members who are geographically remote (e.g. Florida) from the three chapters in the northeast of the USA.

Article IV - Qualifications for Membership

Section 1. Any Northeast Utilities System Retiree or former employee receiving an NU pension may become a member of ARENU upon payment of the lifetime membership fee.

Section 2. The spouse of a deceased member may assume the deceased's membership.

Article V - Meeting of Members

Section 1. Chapter meetings will be held at least four (4) times per year. Annual meetings shall be held for the purpose of electing Executive branch and Chapter officers for the upcoming year.

Section 2. The Executive Committee Meetings of ARENU shall be held upon call of the Chairman or any member of the Executive Committee.

Article VI - Officers and Elections

Section 1. The officers of the Executive branch shall consist of a Chairman; Vice Chairman; Executive Secretary; Treasurer and Assistant Treasurer; and immediate past Chairman; all of whom shall be members of ARENU as described in Article IV.

Section 2. Chapter officers shall consist of a President; Vice President; and Secretary all of whom shall be members of ARENU as described in Article IV.

Section 3. Terms of office shall be for two years from January 1st of the first year through December 31st of the second year.

Section 4. The Chairman shall appoint a nominating committee consisting of not less than three (3) members. It shall be the duty of this committee to nominate at least one qualified member for each Executive branch office (5).

Section 5. New Executive branch and Chapter officers shall be elected by majority vote of the chapter members at their annual meeting referenced in Article V Section 1.

Section 6. Voting for Executive branch and Chapter officers shall be done by a show of hands, and shall be limited to members of ARENU as described in Article IV. All nominations must be submitted to the nominating committee.

Section 7. If any Executive branch office should become vacant during the year, the Executive Committee is empowered to appoint a qualified member of ARENU to fill the position. The Chairman's position, however, is automatically filled by the Vice Chairman. If unavailable, then in descending order as outlined in Article VII, Sections 3,4,5,6,7 and 8. If any Chapter office should become vacant during the year, the remaining chapter officers will be empowered to appoint a qualified member to fill the vacancy.

Article VII - Duties of Officers

Section 1. Chairman. The Chairman shall act as Chairperson of the Executive Committee, shall exercise general supervision over the affairs and activities of ARENU and shall serve as member Ex-Officio on all Executive branch standing committees.

Section 2. Vice Chairman. The Vice Chairman shall assume all duties of the Chairman in the latter's absence.

Section 3. Chapter Presidents. Each President shall preside at all of their official Chapter meetings, and shall exercise general supervision over their Chapter affairs and activities.

Section 4. Executive Secretary. The Executive Secretary shall prepare and maintain correct records of all Executive Committee meetings, be responsible for all official correspondence.

Section 5. Treasurer. The Treasurer shall receive all funds for ARENU, maintain correct records, and disburse funds as approved in the ARENU budget. Disbursal of non-budgeted funds shall require the approval of the Executive Committee. The Treasurer shall submit to the Chairman an annual financial statement.

Section 6. Assistant Treasurer. The Assistant Treasurer shall assume all duties of the Treasurer in the latter's absence.

Section 7. Chapter Vice Presidents. Each Vice President shall assume all the duties of their President in the latter's absence.