

**THE BYLAWS**  
**of the**  
**STONY BROOK HEALTH SCIENCES CENTER (HSC)**  
**CHAPTER UNITED UNIVERSITY PROFESSIONS**

**ARTICLE 1**  
**NAME**

The name of this organization shall be the Stony Brook Health Sciences Center (HSC) Chapter of United University Professions (“UUP”), Local #2190 of the American Federation of Teachers, AFL-CIO (hereinafter, the “Stony Brook Health Sciences Center (HSC) Chapter” or “Chapter”).

**ARTICLE 2**  
**PURPOSE**

The purpose of the Chapter shall be to promote the aims of UUP, namely, to improve the terms and conditions of employment and to defend the civil, professional, and human rights of those it represents; to promote mutual assistance and cooperation among the members of UUP; to advance education in a democracy and democracy in education; to promote the principle of unity and collective bargaining in higher education *healthcare and research* . Its purpose is also to monitor local compliance with the Agreement between UUP and the State of New York. In addition, it shall be the purpose of the Chapter to promote public higher education *healthcare and research*, academic excellence, and to strengthen the college and university community. The Chapter will organize and support activities associated with its campus responsibilities as a union and shall cooperate with other Chapters, UUP, UUP affiliates, and other appropriate organizations in furtherance of these objectives.

**ARTICLE 3**  
**MEMBERSHIP**

Section 3.1 - Classes of Membership:

- 3.1.1 There shall be the following classes of membership in the Chapter, as defined by the UUP Constitution: Regular Membership; Special Membership, either Retired or Sustaining; Associate Membership; Honorary Membership and continuing membership.
- 3.1.2 Rights of all classes of members are defined by the UUP Constitution.
- 3.1.3 Membership in good standing shall be maintained through payment of dues as defined in Article III. Section 4. Dues. b.i.b. of the UUP Constitution and shall be on a continuing basis throughout the membership year.
- 3.1.4 Membership in good standing shall be maintained through membership in UUP as specified in the UUP Constitution.

Section 3.2 - Categories of Membership:

Membership shall be of either of two categories, “academic” or “professional.”

3.2.a “Academic” members shall be those persons with academic rank.

3.2.i “Contingent” academic members shall be those persons appointed to any

- position which does not prescribe eligibility for continuing appointment.
- 3.2.b “Professional” members shall be those persons with professional rank.
- 3.2.i “Contingent” professional members shall be those persons appointed to any position which does not prescribe eligibility for permanent appointment.

## **ARTICLE 4**

### **MEETINGS OF THE MEMBERSHIP**

#### Section 4.1 - Authority:

Chapter members shall make policy at duly constituted meetings or through referenda and shall be eligible to vote in Chapter elections. The annual Chapter budget shall be approved by a majority vote of those present and voting at a Chapter meeting.

#### Section 4.2 - Regular Meetings:

There shall be at least one meeting of the Chapter membership each academic year. The Chapter President shall call all meetings of the Chapter membership and preside over them. The Chapter President shall send a written announcement of a regular Chapter meeting to all members at least seven (7) days prior to the meeting. The announcement shall contain the date, time, and place of meeting and the agenda, which may be modified at the meeting.

#### Section 4.3 - Special Meetings:

Special meetings of the Chapter membership may be called by the Chapter President, at the request of a majority of the Executive Board, or at the petition of at least ten-percent of the Chapter membership. The Chapter President shall send a written announcement of a special Chapter meeting to all members at least seven (7) days prior to the meeting. The announcement shall contain the date, time, and place of meeting and the agenda,

#### Section 4.4 Quorum

A quorum for a meeting of the membership shall be one percent of the Chapter membership.

#### Section 4.5 - Minutes:

Approved minutes of all Chapter meetings shall be published and available to the membership.

#### Section 4.6 - Members rights to call Referenda:

The highest level of policy making in the Chapter shall be through referendum of the members in good standing. Positions or policies established by referendum shall not be subject to reversal or modification by the Executive Board or by subsequent referendum until one year from adoption of the referendum. The Executive Board shall initiate referenda by a majority vote. Referenda shall be conducted using procedures adopted by the Executive Board.

Matters not subject to referendum are:

- a. Powers specifically assigned to other persons or bodies by the UUP Constitution or these Bylaws;
- b. Amendment and/or interpretation of these Bylaws.

## **ARTICLE 5 OFFICERS**

### Section 5.1 - Definition:

The officers of the Chapter shall include a President, a Vice President for Academics, a Vice President for Professionals, a Secretary, a Treasurer (or a Secretary/Treasurer), an Officer for Contingents, an Officer for Retirees, A Membership Development Officer, Affirmative Action Chairperson and the Grievance Chairpersons from each category.

### Section 5.2 - Duties:

- 5.2.1 The Chapter President shall preside over meetings of the Chapter and the Executive Board; be the first delegate to the Delegate Assembly; maintain liaison with UUP; appoint grievance and membership chairpersons and members of committees, subject to approval by the Executive Board; be a non-voting member of all committees; serve as the administrative officer of the Chapter; supervise any office staff; be authorized to sign checks in the absence or incapacity of the Treasurer or Secretary/Treasurer; and perform other functions and duties usually attributed to the office of President. In addition, the Chapter President represent the Chapter to management, to the college community, and to the public.
- 5.2.2 The Vice Presidents be delegates to the Delegate Assembly; shall have as their primary duties the representation of the members of the categories they represent, and be responsible for organizing a Department Representative Structure. In addition, they perform other responsibilities and duties assigned by the Chapter President and/or the Executive Board. In the event the Chapter President is absent or disabled, the Vice President from the alternate membership category automatically assume the duties of the presidency until such time as the Executive Board meets and appoints an Acting Chapter President or until a special election is held.
- 5.2.3 The Secretary or Secretary/Treasurer keep accurate minutes of the meetings of the Chapter, the Executive Board, and the Labor-Management Committee. In the absence of a Designated Election Official, assume the duties assigned to that position. The Secretary or Secretary/Treasurer assist in maintaining Chapter roll of the membership, and perform such other functions usually attributed to this office as requested by the Chapter President, the Executive Board, or the Chapter.
- 5.2.4 The Treasurer or Secretary/Treasurer be responsible for the funds of the Chapter, depositing them in a checking or savings account as appropriate; keep accurate accounts of receipts and disbursements; issue checks and make withdrawals and transfers as authorized by the Chapter President or Executive Board; report to each meeting of the Executive Board; prepare an annual financial statement for publication and make it available to the Chapter and to the Statewide Secretary/Treasurer and Statewide UUP Executive Board; prepare a budget for submission to the Executive Board; keep the Chapter President and Executive Board informed of the financial condition of the Chapter; and perform such other functions usually attributed to this office as requested by the Chapter President, the Executive Board, or the Chapter.
- 5.2.5 The Grievance Chairpersons (Academic and Professional) be responsible for assisting members of their category of membership within the bargaining unit with the processing of grievances, report to the Chapter, the Executive Board, and the Chapter President, as appropriate, and make recommendations to the Executive Board. The Grievance Chairpersons serve as co-chairs of the Grievance Committee.

- 5.2.6 The Officer for Contingents be responsible for monitoring the concerns of Contingent members, report to the Chapter, the Executive Board, and the Chapter President, as appropriate, and make recommendations to the Executive Board. The Officer for Contingents serve as chairperson of the Contingent Concerns Committee.
- 5.2.7 The Officer for Retirees serve as liaison to the Chapter's Retirees, be a member of the Executive Board and make recommendations to the Executive Board.
- 5.2.8 The Affirmative Action Chairperson be responsible for monitoring Affirmative Action and related concerns; report to the Chapter, the Executive Board, and the Chapter President, as appropriate, and make recommendations to the Executive Board. The Affirmative Action Chairperson serve as chairperson of an Affirmative Action Committee.
- 5.2.9 Membership Development Officer will be responsible for engaging the membership and fostering an environment of solidarity and cohesiveness.

Section 5.3 - Selection and Terms of Office:

- 5.3.1 All officers, except the Grievance Chairpersons and Affirmative Action Chairperson, shall be elected by the Chapter membership for a term of two years. The Vice-Presidents shall be elected by and from their respective membership categories. Elections shall be conducted in accordance with the UUP Constitution and Article 10 of these Bylaws.
- 5.3.2 The term of office of the appointed officers, shall coincide with the terms of the elected officers
- 5.3.3 Appointments are made by the Chapter President, subject to approval by the Executive Board.
- 5.3.4 When there are no nominees for a position, and no individual who received write-in votes is willing to serve if elected, the office shall be declared vacant and shall be filled by appointment by the Chapter's governing body, provided however that Delegates to the Delegate Assembly and affiliate conventions must be elected.

**ARTICLE 6  
EXECUTIVE  
BOARD**

Section 6.1 - Definition:

- 6.1.1 The Executive Board shall consist of the officers, as specified in Article 5.1, who shall be voting members of the Executive Board.
- 6.1.2 Members who received at least five (5) votes in the Chapter election for the position of Academic or Professional Delegate to the Delegate Assembly, who shall be voting members of the Executive Board. Members who received fewer than five (5) votes in the Chapter election for the position of Academic or Professional Delegate to the Delegate Assembly, shall be members of the Executive Board *ex officio* without vote.
- 6.1.3 The following positions, which shall be appointed by the Chapter President, subject to approval by the Executive Board: Outreach Chairperson; Webmaster; Membership Newsletter Editor; Academic and Professional Grievance Chairpersons; and Safety and Health Chairperson. Persons serving in these appointed positions shall be members of the Executive Board *ex officio* without vote, unless they are otherwise voting members of the Executive Board as defined in Articles 5.1 and 6.1.2.

6.1.4 Members of the Chapter who serve as officers of UUP or members of the Statewide UUP Executive Board shall be voting members of the Executive Board.

Members of the Chapter who serve as chairpersons of UUP statewide Standing Committees shall be members of the Executive Board *ex officio* without vote, unless they are otherwise voting members of the Executive Board as defined in Articles 5.1 and 6.1.2

#### Section 6.2 - Duties:

6.2.1 The Executive Board shall be the policy-implementing body of the Chapter and shall be responsible for the administration of the Chapter and its activities. It shall appoint individuals to fill vacancies, or direct that the UUP Elections and Credentials Committee hold special elections to fill vacancies; approve appointments to committees; approve a budget for submission to the Chapter; approve all expenditures pursuant to the Chapter Budget and authorize extraordinary expenditures; carry out policies established by the Chapter and suggest policies for consideration by the Chapter; arrange for such ancillary staff members and assistance as are necessary to attain the goals of the Chapter; act on

behalf of the membership in the absence of membership policy and during periods of time when Chapter meetings cannot be reasonably convened; generally represent UUP and the Chapter; and carry out such other duties as are reasonably associated with an Executive Board. The Executive Board shall by a majority vote or upon the petition of at least ten percent of the Chapter membership initiate referenda, and shall adopt procedures for the conduct of such referenda.

6.2.2 Duties of the Outreach Chairperson; Webmaster; Academic and Professional Grievance Chairpersons; Newsletter Editor; and Safety and Health Chairperson shall be defined by the Executive Board.

#### Section 6.3 - Terms of Office:

Except where otherwise specified, terms of office for elected and appointed positions of the Executive Board shall coincide with the terms of the elected officers.

#### Section 6.4 - Meetings:

6.4.1 The Executive Board shall meet at least ten times per calendar year. Meetings shall be convened by the Chapter President or by a written request of one-third of the Executive Board. The Chapter President shall send an announcement of an Executive Board meeting to all members of the Executive Board at least seven days prior to the meeting. The announcement shall contain the date, time, and place of meeting and the agenda, which may be modified at the meeting.

6.4.2 In the event the executive board cannot meet and action needs to be taken, the meeting can be held electronically. Motions submitted and voted on via email. (SEE POLICIES)

6.4.3 Executive Board meetings, other than executive sessions, shall be open to all members of the Chapter. Members of the Chapter shall be notified by appropriate means of the schedule of Executive Board meetings.

Section 6.5 - Quorum

A quorum for a meeting of the Executive Board shall be twenty percent of its voting delegate members, provided however, that at least half of the officers, as defined in Article 5.1, are present.

Section 6.6 - Minutes:

Approved minutes of all Executive Board meetings shall be published and available to the Chapter membership.

**ARTICLE 7  
DELEGATES TO THE UUP DELEGATE ASSEMBLY**

Section 7.1 - Definition:

The first delegate shall be the Chapter President; the second shall be the Vice President of the alternate membership category of the Chapter President; the third shall be the Vice President of the same membership category as the Chapter President, if the Chapter is entitled to an additional representative from that category. The fourth delegate shall be the Officer for Contingents. The Officer for Contingents shall be an additional delegate regardless of category. The Officer for Contingents shall not affect the delegate allocation for the chapter. Additional delegates shall be elected by and from the membership in accordance with the provisions of the UUP Constitution.

Section 7.2 - Duties:

In addition to serving as members of the Executive Board, Delegates shall represent the Chapter at the Delegate Assemblies of UUP. Delegates shall analyze the business to be conducted at each Delegate Assembly and seek input from the membership on issues of importance to the Chapter. Delegates shall report to the membership on actions taken by the Delegate Assembly.

Section 7.3 - Seating at the Delegate Assembly:

The number of Chapter representatives eligible for seating at the Delegate Assembly shall be determined by UUP, in accordance with the UUP Constitution. Prior to each Delegate Assembly the Chapter President shall ask Delegates, in rank order of their election, their intention to serve at that Delegate Assembly. Delegates who do not so confirm with the Chapter President at least thirty days prior to the Delegate Assembly shall be replaced by the next ranking Delegate who so confirms. If a Delegate is so replaced, that Delegate shall not be eligible for seating at the Delegate Assembly in place of any confirmed Delegate who attends the Delegate Assembly.

Section 7.4 - Selection and Terms:

Delegates shall be elected in accordance with the UUP Constitution.

**DEPARTMENT REPRESENTATIVE STRUCTURE**

Section 8.1 - Definition:

The Vice Presidents shall develop and coordinate a Department Representative Structure that assures every member is represented.

Section 8.2 - Duties:

Department Representatives shall assist in the recruiting of members; assist in the dispersal of information; mobilize the membership for action when necessary; and advise the Executive Board on the needs of the membership.

Section 8.3 - Selection and Terms:

Department Representatives shall be solicited from the membership and accepted as volunteers and shall be allowed to serve in that capacity as long as they are willing to do so.

**ARTICLE 9  
COMMITTEES**

Section 9.1 - Labor Management Committee:

9.1.1 Chapter officers, as defined in Article 5.1, shall constitute the UUP committee responsible for representing the Chapter at Labor-Management meetings conducted pursuant to the Agreement between UUP and the State of New York. The Chapter President shall be responsible for the conduct of the meetings. Members of the Executive Board, Chapter members, and representatives or staff employees of UUP may be added to this group by the Chapter President. In the event the Chapter President is absent, the Vice President from the alternate membership category shall be responsible for the conduct of the meetings.

9.1.2 -Notes

Notes of Labor-Management meetings shall be made available to the Chapter membership.

Section 9.2 - Standing Committees:

9.2.1 Academic Concerns Committee: The Academic Concerns Committee shall be chaired by the Vice President for Academics and shall be charged with obtaining information from academic members, suggesting solutions and advising the president and executive board as to action plans.

9.2.2 Affirmative Action Committee: The Affirmative Action Committee shall assist the Affirmative Action Chairperson in monitoring Chapter Affirmative Action programs and policies, and shall recommend actions designed to implement and enforce Affirmative Action goals.

9.2.3 Contingent Concerns Committee: The Contingent Concerns Committee shall assist the Officer for Contingents to encourage and promote membership and activity of contingent members, and shall make recommendations with regards to organizational structures wherein contingents work.

9.2.4 Elections committee: The election committee shall assist the election chairperson with organizing and running local chapter ballot initiatives that are not administered by state-wide UUP.

9.2.5 Finance committee: The finance committee shall assist the treasurer in maintaining the chapter treasury by reviewing bank statements and audit reports as needed or requested by the chair. The committee will also assist in the development of the chapter budget. The committee shall be chaired by the treasurer and consist of the chapter officers, the chairs of standing committees and any additional members appointed by the president and approved by the executive board.

- 9.2.6 Grievance Committee: The Grievance Committee shall advise members of their rights under the contract, represent them in grievance hearings, and assist the Grievance Chairperson in processing grievances.
- 9.2.7 Outreach Committee: The Outreach Committee shall assist the Outreach Chairperson in planning and coordinating activities that inform legislators of Chapter and UUP needs, and educate the Chapter membership about legislation of interest to UUP. It shall coordinate activities with the statewide UUP Outreach Committee.
- 9.2.8 Membership Committee: The Membership Committee shall assist the Membership Development Officer in recruiting new members; organizing membership drives; maintaining up- to-date lists of members; disseminating literature to the membership and coordinate the annual Vote/Cope campaign.
- 9.2.9 Professional Concerns Committee: The Professional Concerns Committee shall be chaired by the Vice President for Professionals and shall be charged with obtaining information from professional members, suggesting solutions and advising the president and executive board as to action plans.
- 9.2.10 Safety and Health Committee: The Safety and Health Committee shall assist the Safety and Health Chairperson to identify and review safety-related issues affecting employees and shall recommend plans for the correction of such matters.
- 9.2.11 Additional Standing Committees may be established by amendment of these Bylaws.

Section 9.3 - Ad Hoc Committees:

Ad hoc committees may be created by the Chapter President or by the Executive Board.

Section 9.4 - Selection and Terms:

- 9.4.1 Unless otherwise specified, members of all standing and ad hoc committees shall be appointed by the Chapter President, subject to approval by the Executive Board.
- 9.4.2 The term of office of Standing Committee members shall coincide with the terms of the elected officers.
- 9.4.3 The term of office of Ad hoc Committee members shall expire upon the completion of their charge and/or the expiration of the term of the officers.

## **ARTICLE 10 ELECTIONS**

Section 10.1 - Chapter Elections:

Regular chapter elections, except those held to fill vacancies, shall be held every two years for each elective office, and be completed no later than May 1 unless extraordinary circumstances prevent meeting that deadline. Terms of office shall begin on June 1.

Section 10.2 - Conduct of Elections:

Chapter elections shall be conducted in accordance with the UUP Constitution. A request that the UUP Constitution and Governance Committee conduct the Chapter election shall be made to the Statewide Secretary/Treasurer's office no later than December 1 of the year prior to the scheduled Chapter election.

Section 10.2 - Vacancies:

- 10.2.1 When there are no nominees for a position, and no individual who received write-in votes is willing to serve if elected, the office shall be declared vacant and shall be filled by appointment by the Chapter's governing body.
- 10.2.2 Persons elected to fill vacancies shall take office within thirty days of the election.
- 10.2.3 Should an elected Delegate to the Delegate Assembly and affiliate conventions be unable to serve, the vacancy created must be filled by election.

**ARTICLE 11  
RECALL**

Section 11.1 - Removal for Cause:

An officer, delegate, or member of the Executive Board may be removed from office for valid cause. Valid cause for removal from office may include, but not be limited to, continued neglect or non-performance of the duties of the office, misuse of Chapter funds, and /or intentional misrepresentation of the organization.

Section 11.2 - Procedure:

- 11.2.1 Upon receipt of written charges and a petition of ten percent of the Chapter membership, or one-third of the voting members of the Executive Board, the Chapter President shall appoint a Select Committee, subject to approval by the Executive Board, to conduct a confidential investigation. The Select Committee shall be composed of not less than three and not more than five members of the Chapter. If charges are raised against the Chapter President, the Select Committee shall be appointed by the Vice President of the alternate membership category. The charges from such a petition shall be mailed registered or certified mail, return receipt requested, to the official address of the individual charged; and shall be given to the Select Committee.
- 11.2.2 An individual charged must indicate in writing, receipt of the charges and an interest in retaining the office in question. Failure to indicate such interest within two weeks of receipt of the charges shall be deemed to be a resignation, and the office shall be declared vacant. In such case, the Select Committee shall report the resignation and vacancy to the Executive Board, and the investigation shall be considered closed.
- 11.2.3 If a vacancy is declared, it shall be filled in accordance with the procedures in Article 10.3. If a vacancy is not declared, the Select Committee shall investigate the charges and provide an opportunity for the individual charged to respond. Such an investigation shall be conducted in accordance with the latest edition of *Robert's Rules of Order, Newly Revised* . Following the conclusion of an investigation, the Select Committee shall report its findings to an executive session of the Executive Board. If the Executive Board concludes that there is merit to the charges, it shall call a special meeting of the membership according to the procedures in Article 4.3. At the special membership meeting, there shall be a full discussion of the charges and the individual charged shall have the right to present a defense. A majority vote of those attending the special membership meeting shall be required to authorize a recall election.

Section 11.3 - Recall Election:

A vote to remove an officer, delegate, or member of the Executive Board shall be conducted by either the Chapter or the Statewide Elections and Credentials Committee by mail to the official address of each member of the Chapter. Chapter members shall have at least fourteen calendar days to return their ballots. A vote to remove an officer, delegate, or member of the Executive Board shall require a majority of those voting.

Section 11.4 - Vacancies:

If a vacancy is created, as a result of a recall vote, that vacancy shall be filled according to the procedures in Article 10.3.

**ARTICLE 12  
PARLIAMENTARY AUTHORITY**

Section 12.2 - Parliamentary Authority:

Meetings shall be conducted in accordance with the current edition of *Robert's Rules of Order, Newly Revised*, except that these Bylaws or the UUP Constitution shall take precedence.

Section 12.3 - Parliamentarian:

The Chapter President may appoint a parliamentarian to assist in the conduct of meetings. The parliamentarian shall not be a member of the executive board.

**ARTICLE 13  
CONSTRUCTION AND SEVERABILITY**

Section 13.1 - Construction and Severability:

13.1.1 If a provision of these Bylaws is discovered to be null and void because of a conflict with an authority that must take precedence, the Executive Board shall have the authority to change the provision to make it conform to all necessary policies/statements. A decision by a competent agency invalidating a clause, phrase, or section of these Bylaws shall not invalidate any other clause, phrase, or section.

**ARTICLE 14  
AMENDMENT**

Section 14.1 - Amendment:

- 14.1.1 Amendment of these Bylaws may be proposed by the Executive Board or by written petition of five percent of the Chapter membership.
- 14.1.2 A proposed amendment shall be submitted to the membership, in writing, with both the existing language and proposed change(s) at least thirty (30) days prior to a regular or special meeting of the membership called in accordance with the procedures in Article 4. During such a Chapter meeting, a vote on the proposed amendment shall be conducted.
- 14.1.3 Amendments to these Bylaws shall go into effect immediately upon adoption by a majority vote of the members voting at the chapter meeting specified in section 14.1.2
- 14.2.1 14.1.4 These Bylaws shall supersede all prior Chapter Constitutions and Bylaws. Upon ratification, a dated copy shall be sent to all Chapter members, or published online on the Chapter website, and sent to the Secretary/Treasurer of UUP.

Adopted\_\_ , 201\_\_

Signature of the Chapter President

Signature of the Chapter Secretary