

## Southern Illinois University Faculty Association Bylaws

### Article I - Name of the Organization and Purpose of the Organization

#### Section 1 - Name

The name of this organization will be the Southern Illinois University Carbondale Faculty Association (SIUCFA), an affiliate of the Illinois Education Association (IEA) and the National Education Association (NEA), and it will be referred to hereafter as the Association.

#### Section 2 - Purpose of the Organization

- A. To promote orderly and constructive relations between the Southern Illinois University Carbondale (SIUC) Faculty and the appropriate Administration representatives of SIUC, the SIU Board of Trustees, the Illinois Board of Higher Education, the General Assembly, and such other bodies as may influence the conditions of employment and the profession;
- B. To promote fair and equitable wages, working conditions, and benefits for the Faculty in the bargaining unit by entering into written collective bargaining agreements;
- C. To promote the fair resolution of disputes;
- D. To promote a University that respects and rewards Faculty contributions to teaching, research, and service;
- E. To promote academic freedom;
- F. To promote full Faculty participation in the governance of the University; and
- G. To promote the attainment of a diverse faculty and student body and to resist any unreasonable discriminatory practices in the hiring, promotion, or retention of faculty because of race, color, religion, gender, sexual orientation, age, national origin, disability, marital status, economic status, or political affiliation.

### Article II - Membership, Affiliation, and Non-Discrimination

#### Section 1 – Membership

Membership will be open to all Tenured/Tenure Track employees in the bargaining unit represented by the Association, retired Tenured/Tenure Track employees of SIUC, and supporters of the mission of the Association. Membership shall be effective upon approval by the Executive Committee, or designated staff member, and payment of dues specified by the IEA and NEA, and continues year to year on an automatic renewal basis. A continuing member terminates membership upon signed written notice to Association president or the IEA president. Electronic notice is not sufficient.

Acceptance of member in the Association shall automatically constitute a pledge on the part of each member to abide by and adhere to all decisions made and courses of action taken by the Association pursuant to the Bylaws.

#### Section 2 - Membership Categories

- Full Member – Full-time Tenure/Tenure Track Faculty in the bargaining unit at SIUC.
- Emeritus Member – Retired Tenure/Tenure Track Faculty from SIUC.
- Associate Member – Members who support the mission of the SIUCFA.

### Section 3 – Privileges of Membership

Full Members will have full membership services and privileges: voting, holding office, serving on committees and commissions, and serving as a delegate to IEA and NEA assemblies.

Emeritus Members will have limited membership service and privileges: serving on committees and commissions.

Associate members do not have voting rights but are invited to attend events and receive regular updates.

All members may participate in fringe benefits provided by the Association and related enterprises according to their membership classifications, and such other rights and privileges as are conferred through the Association governance.

### Section 4- Affiliation

This organization will be affiliated with, and comply with, the Bylaws of the Illinois Education Association and the Constitution and Bylaws of the National Education Association. If there are any conflicts or inconsistencies between these bylaws and the bylaws or constitution of the state or national organization, the state or national government documents will govern.

### Section 5 - Censure and Discipline

In the event a charge is filed against a member calling for the censure, suspension, or expulsion of the member, the Executive Committee shall conduct a due process hearing and rule on the charge. The decision of the Committee may be appealed to the IEA Review Board. The Association shall deny membership to an individual while that individual is denied membership in the IEA pursuant to NEA Bylaw 2-3d.

### Section 6 - Non-Discrimination

There shall be no discrimination in conditions of membership based upon race, color, religion, gender, sexual orientation, age, national origin, disability, political affiliation, marital status, economic status, or academic rank.

## Article III - Governance

### Section 1 - Executive Officers

The Executive Officers of the Association will be the President, Vice-President, Secretary, Treasurer, and Membership Chair.

### Section 2 - Executive Committee

The Executive Committee will consist of the Executive Officers plus the Regional Council Representative and the Chair of the Association's Representative Council.

### Section 3 - Representative Council

The Association's Representative Council will include at least one (1) elected Unit Representative from each basic academic unit. An additional representative may be elected for each basic academic unit that has more than twenty Full Members.

The members of the Representative Council shall be elected by a majority vote of the Full Membership in the basic academic units that they represent. Each basic

academic unit may elect an Alternate Unit Representative who will serve in place of the elected Unit Representative(s) should the elected Unit Representative be unable to attend a Representative Council meeting.

Executive Officers of the Association are non-voting ex-officio members of the Representative Council. The Regional Council Representative is a voting ex-officio member of the Representative Council. Chairs of standing committees, by virtue of chairing standing committees, are non-voting ex-officio members of the Representative Council.

#### Article IV - Executive Officers

##### Section 1 - Duties

###### A. President.

The President shall preside at all meetings of the General Membership and the Executive Committee; shall appoint the chairpersons and members of all Committees, subject to the approval of the Executive Committee; shall appoint the Association Parliamentarian; shall make all other appointments unless otherwise indicated in these Bylaws; shall be a non-voting ex-officio member of the Representative Council and of all committees; shall make reports from the Executive Committee to the Representative Council; shall present resolutions of the Executive Committee to the Representative Council; and shall be the chief spokesperson of the Association. The President shall also have the power and the duty to enforce and interpret the Bylaws, sign contracts and agreements, cause a budget to be constructed and an annual audit to occur. Further, the President will have the power and duty to perform all acts generally associated with the nature of the office and such other duties applicable to the office as prescribed by the parliamentary authority adopted herein which are not inconsistent with the Bylaws.

###### B. Vice-President.

The Vice-President shall assist the President in the performance of their duties; shall assume the powers and duties of the President in the President's absence or other temporary inability to perform them; shall succeed to the office of President pursuant to the Bylaws; and will otherwise have such powers and duties as may be assigned by the President.

###### C. Secretary.

The Secretary shall maintain a permanent record of all meetings of the General Membership of the Association, and of the Executive Committee; shall distribute to the membership the agenda and minutes of membership and Representative Council meetings; shall serve as Association Historian; and shall also notify members of regular and special meetings.

###### D. Treasurer.

The Treasurer shall keep a financial record of the organization; shall keep accurate records of expenses and income; report such records and current financial statements at Executive Committee and Representative Council meetings and meetings of the membership; shall be responsible for collection of revenue and disbursement of funds as authorized by the Executive Committee; shall present a financial report at the annual meeting of the membership in the Fall

semester; and shall present an annual budget in the Spring semester for approval by the Representative Council. The Treasurer shall be responsible for the payment of bills, and, with the help of the Membership Chair, for transmitting dues to the IEA as per IEA policies.

E. Membership Chair.

The Membership Chair shall maintain records of membership; shall communicate dues amounts to the University payroll department for payroll deduction; shall update and return membership rosters to IEA; and shall work with the Treasurer to transmit dues to the IEA per IEA policies. The Membership Chair will also chair the Membership Recruitment and Retention Committee.

Section 2 - Terms and Transfer of Records

- A. Terms. The term of office for Executive Officers will commence on the first day of classes of the Fall semester. The term will be two year(s) and until a successor is elected. Officers may succeed themselves.
- B. Transfer of Records. Each officer shall transfer records to the Association within ten (10) days of leaving office.

Section 3 - Vacancies

Vacancies of occurring by reason of death, resignation, incapacity or other disqualification shall be filled as follows:

- A. President. A vacancy in the office of the President will be filled by the Vice-President for the remainder of the unexpired term.
- B. Other Officers. If the vacancy occurs in any other office, the President shall appoint a successor for the remainder of the unexpired term, with the consent of the majority vote of the Executive Committee.
- C. President and Vice-President. If a vacancy occurs in both the office of the President and of Vice-President, the Secretary or Treasurer, the one who has served the greatest time as a voting member of the Executive Committee shall assume the President's duties until an election is conducted by the Elections Committee within sixty (60) days to complete the unexpired terms.

Section 4 - Recall

Any Executive Officer may be removed by a two-thirds (2/3) vote of those Full Members voting at a membership meeting when a majority of the Full Membership is present. Such recall election will be conducted by the Elections Committee within 20 school days of receipt of a petition stating the specific grounds of the recall and containing the signatures of thirty (30) percent of the Full Membership.

Article V - Regional Council Representatives and Alternates

Section 1 - Duties

IEA Regional Council Representative(s) shall attend the regional council meeting, represent the Association and report Council activities to the Executive

Committee or Representative Council and membership as necessary.  
In the event that a Regional Council Representative will be absent from a Regional Council Meeting, an alternate shall attend instead.

#### Section 2 - Election, Terms, and Recall

The election of a Regional Council Representative(s) and alternate must be as prescribed by the IEA Bylaws. A Regional Council Representative or alternate may be removed by a two-thirds (2/3) vote of those Full Members voting at a membership meeting when a majority of the Full Membership is present. Such recall elections will be conducted by the Elections Committee upon receipt of a petition stating the specific grounds of the recall and containing the signatures of thirty (30) percent of the Full Membership.

#### Section 3 - Vacancies

In the event of a vacancy in the office of Regional Council Representative or alternate, the remainder of the unexpired term must be filled in the manner of the original election as prescribed by the IEA Bylaws.

### Article VI - Executive Committee

#### Section 1 - Duties and Powers of the Executive Committee

The Executive Committee shall conduct and supervise the business of the Association and to carry out the policies promulgated by the Full Membership and the Association's Representative Council. The Executive Committee may act for the Representative Council between meetings, with the understanding that its actions may be reviewed and reversed by the Representative Council according to the policy-making function of that body, at the latter's next regular meeting, or at a special meeting called for that purpose. The Executive Committee shall call upon the IEA Director of Business Services to conduct a financial review or audit should they determine circumstances warrant such.

#### Section 2 - Meetings of the Executive Committee

All meetings shall be open to the Full Members of the Association, except when a closed meeting is required to deal with confidential, legal, and other such matters. Any member may attend and speak, either on an agenda item or on a matter of New Business.

- A. Quorum. A majority of the members of the Executive Committee must be present to conduct business, and majority vote shall rule.
- B. Regular Meetings. The Executive Committee shall meet at least twice a month during the regular academic year and can meet as many additional times as necessary or reasonable to transact its business.
- C. Special Meetings. Special meetings of the Executive Committee may be called by the President or upon petition to the President of any two members of the Executive Committee. Except in cases of emergency, at least seven (7) days notice must be given to all Executive Committee members and business must be limited to that contained in the notice.
- D. Electronic meetings of the Executive Committee may be scheduled in lieu

of in-person meetings when public health emergencies have been declared or as otherwise determined necessary by the Association President. Quorum requirements remain in effect for electronic meetings.

## Article VII - Association Representative Council

### Section 1 - Duties

- A. The Representative Council shall be the policy-making body of the Association in matters pertaining to bargaining, and to changes in the existing contract. This includes developing contract proposals during the period leading up to bargaining; advising and consulting with the Bargaining Team during the period of negotiations; and approving changes to the negotiated agreement during the life of the contract, or referring significant contract changes to the Full Membership for ratification.
- B. The Representative Council shall be the policy-making body of the Association in enforcing the existing contract and responding to violations of the contract by the Administration.
- C. The Representative Council shall make policy in non-contractual matters pertaining to the internal business of the Association. The Representative Council shall consider common problems of membership, recruitment, grievance procedures, and other unit issues that may arise, and it shall coordinate training of Representatives.
- D. The Representative Council is responsible, with the Contract & Negotiations Committee, for monitoring the University's budget and for conducting research on ways and means for improving faculty wages, hours, and working conditions.
- E. The Representative Council is responsible, with the Contract & Negotiations Committee, for monitoring faculty fringe benefits and for conducting research on the availability and costs of benefits.
- F. The Representative Council shall help the Executive Committee to recruit members to serve on the Association's Standing Committees. All appointments to Standing and Ad Hoc Committees by the Executive Committee shall be subject to approval by the Representative Council.
- G. The Representative Council shall adopt an Annual Budget consistent with the IEA and NEA Bylaws and Policies in the Spring Semester prior to the commencement of the relevant fiscal year.
- H. Recommendations of Standing and Ad Hoc Committees and of the Executive Committee shall be presented to the Representative Council for action.
- I. Any member of the Representative Council may present resolutions for action.
- J. Any member of the Association may address the Representative Council.

### Section 2 - Officers of the Representative Council

The Representative Council will have the following officers: Chair, Vice-Chair, and Secretary. The Chair of the Representative Council will be elected by the Full

Members of the Association; the Chair's term will be the same as that of the Association's Executive Officers; the Chair of the Representative Council will serve as a voting member of the Executive Committee and as a voting member-at-large of the Representative Council. The Chair will call and preside over meetings of the Representative Council; if a vacancy occurs in the office, the President, with the consent of the majority vote of the Executive Committee shall appoint a successor until a special election can be held or until the remainder of the unexpired term, whichever is sooner. The Representative Council will elect its Vice-Chair and Secretary from among the representatives at its first meeting of each academic year. The Vice-Chair will assist the Chair in presiding over meetings of the Representative Council; the Secretary will record the minutes of meetings of the Representative Council.

### Section 3 - Terms and Election of Representatives

Each Representative shall serve a renewable two-year term of office. Representative Council general elections (and special elections in the event of vacancies) shall be the responsibility of the Elections Committee. Only Full Members in each basic academic unit are eligible to vote for, or be elected as, a representative of that unit to the Representative Council. The Elections Committee will structure the election of Representative Council members so that approximately half are elected in even number years and half in odd years.

### Section 4 - Minority Representation

The Representative Council shall contain ethnic-minority representation at least proportionate to the Association's ethnic-minority membership. If the ethnic-minority representation is not proportionate, the Association may create an at-large ethnic minority position(s) in proportion to the Association's ethnic-minority membership, elected by the Full Members of the Association.

### Section 5 - Vacancies

If a vacancy occurs among Representatives, a special election shall be held within the respective basic academic unit.

### Section 6 - Recall

Any Representative Council member may be removed by a two-thirds (2/3) vote of those members voting from the basic academic unit represented by that Council member, provided a majority of the Full Membership from the unit votes. Such recall elections will be conducted by the Elections Committee within twenty (20) school days of receipt of a petition stating the specific grounds of the recall and containing the signatures of thirty (30) percent of the eligible voters.

### Section 7 - Meetings of the Association Representative Council

A. Quorum. A majority of the voting members of the Representative Council must be present to conduct business, and a majority vote of those present will rule.

B. Regular Meetings. The Representative Council shall meet once a month during

the academic year, except in periods of contract negotiation, when the Association President may ask the Representative Council to meet more often. Meetings shall be open to the Full Members of the Association and the date, time, and place of such meetings shall be known to the general membership, except when a closed meeting is required to deal with confidential, legal, and other such issues.

C. Special Meetings. Special meetings may be called by the Association President or the Chair of the Representative Council, or may be called upon the written request of a majority of the members of the Representative Council. Except in cases of emergency, at least fourteen (14) days' notice must be given to all Representative Council members and business must be limited to that contained in the notice

D. Electronic meetings of the Representative Council may be scheduled in lieu of in-person meetings when public health emergencies have been declared or as otherwise determined necessary by the chair of the Representative Council. Notice requirements, as otherwise required for regular and special in-person meetings, still apply. Quorum requirements for conducting business and voting remain in effect for electronic meetings.

## Article VIII - Bargaining, Bargaining Team, and Contract Approval

### Section 1 - Role of the Representative Council

In the lead up to bargaining, the Representative Council will canvass the Full Membership to determine Association concerns and priorities for contract negotiations. The Representative Council shall aid in the development of contract proposals, and the initial package of proposals shall be subject to the approval of the Representative Council. The Representative Council shall play a central role in the negotiating process by communicating the needs and wishes of the general Full Membership directly to the Bargaining Team, which will keep the Representative Council apprised of the progress of negotiations and will consult the Representative Council at regular intervals about upcoming decisions and agreements in the negotiation process.

### Section 2 - The Bargaining Team

The Bargaining Team, consisting of no more than five (5) Association Full members and one (1) IEA staff, shall represent the Faculty in negotiations with the Administration. The Team shall be appointed by the President of the Association with the approval of the Executive Committee, based solely on their judgment as to the qualifications of the individuals.

### Section 3 - Contract Approval

Once a tentative contract has been negotiated by the Bargaining Team, the Representative Council shall vote on it, and that vote shall be communicated directly to the Full Membership. Final approval of any negotiated contract shall be by a simple majority vote.

## Article IX - Elections



## Section 1 - Elections Committee

A. Composition. No person running for office may serve on the Elections Committee for that election. The Elections committee shall consist of five (5) Full Members of the Association. These members shall be recruited and appointed by the Representative Council for three-year staggered terms. The Elections Committee shall elect its Chair from among its members.

B. Duties. The Elections Committee shall establish procedures subject to the approval of the Executive Committee for nomination of candidates, dissemination of notices concerning the election and conduct of the election, tabulation of the ballots consistent with procedures established by the IEA Elections Committee, and reporting of election results. The Elections Committee will also hear initial election challenges.

C. Vacancies. Should a vacancy occur on the Elections Committee, whether because a member becomes a candidate for office or for any other reason, the vacancy will be filled in the manner of the original appointment.

## Section 2 - Election Procedures

A. Calendar. The Executive Officers, the Regional Council Representative, and the Chair of the Representative Council shall be elected by the Full Members of the Association by the end of the spring semester every two years. The Elections Committee will establish a calendar each year for nominations and election of Association IEA RA and NEA RA delegates.

B. Conduct. All elections will be conducted by open nomination and secret ballot. Executive Officer candidates may have included with the ballot a statement not to exceed two hundred words stating their qualifications for the office and their platforms. That candidate who receives a majority of the votes cast for a particular position will be declared the winner. In the event of a runoff election, that election shall be conducted by the Elections Committee.

C. Nominations. Reasonable notice will be given for nomination to all offices to be filled. Notice will include time, place, and method for submitting nominations. Nominations for the various offices may be made by a Full Member who files with the Elections Committee a declaration of nomination. Those making such a declaration must assure the Elections Committee that the individual nominated will in fact accept the nomination prior to sending forth the nomination to the Elections Committee. Individuals may also nominate themselves.

Candidates may be declared elected when the number of nominated candidates equals the number of positions available, except for the IEA RA and NEA RA delegate elections and any other position where a write-in provision is required.

D. Write-In Provisions. A write-in provision is required if the number of declared candidates is less than the number of positions available and required for IEA RA and NEA RA delegate elections.

E. Eligibility. All Full Members in the bargaining unit shall have the opportunity to run for and vote in any election representing active members.

F. Notice. A fifteen (15) day notice of local elections will be given by posting

or by other means.

G. Consistency. All election procedures will be consistent with Regional, State and Federal requirements.

H. Use of Dues. No dues may be used in support of a candidate for any Local, Regional, State or National office.

I. Offices Governed by this Article. All Local Officers, Regional Council Representatives, Delegates to IEA Representative Assembly, and Delegates to NEA Representative Assembly.

J. Runoff Elections. In the event that there is no candidate who has received a majority of the votes cast for a particular office, the Elections Committee shall immediately conduct a runoff election between the two (2) candidates who had received the highest number of votes for that office. However, elections for Delegates to the IEA and NEA Representative Assemblies shall be decided by plurality votes, except where a candidate is elected as a delegate by virtue of being elected as a local officer. Runoff elections will be run in the same manner as the original election.

K. Results of the Election. Time and place of final tabulation of the Executive Officer election ballots will be announced by the Elections Committee. Any and all Full Members of the Association are encouraged to attend, observe, and participate in final tabulations. Results will be published to the Full Membership within two (2) days of final tabulations.

### Section 3 - Election Challenges

Any Full Member desiring to challenge the conduct of any election must file a written challenge according to the procedures as follows:

A. Local Level - Initial challenges to all local elections governed by this Article will be filed with the Local Elections Committee. Such challenges must be made no later than 10 calendar days of issuance of the election results.

B. Region, State and National Level - Consult the region, state, and national governing documents for additional challenge procedures and timelines, especially for offices which serve as delegates to the IEA and NEA Representative Assemblies.

### Article X - Arbitration and Grievance Appeal

The Association is committed to fair representation of all persons within the bargaining unit, regardless of Association membership, as required by law. The Executive Committee shall decide whether or not a grievance will be processed to final and binding arbitration. Recommendations should be provided to the Executive Committee from the Grievance Committee. The affected bargaining unit individual (or a designated representative if there is more than one grievant) has a right to address the Executive Committee before the Executive Committee decides whether to take the matter to arbitration.

### Article XI - Committees

#### Section 1 - Appointment

With the exception of the Membership Chair, the President, with recommendations from the Representative Council and Executive Committee, shall appoint members to standing and ad hoc committees, subject to the consent of the majority of the Executive Committee. The Membership Chair is to be elected by the Full Membership.

## Section 2 - Standing Committees

In addition to the Executive Committee and the Elections Committee, the three following standing committees are established for the management of the Association: Contract & Negotiations Committee; Grievance Committee; and Membership Committee.

The Contract & Negotiations Committee, the Grievance Committee, and the Membership Committee will provide support to the Executive Committee and the Representative Council. The Representative Council shall exercise its judgment about the procedures to be employed in operation and function of the committees, and in allocating staggered terms of standing committee members. All members of the standing committees shall take office beginning on the first day of classes of the Fall semester and serve until their successor assumes office.

## Section 3 - Contract & Negotiations Committee

The Contract & Negotiations Committee shall consist of a chair appointed by the President from among the Full Membership, and no fewer than 3 persons recruited from among the Full Membership with the help of the Representative Council. The Contract & Negotiations Committee shall explore and prepare programs as necessary in all areas of employee welfare, contractual and otherwise. This committee shall solicit input both from the Representative Council and from the membership as a whole. The chair of this committee, by virtue of chairing the committee, is a non-voting ex officio member of the Representative Council. The Bargaining Team is separate from the Contract & Negotiations Committee, though members may serve on both the Contract & Negotiations Committee and the Bargaining Team. The Bargaining Team will be appointed by the President with consent of the Executive Committee in the lead up to negotiations. (See also Article VIII - Bargaining, Bargaining Team, and Contract Approval.)

## Section 4 - Grievance Committee

The Grievance Committee shall consist of a chair appointed by the President from among the membership, and no fewer than 3 persons recruited from among the membership with the help of the Representative Council for three-year staggered terms. The Grievance Committee shall make recommendations whether to arbitrate grievances to the Executive Committee. The Grievance Committee shall advise bargaining unit members in filing grievances, and it shall recommend to the Representative Council, the Bargaining Team, and the Executive Committee ways and means to improve dispute resolution processes between the faculty and management personnel. The chair of this committee, by virtue of chairing the committee, is a non-voting ex officio member of the Representative Council, and

also will attend Executive Committee meetings to make reports on pending disputes and grievances.

#### Section 5 - Membership Committee

The Membership Committee shall consist of a chair elected by the Full Membership, and no fewer than 3 persons recruited from among the membership with the help of the Representative Council for three-year staggered terms. The Chair shall appoint a committee member to be responsible for maintaining membership records, and two or more committee members to be responsible for recruitment and retention - including educating the faculty about the benefits of Association membership. The committee shall make recommendations to the Representative Council and Executive Committee about ways and means to maximize membership in the Association. The chair of this committee is an elected officer of the Association, and thus a voting member of the Executive Committee; the chair of this committee is also, by virtue of chairing this committee, a non-voting ex officio member of the Representative Council.

#### Section 6 - Ad Hoc Committees

Ad Hoc Committees shall be appointed by the President, with the advice and consent of the Representative Council, as they are deemed necessary by the President for accomplishing the work of the Association. Such special committees are to be appointed only for a specific purpose and for a specified period of time. The members of such committees shall be selected from the general membership with no more than one member from the Executive Committee. Members of the Executive Committee are not to serve as chairs of ad hoc committees. Potential ad hoc committees include: Benefits, Budget, Faculty Welfare, Health and Safety, Legislative Issues, Public Information, Student Relations, Teaching and Research, and Gender, Diversity, Equity, and Inclusion Issues.

#### Article XII - Paid Personnel

Paid personnel of the Illinois Education Association are responsible for providing assistance and training to Association leaders and to the membership, for facilitating the work of the Association, and for implementing Association policies and programs. In no case shall paid personnel make policy statements on behalf of the Association without the approval of the appropriate elected officers; nor shall they carry out policy decisions without the full knowledge, concurrence, approval, and direction of the Association's duly elected officers.

#### Article XIII - Powers and Meeting of the General Membership

##### Section 1 - Powers

Ultimate authority in the Association originates with the Full Members and is delegated to the Representative Council and the Executive Committee. The Full Members empowers the Representative Council to propose policies, and the Executive Committee to implement them. However, policy matters may be

initiated by any one of the Association's three bodies: the Full Membership, the Representative Council, or the Executive Committee.

#### Section 2 - Regular Meetings of the General Membership

The Annual Meeting of members shall be held at such time, place, and date within the first 30 days of the Fall semester as may be fixed by the President. The President shall prepare the meeting agenda and preside at the meeting. A budget shall be adopted annually by the Representative Council that will include at least \$3 per member for arbitration, mediation, and fact-finding. Any member may place an item on the agenda by notifying the President in writing at least one week before the scheduled Annual Meeting or may raise the item from the floor under the heading of New Business.

#### Section 3 - Special Meetings of the General Membership

Special meetings of the membership may be called by the President, a majority of the Executive Committee, or a petition by thirty (30) percent of the Full Membership. Except in case of emergency, at least ten (10) days' notice shall be given for special meetings. The Secretary shall notify the membership of special meetings as soon as possible.

#### Section 4 - Notice of Membership Meetings

Unless waived, notice of each annual or special meeting--stating the date, time, place, purposes, and agenda of the meeting--shall be given by mail or email to each Full Member not less than ten (10) days before the meeting. If mailed, such notice shall be directed to members at their address on the records of the Association. Notice shall be deemed waived by any member who shall participate in such meeting without protesting the lack of proper notice prior to, or at the commencement of the meeting. Any member may, either before or after any meeting, waive any notice required to be given.

#### Section 5 - Place of Membership Meetings

Annual and special meetings of members shall be held at a place designated by the President.

#### Section 6 - Electronic Meetings of the General Membership

Electronic meetings of the membership may be scheduled in lieu of in-person meetings when public health emergencies have been declared or as otherwise determined necessary by the Association President. Electronic meetings may include telephone conference, videoconference, webinar, or other method of communications, provided all participants are able to communicate with all other participants. Notice requirements, as otherwise required for regular and special in-person meetings, still apply. Quorum requirements for electronic meetings remain in effect. Those who join the electronic meeting should be counted towards a determination of a quorum. All participants in the electronic meeting must be able to communicate with all other participants. Minutes must be kept, adding in the additional details of how the electronic meeting was conducted.

## Section 7 - Quorum at General Membership Meetings

One fifth (1/5) of the Full Membership of the Association shall constitute a quorum for the transaction of business at a meeting. The act of a majority of Full Members present at a meeting at which a quorum is present shall be the act of the body. A majority of the Full Members present, whether or not they constitute a quorum, may adjourn such meeting from time to time until a quorum is present.

## Article XIV - Voting

Unless otherwise stated in these Bylaws, all issues put to a vote before any body or committee herein shall be decided by majority vote of the Full Members present and voting. Each Full Member shall have one (1) vote. Voting by Full Members may be conducted by ballot, in-person, by mail, or electronic means. Electronic voting may consist of voting by email or other electronic means and notice shall be given to Full Members at least five (5) days before the vote and voting remains open for at least five (5) days after the distribution of the electronic ballot, provided that the number of votes cast constitutes a quorum. Any Full Member may vote by proxy in a ballot or in-person vote provided the vote is in writing and signed by such member.

## Article XV - Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the proceedings of the Association in all cases to which they are applicable and in which they are not inconsistent with the bylaws of NEA, IEA, these Bylaws, or any special rules of order the Association may adopt.

## Article XVI - Notice

Wherever the word "notice" is used, notice may be given by personal delivery, on paper, electronically or other method to reasonably assure receipt by the necessary parties.

## Article XVII - Fiscal Year

The fiscal year of the Association shall be the twelve-month period ending on June 30th.

## Article XVIII - Conflict of Interest

An officer or committee member having a conflict of interest or a conflict of responsibility on any matter involving the Association and any other business or person shall refrain from voting on such matter. No officer or committee member shall use her or his position as an officer of the Association for her or his own direct or indirect financial gain. It is the duty of all committee members to inform the President of any conflict of interest perceived by them.

## Article XIX - Dues

Local dues will be established by the Representative Council. The IEA-NEA dues will be transmitted to the IEA-NEA pursuant to IEA-NEA policies. The books and records of the organization will be open to inspection by any member upon

reasonable request.

Article XX - Savings Clause

In the event a portion or portions of these Bylaws are found to be inconsistent with state or federal law, such portions to the extent that they violate the law will be deemed deleted and of no force and effect.

Article XXI - Amending Procedures

Proposed revisions of these Bylaws must be submitted by the Executive Committee to the Full Membership at a regular or special meeting and a two-thirds (2/3) vote of those present will rule, provided that all Full Members of the Association have been sent notice of the date and place of the meeting and the proposed revision(s) at least fourteen (14) days prior to the meeting. The Association shall review its bylaws at least once every five (5) years to ensure compliance with the IEA and NEA Bylaws. A copy of the amended bylaws will be immediately sent to the IEA Executive Office.

Amended: March 2022