

THE BYLAWS
of the
BUFFALO CENTER CHAPTER
UNITED UNIVERSITY PROFESSIONS

ARTICLE 1
NAME

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

ARTICLE 2
PURPOSE

The purpose of the Buffalo Center 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. 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, 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 Buffalo Center Chapter, as defined by the UUP Constitution: Regular Membership; Special Membership, either Retired or Sustaining; Associate Membership; and Honorary Membership.
- 3.1.2. Regular membership in this Chapter shall be open to employees in the Professional Services Negotiating Unit (08) at the State University of New York at Buffalo. Membership in good standing shall be maintained through membership in UUP as specified in the UUP Constitution.
- 3.1.3. Contingent membership shall extend from September 1 through August 31. 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. Rights of all classes of members are defined by the UUP Constitution.

Section 3.2 - Categories of Membership:

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

- a. “Academic” members shall be those persons with academic rank.
 - i. “Contingent” academic members shall be those persons appointed to any position which does not prescribe eligibility for continuing appointment.
- b. “Professional” members shall be those persons with professional rank.
 - 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 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 Chapter Board, or at the petition of at least five-percent of the Chapter membership. Unless extraordinary circumstances prohibit it, the Chapter President shall send a written announcement of a special Chapter meeting to all members 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.

Section 4.4 - Minutes:

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

Section 4.5 - Referenda:

A referendum shall be initiated by the petition of at least twenty-five of the Chapter members, or by the Chapter Board. The referendum shall then be presented to a special or annual meeting of the membership for discussion and possible modification of the form of the question but consistent with its intent as stated by its originators. Approval shall be determined by a majority of the membership voting in a mail ballot (or by electronic vote at the discretion of the Board.) Ballots shall be mailed to each member at her or his home address within thirty (30) days after the referendum is presented. Ballots should only be mailed between September 1 and April 15. The Chapter Election Official shall determine the time permitted for returning the ballots but in no case shall the members have less than twenty (20) days nor more than thirty (30) days from the date of mailing. The Elections Committee shall supervise the distribution and counting of ballots and certify the results to the Chapter Board.

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, a Grievance Officer for Academics, a Grievance Officer for Professionals, an Officer for Contingents, an Affirmative Action Officer, and an Officer for Retirees.

Section 5.2 - Duties:

- 5.2.1 The Chapter President shall preside over meetings of the Chapter and the Chapter Board; be the first delegate to the Delegate Assembly; maintain liaison with UUP; appoint chairpersons and members of committees, subject to approval by the Chapter 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; and perform other functions and duties usually attributed to the office of President. In addition, the Chapter President shall represent the Chapter to management, to the college community, and to the public.
- 5.2.2 The Vice Presidents shall be delegates to the Delegate Assembly; shall have as their primary duties the representation of the members of the categories they represent, and shall be responsible for organizing a Department Representative Structure. In addition, they shall perform other responsibilities and duties assigned by the Chapter President and/or the Chapter Board. In the event the Chapter President is absent or disabled, the Vice President from the alternate membership category shall automatically assume the duties of the presidency until such time as the Chapter Board meets and appoints an Acting Chapter President or until a special election is held.
- 5.2.3 The Secretary shall keep accurate minutes of the meetings of the Chapter, the Chapter Board, and Labor-Management, and shall be responsible for Chapter elections. The Secretary shall assist in maintaining Chapter files, a roll of the membership, and shall perform such other functions usually attributed to this office as requested by the Chapter President, the Chapter Board, or the Chapter.
- 5.2.4 The Treasurer shall be responsible for the funds of the Chapter, depositing them in a checking or savings account as appropriate; shall keep accurate accounts of receipts and disbursements; issue checks and make withdrawals and transfers as authorized by the Chapter President or Chapter Board; shall report to each meeting of the Chapter Board; shall prepare an annual financial statement for publication and distribution to the Chapter and to the state-wide Treasurer and state-wide UUP Chapter Board; shall prepare a budget for submission to the Chapter Board; shall keep the Chapter President and Chapter Board informed of the financial condition of the Chapter; and shall perform such other functions usually attributed to this office as requested by the Chapter President, the Chapter Board, or the Chapter.
- 5.2.5 The Grievance Officers shall be responsible for assisting members of the bargaining unit in the categories they represent with the processing of grievances and related issues, shall report to the Chapter, the Chapter Board, and the Chapter President, as appropriate, and shall make recommendations to the Chapter Board.
- 5.2.6 The Officer for Contingents shall be responsible for monitoring the concerns of Contingent members, shall report to the Chapter, the Chapter Board, and the Chapter President, as appropriate, and shall make recommendations to the Chapter Board.
- 5.2.7 The Affirmative Action Officer shall be responsible for monitoring Affirmative Action and related concerns, shall report to the Chapter, the Chapter Board, and the Chapter President, as appropriate, and shall make recommendations to the Chapter Board.
- 5.2.8 The Communications Officer shall be responsible for Chapter publications in accordance with policies and guidelines established for such publications and shall ensure adequate and accurate exchanges of information between the membership and the Chapter Board in cooperation with the Vice Presidents for Academics and Professionals.
- 5.2.9 The Membership Officer shall be responsible for supervising programs to expand and strengthen the Chapter membership.
- 5.2.10 The Officer for Retirees shall serve as liaison to the Chapter's retirees, shall be a member of the Chapter Board and shall make recommendations to the Chapter Board.

Section 5.3 - Selection and Terms of Office:

- 5.3.1 All officers, except the Grievance Officers and the Membership Officer, 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 Grievance Officers and the Membership Officer shall be appointed by the Chapter President, subject to approval by the Chapter Board.
- 5.3.3 The terms of office of the Grievance Officers and the Membership Officer shall coincide with the terms of the elected officers.
- 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.
- 5.3.5 No person shall be eligible to serve three consecutive terms in the same executive committee office.
- 5.3.6 No person may run for more than one elected position on the Executive Committee per election cycle.

ARTICLE 6
CHAPTER BOARD

Section 6.1 - Definition:

The Chapter Board shall consist of:

- 6.1.1 The officers, as specified in Article 5.1, who shall be voting members of the Chapter Board.
- 6.1.2 Members who received at least ten (10) votes in the Chapter election for the position of Academic or Professional Delegate to the Delegate Assembly, who shall be voting members of the Chapter Board.
- 6.1.3 Members of the Chapter who serve as officers of UUP or members of the state-wide UUP Executive Board shall be voting members of the Chapter Board.

Section 6.2 - Duties:

- 6.2.1 The Chapter 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 Chapter Board.
- 6.2.2 Duties of the Outreach Chairperson; Membership Chairperson; Newsletter Editor; and Safety and Health Chairperson shall be defined by the Chapter Board.

Section 6.3 - Terms of Office:

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

Section 6.4 - Meetings:

- 6.4.1 The Chapter Board shall meet at least six times during the calendar year. Meetings shall be convened by the Chapter President or by a written request of one-third of the Chapter Board or ten percent of the Chapter membership. The Chapter President shall send a written announcement of a Chapter Board meeting to all members of the Chapter 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 Chapter 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 Chapter Board meetings.

Section 6.5 - Minutes:

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

Section 6.6 – Executive Committee:

- 6.6.1 The Executive Committee shall consist of the President, Vice President for Academics, Vice President for Professionals, Secretary, and Treasurer.
- 6.6.2 The Executive Committee shall be responsible for carrying out the purposes and policies of the Chapter and the Board on a continuing basis and shall meet on the call of the President.

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 according to the provisions of the UUP Constitution.

Section 7.2 - Duties:

In addition to serving as members of the Chapter Board, Delegates shall represent the Chapter at the Delegate Assembly 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.

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 seven 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.

ARTICLE 8
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 Chapter Board on the needs of the membership.

ARTICLE 9
COMMITTEES

Section 9.1 - Labor Management Committee:

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 Chapter 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.

Section 9.2 - Standing Committees:

- 9.2.1 Affirmative Action Committee: The Affirmative Action Committee shall assist the Affirmative Action Officer in monitoring campus Affirmative Action programs and policies, and shall recommend actions designed to implement and enforce Affirmative Action goals.
- 9.2.2 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 and coordinate the annual Vote/Cope campaign.
- 9.2.3 Membership Committee: The Membership Committee shall assist the Membership Chairperson in recruiting new members; organizing membership drives; maintaining up-to-date lists of members; and disseminating literature to the membership.
- 9.2.4 Contingent Concerns Committee: The Contingent Concerns Committee shall assist the Officer for Contingents to encourage and promote membership and activity of part-timers, and shall make recommendations with regard to organizational structures wherein contingents work.
- 9.2.5 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.
- 9.2.6 Women's Rights and Concerns Committee: The Women's Rights and Concerns Committee shall report to the President, the Chapter Board, and the Delegate Assembly with respect to fair and equal treatment of women, their issues and concerns, and shall work to assure that fairness and equity for women, their issues and concerns are manifested on local campuses and are reflected in activities and policies of UUP and its affiliates.
- 9.2.7 Opportunity Programs Committee: The Opportunity Programs Committee shall focus on identifying and investigating issues related to the EOP and EOC programs in SUNY.

Section 9.3 - Ad Hoc Committees:

Ad hoc committees may be created by the Chapter membership or by the Chapter Board and shall be appointed annually.

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 Chapter 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:

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. Terms of office shall begin on June 1. Persons elected to fill vacancies shall take office at the time of election.

Section 10.2 - Conduct of Elections:

Chapter elections shall be conducted in accordance with the UUP Constitution. A request that the UUP Elections and Credentials Committee conduct the Chapter election shall be made to the Statewide Secretary's office no later than December 1 of the year prior to the scheduled Chapter election. All elections shall require a plurality vote.

Section 10.3 - Vacancies:

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 11
RECALL

Section 11.1 - Removal for Cause:

An officer, delegate, or member of the Chapter 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 Chapter Board, the Chapter President shall appoint a Select Committee, subject to approval by the Chapter 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 Chapter 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 Chapter Board. If the Chapter Board concludes that there is merit to the charges, it shall call a special meeting of the membership according to 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 Chapter Board shall be conducted by either the Chapter or the Statewide Elections and Credentials Committee by mail (or by electronic vote, at the discretion of the Board) to the official address of each member of the Chapter. Chapter members shall have at least 14 calendar days to return their ballots. A vote to remove an officer, delegate, or member of the Chapter 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
MOTION OF NO CONFIDENCE

Section 12.1 – Definition:

A motion of no confidence (alternatively, vote of no confidence, no-confidence motion, or (unsuccessful) confidence motion) is a statement or vote that a person or persons in a position of responsibility (officer, chapter board member, committee chair, etc.) is no longer deemed fit to hold that position: perhaps, included, but not limited to: they are inadequate in some respect, are failing to carry out obligations, or are making decisions that other members feel are detrimental.

Section 12.2 – Procedure:

- 12.2.1 An individual may be charged by a petition approved by the majority of the Executive Committee.
- 12.2.2 Once a petition has been served on the charged individual, the individual charged must indicate in writing, receipt of 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 position shall be declared vacant. In such case, the executive committee shall report the resignation and vacancy to the chapter board, and the investigation will be considered closed.
- 11.2.3 If a charged individual does not voluntarily vacate their position, an Ad Hoc meeting of the board will be called to review the charges of the individual.
- 11.2.4 A neutral court stenographer must be present to record the ad hoc meeting.
- 11.2.5 Charges against the individual will be presented.
- 11.2.6 The individual charged will have the opportunity to present a defense.
- 11.2.7 The charged individual will be asked to leave the room. A 60% majority vote of the chapter board members present at the ad hoc meeting will be required to remove the individual charged from office. Failing a 60% majority, the charges are dropped and the charged individual will continue to serve in their original capacity.

Section 12.3 – Chapter Board or Committee Chair Vacancy resulting from a motion of No Confidence:

In the event that the vacancy were a chapter board member or committee chair, an individual will be selected by the chapter board to fill the term of the vacancy. In the event that the vacancy were a member of the executive committee, the chapter board would select an individual to fill the vacancy on an interim basis until the earliest possible spring election cycle at which time the full membership can vote in a new person to fill the vacancy.

ARTICLE 13
PARLIAMENTARY AUTHORITY

Section 13.1 - Quorum:

- 13.1.1 A quorum for a meeting of the membership shall be three percent of the Chapter membership, or 50 members, whichever is less.
- 13.1.2 A quorum for a meeting of the Chapter Board shall consist of ten of its voting members, provided however, that at least five of the officers, as defined in Article 5.1, are present.

Section 13.2 – Electronic Voting:

The Chapter Board may authorize the use of electronic voting to decide questions that arise between scheduled meetings, or where authorized in these bylaws. Any electronic voting system utilized shall have the ability for members to participate in the deliberative process and record their ballot.

Section 13.3 - Parliamentary Authority:

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

Section 13.4 - Parliamentarian:

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

ARTICLE 14
CONSTRUCTION AND SEVERABILITY

Section 14.1 - Construction and Severability:

- 14.1.1 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 Chapter Board shall have the authority to change the provision to make it conform to all necessary policies/statements.

14.1.2 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 15
AMENDMENT

Section 15.1 - Amendment:

15.1.1 Amendment of these Bylaws may be proposed by a motion presented to the Chapter Board at two consecutive regular Chapter Board meetings and approved at the second such meeting by two-thirds of the Chapter Board members present and voting, or on a petition signed by at least seventy of the Chapter members and presented for discussion at two consecutive Chapter Board meetings.

Section 15.2 - Ratification:

15.2.1 Amendments to these Bylaws shall go into effect immediately upon a favorable vote of two-thirds of the valid ballots cast by mail (or by electronic vote at the discretion of the Board.) Ballots shall be mailed to each member at her or his home address within thirty (30) days after the second consecutive Chapter Board meeting at which the amendment is presented. Ballots should only be mailed between September 1 and April 15. The Chapter Election Official shall determine the time permitted for returning the ballots but in no case shall the members have less than twenty (20) days nor more than thirty (30) days from the date of mailing. The Elections Committee shall supervise the distribution and counting of ballots and certify the results to the Chapter Board. 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 of UUP.

ARTICLE 16
COMPATIBILITY

Section 16.1 - Compatibility:

These bylaws shall be compatible with and subordinate to the United University Professions Constitution, the laws of the State of New York and the United States of America.

Adopted February 13, 2018

Signature of the Chapter President

Signature of the Chapter Secretary