

THE BYLAWS
of the
EMPIRE STATE COLLEGE CHAPTER
UNITED UNIVERSITY PROFESSIONS
(last revised July 2013)

ARTICLE 1
NAME and AFFILIATION

The name of this organization shall be the Empire State College Chapter of United University Professions (“UUP”), Local #2190 of the American Federation of Teachers, AFL-CIO (hereinafter, the “ESC Chapter” or “Chapter”). This Chapter shall be affiliated with UUP, and shall solely represent it to the Empire State College staff. It shall be subject to the Constitution and By-Laws of Local 2190, UUP, and any contractual arrangements made between UUP and the State of New York.

ARTICLE 2
PURPOSE

The purpose of the ESC 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 Chapter, UUP, UUP affiliates, and other appropriate organizations in the 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 ESC Chapter, as defined by the UUP Constitution: Regular Membership; Special Membership, either Retired or Sustaining; Associated Membership; and Honorary Membership.

3.1.2 Regular membership in the Chapter shall be open to employees in the Professional Services Negotiating Unit (08) at Empire State College. Membership in good standing shall be maintained through membership in UUP as specified in the UUP Constitution.

3.1.3 Rights of all classes of members are defined by the UUP Constitution.

Section 3.2 – Categories of Membership:

Membership shall be either of two categories, “academics” or “professional.” “Academic” members shall be those persons with academic rank. “Professional” members shall be those persons with professional rank.

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 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 Executive Board, or at the petition of at least 10 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 published and distributed to the membership.

Section 4.5 – Referenda:

The Executive Board shall initiate referenda by a majority vote or upon the petition of at least 10 percent of the Chapter membership. Referenda shall be conducted using procedures adopted by the Executive 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, and an Affirmative Action Officer.

Section 5.2 – Duties:

5.2.1 The Chapter President shall preside over meetings of the Chapter and the Executive Board; be first delegate to the Delegate Assembly; maintain liaison with UUP; appoint chairperson and members of the 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; and perform other functions and duties usually attributed to the office of the 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 Executive 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 Executive 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 Executive Board, and the Labor-Management Committee, and shall, in the absence of a Designated Election Official, assume the duties assigned to the position. 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 Executive 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 Executive Board; shall report to each meeting of the Executive Board, shall prepare an annual financial statement for publication and distribution to the Chapter and to the statewide Treasurer and statewide UUP Executive Board; shall prepare a budget for submission to the Executive Board; shall keep the Chapter President and Executive 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 Executive Board, or the chapter.

5.2.5 The Grievance Officers shall be responsible for assisting members of the bargaining unit with the processing of grievance, shall report to the Chapter, the Executive Board, and the Chapter President, as appropriate, and shall make recommendations to the Executive Board. The Grievance Officers shall serve as co-chairpersons of the Grievance Committee.

5.2.6 The Officer for Contingents shall be responsible for monitoring the concerns of Contingent members, shall report to the Chapter, the Executive Board, and the Chapter President, as appropriate, and shall make recommendations to the Executive Board. The Officer for

Contingents shall serve as chairperson of the Contingent Concerns Committee.

5.2.7 The Affirmative Action Officer shall be responsible for monitoring Action and related concerns, shall report to the Chapter, the Executive Board, and the Chapter President, as appropriate, and shall make recommendations to the Executive Board. The Affirmative Action Officer shall serve as chairperson of the Affirmative Action Committee.

Section 5.3 – Selection and Terms of Office:

5.3.1 All officers, except the Grievance Officers and the Affirmative Action 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 Chapter Executive Board shall develop a process to solicit and assemble names of candidates willing to serve in the positions of Grievance Officers and Affirmative Action officer. This process shall parallel that used to solicit nominations for elected chapter offices, in accordance with the UUP Constitution.

5.3.3 The Grievance Officers shall be appointed by the Chapter President, subject to approval by the Executive Board.

5.3.4 The Affirmative Action Officer shall be appointed by the Chapter President, subject to approval by the Executive Board.

5.3.5 The term of office of the Grievance Officer and the Affirmative Action Officer shall be two years and shall coincide with the terms of elected officers.

ARTICLE 6
EXECUTIVE BOARD

Section 6.1 – Definition:

The Executive Board shall consist of:

6.1.1 The officers, as specified in Section 5.1, who shall be voting members of the Executive 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 Executive board. Members who received fewer than 10 votes in the Chapter election for the position of Academic or Professional Delegate to the Delegate Assembly, who 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; Active Retired Representative, Safety and Health Chairperson, Legislation Chairperson, Membership Chairperson, and Designated Election Official. Persons serving in these 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 Boards shall be voting members of the Executive Board.

6.1.5 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.

6.1.6 Members of the Chapter who serve as center representatives shall be voting members of the Executive Board.

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 special elections be held 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 10 percent of the Chapter membership initiate referenda, and shall adopt procedures for the conduct of such referenda.

6.2.2 Duties of the Active Retired Representative and the Safety and Health Chairperson shall be defined by the Executive Board.

6.2.3 Duties of the Designated Election Official shall be in accordance with the UUP Constitution. The Designated Election Official shall also develop procedures for the conduct of Chapter Referenda subject to approval by the Executive Board.

Section 6.3 – Terms of Office:

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

Section 6.4 – Meetings:

6.4.1 The Executive Board shall meet at least four times during the year. Meetings shall be convened by the Chapter President or by a written request of one-third of the Executive Board or 10 percent of the Chapter membership. The Chapter President shall send a written

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 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 – Minutes:

Approved minutes of all Executive Board meetings and approved notes of Labor-Management meetings shall be published and distributed 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, the fourth shall be the Officer for Contingents, if the Chapter is entitled to an additional representative from that category. 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 Executive 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. 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 the 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
CENTER REPRESENTATIVE STRUCTURE

Section 8.1 – Definition:

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

Section 8.2 – Duties:

Center Representatives serve their centers by assisting in the recruiting of members; assisting in the dispersal of information; mobilizing the membership for action when necessary; and advising the Executive Board on the needs of the membership.

Section 8.3 – Selection and Terms:

The Vice Presidents shall develop a process to solicit and assemble names of candidates willing to serve in the position of Center Representative for their Center. This process shall parallel that used to solicit nominations for elected chapter offices, in accordance with the UUP Constitution. Center Representatives shall be appointed by the Chapter President, subject to approval by the Executive Board. The term of office for Center Representatives shall be for two years and shall coincide with the terms of elected officers.

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 President, the Vice President for Academics, the Vice President for Professionals, and the Officer for Contingents shall normally attend Labor-Management meetings. 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 that 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 if one should be appointed, shall assist the Affirmative Action Officer in monitoring campus Affirmative Action programs and policies, and shall recommend actions designed to implement and enforces Affirmative Action goals.

9.2.2 Grievance Committee: The Grievance Committee if one should be appointed, shall advise members of their rights under the contract, represent them in grievance hearings, and assist the Grievance Officer in processing grievances.

9.2.3 Contingent Concerns Committee: The Contingent Concerns Committee if one should be appointed, shall assist the Officer for Contingents to encourage and promote membership and activity of contingent members, and shall make recommendations with regard to organizational structures wherein contingent members work.

9.2.4 Safety and Health Committee: The Safety and Health Committee if one should be appointed, 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.

9.2.5 Legislation Committee: The Legislation Committee if one should be appointed, shall assist the Legislation Chairperson in planning and coordinating activities that inform legislators or Chapter and UPP needs, and educate the Chapter membership about legislation of interest to UUP. It shall coordinate activities with the statewide UUP Legislation Committee and coordinate the annual Vote/Cope campaign.

9.2.6 Membership Committee: The Membership Committee if one should be appointed, shall assist the Membership Chairperson in recruiting new members; organizing membership drives; maintaining up-to-date list of members; and disseminating literature to the membership.

9.2.7 Additional Standing Committees may be established by amendment of the Bylaws.

Section 9.3 – Ad Hoc Committees:

Ad Hoc Committees may be created by the Chapter 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 be for two years and 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 charges and/or the expiration of the term of 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.

Section 10.3 – Vacancies:

In the event of a vacancy in an office, the Executive Board shall within thirty days by majority vote either designate a person to serve out the term of the office or direct that a special election be held. The Executive Board may appoint any eligible individual to fill the term of an office that becomes vacant, except those offices that require election for legal recognition, such as delegate to the UUP Delegate Assembly and affiliate conventions or assemblies.

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 to outside parties.

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 procedures in Section 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 finding 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 procedures in Section 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, center representative, or any other member of the Executive Board shall be conducted by mail 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 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 Section 10.3.

ARTICLE 12

PARLIAMENTARY AUTHORITY

Section 12.1 – Quorum:

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

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

Section 12.2 – 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 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.

13.1.2 A decision by a competent agency invalidating a clause, phrase or section of the Bylaws shall not invalidate any other clause, phrase, or section.

ARTILCE 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 ten percent of the membership.

14.1.2 A proposed amendment shall be submitted to the membership, in writing, at least (30) thirty days prior to a regular or special meeting of the membership called in accordance with the procedures in Article 4. Following such a Chapter meeting, a vote on a proposed amendment shall be conducted by mail to all members of the Chapter. Members shall have not less than 14 calendar days to return their ballots.

Section 14.2 – Ratification:

14.2.1 Amendments to these Bylaws shall go into effect immediately upon adoption by a two-thirds vote of the members voting in a mail ballot according to the procedures specified in Article 14.1.2.

14.2.2 These Bylaws shall supersede all prior Constitutions and Bylaws of this Chapter. Upon ratification, a dated copy shall be sent to all members and to the Secretary of UUP.

Revision Notes:

Bylaws last amended at Chapter Executive Board meeting July 10, 2013. Amendments made were due to changes in UUP constitution where Part Time Representative was changed to Officer for Contingents and made the fourth delegate; therefore changes only required vote by the Chapter Executive Board. The Officer for Contingents, by UUP Constitution, is an elected position.