

CHAPTER BYLAWS

Oneonta Chapter UNITED UNIVERSITY PROFESSIONS

ARTICLE 1 Name 1

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

ARTICLE 2 Purpose

The purpose of the Oneonta 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, the Chapter will promote public higher education, academic excellence, community engagement and strive to strengthen the university community; organize and support activities associated with its campus responsibilities as a union; and will cooperate with other Chapters, UUP, UUP affiliates, and appropriate organizations in furtherance of these objectives.

ARTICLE 3 Membership

Section 1 Classes of Membership

1.1 There shall be the following classes of membership as defined by the UUP

Constitution: Regular Membership, Retired Membership, Sustaining Membership and Honorary Membership.

- a. Regular Membership: Regular Membership shall be open to employees in the Professional Services Negotiating Unit (08) at State University of New York;
 - i. Contingent membership shall extend from September 1 through August 31.
- b. Retired Membership: Retired Members of the Oneonta Chapter are those who retired from this institution in good standing and hold Retiree Membership as defined in the UUP Constitution;
- c. Sustaining Membership: Sustaining membership shall be open to any person who has been retrenched or non-renewed or who has been involuntarily terminated for any reason and has litigation, grievance, or other, similar proceedings in progress in accordance with the UUP Constitution. Sustaining Members may vote but may not hold office at the Chapter, Local (Statewide) or Affiliate levels; and
- d. Honorary Membership: Honorary Membership, without vote or the right to hold office in the Union, may be granted as the Executive Board or the Delegate Assembly may determine, in recognition of service or dedication to the purposes of this Union as specified in Article II of the UUP Constitution.

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

1.3 Membership in good standing shall be maintained through membership in UUP as specified in the UUP Constitution.

Section 2 Categories of Membership

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

2.1 "Academic" members shall be those persons with academic rank.

- a. "Contingent academic" members shall be those persons appointed to any position which does not prescribe eligibility for continuing appointment.
- 2.2 "Professional" members shall be those persons with professional rank.
 - a. "Contingent professional" members shall be those persons appointed to any position which does not prescribe eligibility for permanent appointment.
- Section 3 Members' Rights
 - 3.1 Members shall have the right to attend meetings, to participate in deliberations, to vote upon the business of such chapter meetings, to nominate candidates, and to vote in elections or referendums, subject to the UUP Constitution and these Bylaws.
 - 3.2 The annual budget shall be approved by a majority vote of those present and voting.

ARTICLE 4 Officers

- Section 1 Officers

The officers shall include a President, a Vice President for Academics, a Vice President for Professionals, a Secretary, a Treasurer, an Officer for Contingents, an Officer for Retirees, a Membership Development Officer, a Grievance Chairperson, and a Designee for Diversity, Equity and Inclusion. All officers must be Oneonta UUP members.
- Section 2 Duties
 - 2.1 The President shall:
 - a. serve as the administrative officer of the Chapter;
 - b. represent the Chapter to management, to the university community, and to the public;
 - c. preside over Labor Management meetings in accordance with the UUP/NYS Collective Bargaining Agreement and be the primary spokesperson in such meetings;
 - d. maintain regular communication with and report important Chapter developments to UUP's statewide officers;
 - e. represent the Chapter in statewide Chapter presidents' meetings;
 - f. communicate information from the state UUP office to the Chapter membership;
 - g. be the Chapter's first delegate to the Delegate Assembly;
 - h. preside over meetings of the membership and the Executive Board;
 - i. be authorized to sign checks in the absence or incapacity of the Treasurer;
 - j. supervise any office staff;
 - k. appoint chairpersons and members of committees, subject to approval by the Executive Board;
 - l. make appointments to positions outlined in Article 7;
 - m. if necessary, appoint a parliamentarian to assist in the conduct of meetings. The parliamentarian shall not be a member of the Executive Board; and
 - n. perform such other duties assigned by the Executive Board or the membership.
 - 2.2 The Vice Presidents shall:
 - a. have as their primary duties the representation of the members of the categories they represent;
 - b. assist the Membership Development Officer developing a Department Representative Structure that assures every member is represented;
 - c. be delegates to the Delegate Assembly;
 - d. participate in Labor Management meetings in accordance with the UUP/NYS Collective Bargaining Agreement;
 - e. in the absence or disability of the President, the Vice President from the alternate membership category shall automatically assume the duties of the President until

such time as the Executive Board meets and appoints an Acting President or until a special election is held; and

- f. perform such other duties assigned by the President, the Executive Board, or the membership.

2.3 The Secretary shall:

- a. keep accurate minutes of the meetings of the membership, the Executive Board, and other such meetings as deemed appropriate by the President or the Executive Board;
- b. assist in maintaining Chapter files and a roll of the membership;
- c. in the absence of a Designated Election Official, assume the duties assigned to that position; and
- d. perform such other duties assigned by the President, the Executive Board, or the membership.

2.4 The Treasurer shall:

- a. adhere to UUP's Fiscal Policies and Best Practices Guidelines for Chapter Treasurers;
- b. be responsible for the funds of the Chapter, depositing them in a checking or savings account as appropriate;
- c. keep accurate accounts of receipts and disbursements;
- d. issue checks and make withdrawals and transfers as authorized by the President or Executive Board;
- e. report to each meeting of the Executive Board;
- f. prepare an annual financial statement for publication and distribution to the membership and to the statewide Secretary-Treasurer and statewide UUP Executive Board;
- g. prepare a budget for submission to the Executive Board and membership with final submission to the statewide Secretary-Treasurer;
- h. submit timely audit packets to the statewide Accounting Department;
- i. keep the President and Executive Board informed of the financial condition of the Chapter; and
- j. perform such other duties as assigned by the President, the Executive Board, or the membership.

2.5 The Officer for Contingents shall:

- a. serve as chairperson of the Contingents Committee;
- b. assist the Vice Presidents and Membership Development Officer to ensure full-time and part-time contingent employees are considered in the Chapter representative structure;
- c. have the option to serve on the statewide Contingent Employment Committee
- d. monitor the concerns of contingent members;
- e. work in conjunction with the appropriate Vice President and Labor Relations Specialist on issues relating to contingent employees;
- f. report to the President, Executive Board, and membership;
- g. be a delegate to the Delegate Assembly per Article VII, Section 3.d of the UUP Constitution;
- h. make recommendations to the Executive Board; and
- i. participate in Labor Management meetings in accordance with UUP/NYS Collective Bargaining Agreement Article 8, Section 4.b Labor-Management meetings focused on part-time employees.

2.6 The Membership Development Officer shall:

- a. work to promote membership growth;

- b. present membership development recommendations to the Executive Board;
- c. have the option to serve on the statewide Membership Committee;
- d. oversee a membership representative structure;
- e. chair the Membership Committee and start such committee if none exists;
- f. perform such other membership-related functions as may be directed by the President or the Executive Board;
- g. be responsible for organizing campaigns for new members and recruiting non-members; and
- h. be the liaison to the statewide Membership Development Officer and Organizing Department.

2.7 The Officer for Retirees shall:

- a. work with leadership to obtain the names of new retirees;
- b. help facilitate in-district and statewide advocacy;
- c. attend Executive Board meetings and report on activities relevant to engagement of the Chapter's retired members;
- d. serve as a conduit for information between membership, leadership and their Retired Member Governing Board Committee representative;
- e. work with the President and Executive Board to schedule pre-retirement workshops, and other events to involve retired members; and
- f. coordinate with leadership to promote the benefits of being involved with active and retiree activities in the Chapter and region.

Section 3 Rule for Succession

Upon succession all Chapter officers as named in Article 4, Section 1 shall turn over all records and documents in an orderly fashion to their successors.

Article 5 Membership Meetings

- Section 1. Regular Meetings: There shall be at least one meeting of the membership each academic year. The President shall call all meetings of the membership. The President shall send a written announcement of a regular meeting to all members at least 7 calendar days prior to the meeting. The announcement shall contain the date, time, and place of meeting and the agenda.
- Section 2 Special Meetings: Special meeting of the membership may be called by the President, at the request of a majority of the Executive Board, or at the petition of at least 10% of the membership. The President shall send a written notice of a special meeting to all members at least 7 calendar days prior to the meeting. The notice shall contain the date, time, and place of meeting and the agenda.
- Section 3 In-person and/or Virtual Meetings: To accommodate the multiple work locations of the membership, meetings may be held in person and/or virtually as determined by the President after consultation with the Executive Board. The following conditions must be met if the meeting is held virtually: it must be assured that the members may take part, be able to identify themselves as members in good standing and be able to fully participate in the proceedings, including voting.
- Section 4 Quorum: A quorum for Chapter meetings shall be at least 20 members.
- Section 5 Voting: Members in good standing are eligible to vote on matters concerning the membership. For members attending meetings virtually, voting methods may include: an electronic platform where a raised hand vote may be seen, utilizing a platform which allows electronic voting, or where members may vote in a chat box so the vote can be recorded. The mechanism for votes should be recorded in the meeting minutes.
- Section 6 Minutes: Approved minutes of Chapter meetings shall be published and distributed to the membership.

ARTICLE 6 Executive Board

- Section 1 Composition: The Executive Board shall include the following voting and non-voting members:
- 1.1 Voting Members
- a. Chapter officers as outlined in Article 4, Section 1;
 - b. Members who received at least 5 votes in the election for the position of Academic or Professional Delegate to the Delegate Assembly; and
 - c. Members who serve as statewide officers of UUP or members of the statewide Executive Board.
- 1.2 Ex-officio Non-Voting Members
- a. Members who received fewer than 5 votes in the election for the position of Academic or Professional Delegate to the Delegate Assembly; and
 - b. Appointed Committee Chairs or co-Chairs shall be ex-officio members without vote, unless they are otherwise voting members of the Executive Board as defined in Article 4, Section 1 and Article 6, Section 1.1.
- Section 2 Duties of the Executive Board: The Board shall:
- a. be the policy-implementing body of the Chapter;
 - b. be responsible for the administration of the Chapter and its activities;
 - c. arrange for such ancillary staff members and assistance as are necessary to attain the goals of the Chapter;
 - d. appoint individuals to fill vacancies, in accordance with these Bylaws and the UUP Constitution, or direct that the statewide Constitution and Governance Committee hold special elections to fill vacancies;
 - e. approve appointments to committees;
 - f. define the duties of the chair(s) of committees;
 - g. serve as a participant within the Chapter representative structure;
 - h. approve a budget for submission to the membership;
 - i. approve all expenditures pursuant to the budget and authorize extraordinary expenditures;
 - j. approve any expenditures not included in the budget before payment;
 - k. carry out policies established by the membership and suggest policies for consideration by the membership;
 - l. act on behalf of the membership in the absence of membership policy and during periods of time when meetings cannot be reasonably convened;
 - m. by a 3/5 vote or upon the petition of at least 10% of the membership, initiate referenda subject to the limitations outlined in the UUP Constitution, and adopt procedures for the conduct of such referenda;
 - n. generally represent the interests of UUP and the Chapter on campus; and
 - o. carry out such other duties as are reasonably associated with the Executive Board duties outlined herein.
- Section 3 Term of Office
- The term of office for the Executive Board shall coincide with the term of the Chapter Officers.
- Section 4 Meetings
- 4.1 The Executive Board shall meet at least monthly during the academic year. Meetings shall be convened by the President or by a written request of 1/3 of the Executive Board or 10% of the membership.
- 4.2 The President shall send a written announcement of meetings to members of the Board at least 7 calendar days prior to the meeting. The announcement will contain

the date, time, and place of the meeting and the proposed agenda. Such notice may be provided by electronic means.

4.3 Special meetings may be called by the President with 7 calendar days' written notice. Such notice may be provided by electronic means.

4.4 In order to accommodate the multiple work locations of the Executive Board membership, meetings may be held in-person and/or virtually as determined by the President. The following conditions must be met if the meeting is held virtually: it must be assured that the Executive Board members may take part, be able to identify themselves as Executive Board members and be able to fully participate in the proceedings, including voting. For members attending meetings virtually, voting methods may include: an electronic platform where a raised hand vote may be seen, utilizing a platform which allows electronic voting, or where members may vote in a chat box so the vote can be recorded. The mechanism for votes should be recorded in the meeting minutes.

4.5 Executive Board meetings, whether in-person and/or virtual, other than executive sessions, shall be open to the membership.

4.6 Where an Executive Board action is necessary and an Executive Board meeting cannot be timely scheduled, the proposed motion shall be e-mailed to Executive Board members for response. Executive Board members shall be allowed a minimum of 5 calendar days to respond. Responses should be sent to the entire Executive Board. Formal recording of the e-mail vote will occur at the next scheduled Executive Board meeting. Only those who vote by the stated deadline will have their vote counted.

Section 5 Quorum

The quorum for meetings of the Executive Board shall be a majority of the voting members as long as those members include half of the officers.

Section 6 Minutes

6.1 Approved minutes of meetings shall be published and distributed to the membership.

6.2 Executive Board meeting minutes will be included in each audit packet submitted to the statewide organization.

ARTICLE 7 Presidential Appointments

The Chapter President may appoint a Chapter member to the following positions: Grievance Chairperson, Designee for Diversity, Equity and Inclusion, Political Outreach Coordinator and Health and Safety Chair.

Section 1 The Designee for Diversity, Equity and Inclusion if one should be appointed shall:

- a. serve as chairperson of the Chapter Diversity, Equity and Inclusion Committee;
- b. be responsible for monitoring Diversity, Equity and Inclusion and related concerns;
- c. report to the President, Executive Board, and membership;
- d. make recommendations to the Executive Board; and
- e. have the option to serve on the statewide Diversity, Equity and Inclusion Committee.

Section 2 The Grievance Chairperson if one should be appointed shall:

- a. serve as chairperson of the Grievance Committee;
- b. be responsible for assisting members of the bargaining unit with the processing of grievances and coordinating with the assigned NYSUT Labor Relations Specialist;
- c. report to the President, Executive Board, and membership, as appropriate;
- d. make recommendations to the Executive Board; and
- e. have the option to serve on the statewide Grievance Committee.

Section 3 The Political Outreach Coordinator if one should be appointed shall:

- a. work with Regional Coordinators, statewide Outreach Chairs and Political Director;

- b. have the option to serve on the statewide Outreach Committee;
 - c. develop a political action team at the Chapter working with the Chapter Executive Board, Membership Development Officer, Vote-COPE coordinators, and local labor councils; and
 - d. develop Chapter teams to respond when timely action is needed to participate in UUP political action such as: rallies, campaign events for endorsed candidates, letter writing, calls to legislators, and other calls to action.
- Section 4 The Health and Safety Chair if one should be appointed shall:
- a. identify and review safety-related issues affecting employees and shall recommend plans for correction of such matters; and
 - b. develop and promote a healthy and safe environment for all employees.
- Section 5 Appointees to statewide committees shall:
- a. be recommended by the Chapter President and the Chair(s) of the appropriate statewide committee with approval of the statewide Executive Board; and
 - b. actively participate in the work of the statewide committee to which they are appointed.
- Section 6 Terms of Office and Vacancies
- Terms of appointees and vacancies shall coincide with the term of the elected officers.

ARTICLE 8 Committees

- Section 1 Labor Management Committee(s)
- 1.1 Officers designated by the Chapter President 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.
 - 1.2 Members of the Executive Board, Chapter members, and representatives or staff employees of UUP may be added to this group by the President.
- Section 2 Standing Committees. All committee members must be Oneonta UUP members.
- 2.1 Finance Committee: The Finance Committee if one should be appointed shall:
 - a. advise and assist the Treasurer with required periodic audits;
 - b. advise and assist the Treasurer in developing the chapter's annual budget;
 - c. advise and assist the Treasurer with any other matters of Chapter finance; and
 - d. have the Treasurer as a Liaison, but not its Chair.
 - 2.2 Diversity, Equity and Inclusion Committee: The Diversity, Equity and Inclusion Committee if one should be appointed shall:
 - a. be chaired by the Designee for Diversity, Equity and Inclusion;
 - b. assist the Designee for Diversity, Equity and Inclusion in monitoring campus Diversity, Equity and Inclusion programs and policies; and
 - c. recommend actions designed to implement and enforce Diversity, Equity and Inclusion goals.
 - 2.3 Contingents Committee: The Contingents Committee if one should be appointed shall:
 - a. be chaired by the Officer for Contingents;
 - b. assist the Officer for Contingents to encourage and promote membership and activity of part-time and full-time contingent employees;
 - c. make recommendations with regard to organizational structures wherein contingent employees work; and
 - d. identify and make recommendations to ameliorate inequities in the workplace and develop action plans for relevant Chapter work.
 - 2.4 Grievance Committee: The Grievance Committee if one should be appointed shall:
 - a. advise members of their rights under the contract;

- b. represent members in grievance hearings; and
- c. assist the Grievance Chairperson in processing grievances.

2.5 Membership Committee: The Membership Committee if one should be appointed shall:

- a. be chaired by the Membership Development Officer;
- b. assist the Membership Development Officer in recruiting new members;
- c. organize membership drives;
- d. coordinate efforts on communications and social media;
- e. maintain up-to-date lists of members; and
- f. disseminate literature to the membership.

2.6 Outreach Committee: The Outreach Committee if one should be appointed shall:

- a. be chaired by the Political Outreach Coordinator;
- b. assist the Political Outreach Coordinator in planning and coordinating activities that inform legislators of Chapter and UUP needs;
- c. educate the membership about legislation of interest to UUP;
- d. coordinate activities with the statewide UUP Outreach Committee; and
- e. coordinate the annual Vote/Cope campaign.

2.7 Safety and Health Committee: The Safety and Health Committee if one should be appointed shall:

- a. assist the Safety and Health Chairperson to identify and review safety-related issues affecting employees; and
- b. recommend plans for the correction of such matters.

Section 3 Ad Hoc Committees

The Executive Board may establish such ad hoc committees as may be necessary to perform particular tasks, functions, or activities. Ad hoc committee charges shall be outlined by the Executive Board when the committee is established.

Section 4 Reports to the Executive Board

All committees shall report out actions and recommendations to the Chapter Executive Board, preferably in writing.

Section 5 Terms of Appointment

- 5.1 Members of all committees shall be appointed by the President. The President shall serve as an ex officio member of all committees.
- 5.2 The term of office of standing committee members shall coincide with the terms of the elected officers.
- 5.3 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 9 Representative Structure

Section 1 Composition

The Vice Presidents shall assist the Membership Development Officer develop and coordinate a Department Representative Structure that assures every member is represented.

Section 2 Duties

- 2.1 Delegates to the Delegate Assembly who are not also Chapter officers shall serve as Department Representatives in their own Departments. If more than one Delegate to the Delegate Assembly has been elected from a particular department, the Department Representative shall be selected from the Delegates in that department and appointed as provided in Section 3 below.

2.2 In the event that no Delegate to the Delegate Assembly has been elected from a particular Department, the Department Representative shall be appointed as provided in Section 3 below.

2.3 Department Representatives shall:

- a. assist in the recruiting of members;
- b. assist in the dissemination of information;
- c. mobilize the membership for action when necessary; and
- d. advise the Executive Board on the needs of the membership.

Section 3 Appointment and Term

3.1 Department Representatives shall be appointed by the President, subject to approval by the Executive Board.

3.2 The term of office shall coincide with the term of the elected officers.

ARTICLE 10 Chapter Elections

Section 1 Elections

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 2 Conduct of Elections

2.1 Elections shall be conducted in accordance with the UUP Constitution and Article 10 of these Bylaws.

2.2 A request that the statewide 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 3 Duties of the Designated Election Official

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 4 Elections and Appointment of Officers

4.1 The President, Vice President for Academics, Vice President for Professionals, Secretary, Treasurer, Officer for Contingents, Officer for Retirees, Membership Development Officer, and any officer positions designated in these Bylaws, shall be elected by the membership in accordance with the provisions of the UUP Constitution.

4.2 The Vice-Presidents shall be elected by and from their respective membership categories.

4.3 The Grievance Chairperson and Designee for Diversity, Equity and Inclusion shall be appointed by the Chapter President, subject to approval by the Executive Board.

Section 5 Plurality Vote

The candidate with the highest number of votes shall be the winner of the election.

Section 6 Term of Office

The term of office for elected and appointed officers, shall be for two years or until their successors are elected or appointed.

Section 7 Grievance Chairperson

The term of the Grievance Chairperson may be extended through the life of the contract, if approved by the Executive Board.

Section 8 Candidates' Forum

8.1 The Chapter may hold a candidates' forum prior to Chapter elections.

8.2 Rules for the candidates' forum shall be adopted by the Executive Board and made available to the membership at least 14 calendar days prior to the forum. The rules shall ensure that all candidates are treated fairly.

Section 9 Vacancies

9.1 Persons elected to fill vacancies shall take office at the time of election.

9.2 If there are no nominations or no write-ins willing to serve in the position, the office shall be declared vacant and shall be filled by appointment by the Chapter's Executive Board.

ARTICLE 11 Delegates to the Delegate Assembly

Section 1 Election and Terms

Delegates to the Delegate Assembly must be elected in accordance with the UUP Constitution as follows:

1.1 The first Delegate shall be the President.

1.2 The second Delegate shall be the Vice President of the alternate membership category of the President.

1.3 The third Delegate shall be the Vice President of the same membership category as the President if the Chapter is entitled to an additional representative from that category.

1.4 The fourth Delegate shall be the Officer for Contingents. The Officer for Contingents shall be an additional Delegate regardless of category and shall not affect the delegate allocation for the Chapter.

1.5 Additional Delegates shall be elected by and from the membership according to the provisions of the UUP Constitution Article VIII and the statewide Operations Manual.

Section 2 Duties

Delegates to the UUP Delegate Assembly shall:

- a. represent the Chapter at the UUP Delegate Assembly;
- b. analyze the business to be conducted at each Delegate Assembly and seek input from the membership on issues of importance to the union; and
- c. report to the membership on actions taken.

Section 3 Seating at the Delegate Assembly

3.1 The number of Chapter representatives eligible for seating at the Delegate Assembly shall be determined in accordance with the UUP Constitution.

3.2 Prior to each Delegate Assembly the President shall ask Delegates, in rank order of their election, their intention to serve at that Delegate Assembly.

3.3 Delegates who do not confirm with the President at least 7 days prior to the Delegate Assembly shall be replaced by the next ranking Delegate who confirms their intention to serve.

3.4 If a Delegate is replaced, they shall not be eligible for seating in place of any confirmed Delegate who attends the Delegate Assembly.

ARTICLE 12 Delegates to Affiliate Conventions

Section 1 Election and Terms

Delegates to affiliate conventions must be elected in accordance with the UUP Constitution, Article VIII.

Section 2 Duties

Delegates to affiliate conventions shall:

- a. participate in UUP's convention delegate meetings (before or during the convention) to discuss UUP positions on resolutions and other convention business;

- b. sign up for convention committees per information sent by the affiliate before each convention; and
- c. attend the affiliate convention session and submit the required report on participation in convention plenaries and other meetings.

ARTICLE 13 Recall and Discipline/Removal for Cause

Section 1 Recall by Popular Demand

A petition, signed by fifty-one (51) percent of the Oneonta membership in any appropriate Chapter constituency, which requests the removal of that Chapter's officer or representative, shall remove that person from office upon certification of the petition by the UUP Secretary-Treasurer. A vacancy which occurs as a result of a recall shall be filled pursuant to Article 10. Rules for a recall and the petition forms are available from the UUP Secretary-Treasurer's Office.

Section 2 Discipline/Removal for Cause

A Chapter officer or representative may be disciplined or removed from office for cause in accordance with the provisions of the statewide Ethic Policy. A vacancy which occurs as a result of a removal for cause shall be filled pursuant to Article 10.

ARTICLE 14 Parliamentary Authority

Meetings shall be conducted in accordance with the rules contained in the current edition of *Robert's Rules of Order Newly Revised* in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or the UUP Constitution or any special rules of order which may have been adopted.

ARTICLE 15 Amendment and Ratification

Section 1 Bylaw amendments may be proposed by the Executive Board or by written petition of 10% of the membership.

Section 2 A proposed amendment shall be posted on the Chapter website or hosted by statewide with a link to the Chapter, with both the existing language and proposed change(s) along with the process used to conduct the vote, at least 30 calendar days prior to a regular or special meeting. The proposed amendment shall also be made available to the membership at the regular or special meeting. A vote on the proposed amendment shall be conducted: (a) during the meeting; or (b) at the conclusion of the meeting; or (c) following the meeting by mail to all members. The mail vote shall be conducted by either the Chapter or the statewide Constitution and Governance Committee. Chapter members shall have no fewer than 14 calendar days to return their ballots.

If the meeting to address an amendment to the bylaws is held virtually, the meeting must adhere to the same conditions as provided in Article 5, Section 3, and voting on the proposed amendment must meet the same conditions as provided in Article 5, Section 5.

Section 3 Proposed Bylaw amendments shall be approved by a majority of the members voting.

Section 4 Amendments to these Bylaws shall go into effect immediately upon adoption unless otherwise specified in the balloting.

Section 5 These Bylaws shall supersede all prior Bylaws. Upon ratification, a dated copy shall be sent to all members, or published online on the Chapter website, and sent to the statewide Secretary-Treasurer.

ARTICLE 16 Construction and Severability

Section 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 as necessary.

Section 2 A decision by a legal agency invalidating a clause, phrase, or section of these Bylaws shall not invalidate any other clause, phrase, or section.