

# **MINNESOTA STATE UNIVERSITY ASSOCIATION OF ADMINISTRATIVE AND SERVICE FACULTY**

## **STATE CONSTITUTION**

### ARTICLE ONE: NAME AND PURPOSE

Section 1: Name: The Name of the organization shall be the Minnesota State University Association of Administrative and Service Faculty, hereinafter called MSUAASF or the Association.

Section 2: Purpose: The purposes of this organization shall be to:

- A. Govern the affairs of MSUAASF through a statewide and local chapter organizational structure;
- B. To organize or cause to be organized campus associations as defined in the bylaws;
- C. To promote the welfare of administrative and service faculty;
- D. To conduct bargaining negotiations and statewide meet and confer on behalf of MSUAASF;
- E. To encourage membership and active participation in MSUAASF;
- F. To conduct appropriate MSUAASF meetings and elections;
- G. To set policy and procedures for the Association;
- H. To conduct the day-to-day financial and organizational affairs of MSUAASF;
- I. To promote the exchange of information pertinent to both association and professional interest;
- J. To provide participation in higher education shared governance and committee activity.

### ARTICLE TWO: ORGANIZATIONAL STRUCTURE

Section 1: Structure: MSUAASF shall consist of two levels of organization, a state level and a local chapter level.

Section 2: Local Chapter Constitutions: Local chapters shall exist at each of the campuses and shall have separate constitutions and bylaws. No Campus Association constitution, however, shall have a clause in it which is contradictory to the state constitution. Campus Associations shall submit their constitution and bylaws to the state secretary for review and for the permanent record. Campus Association changes shall also be sent to the State Secretary. -Until changed through a by-law, a campus association shall consist of the bargaining unit members at each of the Minnesota located state universities.

### ARTICLE THREE: STATE LEVEL STRUCTURE

State MSUAASF Constitution ratified May 18, 2017. State MSUAASF Bylaws ratified June 1, 2017.

Section 1: Organization: The state governing body shall be comprised of a Board of Directors, hereinafter referred to as the Board. The Board's membership shall be comprised of each Campus Association President, the State Executive Committee, and the chairs of the Legislative Affairs and Membership-committees.

Section 2: Elected State Officers: There shall be a president, vice president, secretary and treasurer.

Section 3: Terms of Office: The president, vice president, secretary, and treasurer shall be elected in state-wide elections and shall serve two year terms (beginning on July 1 of the even numbered years) or until a successor is certified by the Board. An elected state officer may only hold one elected office at a time. The president and vice president may only serve up to two consecutive terms in any particular office. In addition, the president and vice president may serve additional consecutive years in an office if she/he entered that office by Board appointment or succession to fill an unexpired term. The secretary and treasurer may be elected by the membership to more than two consecutive terms.

Section 4: Executive Committee: The Executive Committee shall be comprised of the four elected state officers, the immediate past president, chief negotiator, and the state grievance officer. The exclusive representative's Business Agent will also serve as an ex-officio non-voting member. The Executive Committee shall conduct the affairs of the State Association when the State MSUAASF Board is not in session. Formal actions taken shall be subject to confirmation by the State Board at its next regular or special meeting. Executive Committee meetings may called by the President as needed. Meetings shall also be held when requested by a majority of the committee members. Minutes of or a report on any action taken by the Executive Committee shall be sent to the campus association presidents within 14 days of the conclusion of the meeting or of the action taken by the committee.

Section 5: Board Members: All campus association presidents serve on the State Board of Directors unless a proxy is identified, and they shall serve at the pleasure of their members. Their election, length of office and removal shall be specified in each Campus Association constitution and bylaws. Each year by July 1 each Campus Association president shall certify to the State President and Secretary the name and email address of the incoming local chapter president for the fiscal year if there is a change.

The Immediate Past President shall serve until a new President takes office and the member leaving office becomes the Immediate Past President. In the event that the Immediate Past President is not able to or is ineligible to serve on the Board, the most recent past President shall then serve on the Board.

The state grievance officer, and chairs of the Statewide Legislative Affairs, and Membership Committees shall serve at the pleasure of the State Board of Directors. The Chief Negotiator shall serve at the pleasure of the Negotiations Committee.

All Board members must be members in good standing of the association.

Section 6: Duties of the Officers and Directors: See the by-laws of MSUAASF.

Section 7: Replacement: The Board of Directors shall replace any officer for the remainder of a term by a majority vote when a vacancy occurs through resignation, death or removal, except that the State Vice President replaces the State President.

Section 8: Removal of officers: Elected officers of the State Association may be submitted to a recall ballot upon the petition of the members, which contains the signatures of one-third of all members in good standing as of the date of the petition; see bylaws for proper procedure under Officer Recall.

A recalled elected state officer shall not serve on the Board of Directors for five years.

Section 9: Committees:

There shall be six standing committees: the Executive Committee, Statewide Meet and Confer Committee, Nominations and Elections Committee, Negotiations Committee, Audit Committee, and Statewide Legislative Affairs Committee.

Special committees may be established by the Board or Executive Committee as needed. Their composition and functions shall be specified when established.

A. Statewide Meet and Confer Committee: This committee shall be comprised of State Board of Directors and other members related to the Meet and Confer agenda as determined by the Board. Minutes of the meetings shall be sent to the statewide meet and confer committee within 14 days of the conclusion of the meeting.

B. Nominations and Elections Committee: This committee shall be comprised of three Board members who are not elected officers of the Association and who are not on the same campus. The committee shall be responsible for conducting all statewide balloting for the Association. This shall include: officer elections, recall elections, constitutional amendment balloting, initiative and referendum balloting, and the master contract ratification balloting. It will also be the duty of the committee to serve as a nominating committee for all officer elections and State Board appointed positions. The process to be followed is contained in Article Seven of the Constitution and in the By-Laws.

C. Negotiations Committee: This committee shall consist of one member from each campus association. In addition, the State President (or designee), the State Grievance Officer and the exclusive representative's Business Agent. Campus Negotiators and alternates will be elected and certified to the Board by the time of the fall Board meeting--Additional at-large Negotiations Committee members may be added by decision of the Board. A motion to increase the size of the committee shall require a majority vote of the full membership of the Board. At-large members shall not exceed 3. Negotiators will serve for the duration of the contract negotiations process. Any Campus Association representative vacancy will be filled and certified by the campus members in the same manner in which the representative was initially elected/selected. The Chief Negotiator shall be chosen from among the members of the Negotiations Committee and shall serve on the Board and the Executive Committee. The Business Agent assigned to MSUAASF by the exclusive representative shall serve as an ex-officio non-voting member of the Negotiations Committee. The Business Agent is eligible to serve as chief negotiator if elected by the committee members.

D. Audit Committee: The audit committee shall assist the State Board in fulfilling its oversight responsibilities related to the integrity of financial reporting, financial controls and compliance with legal and regulatory requirements, including the filing of the IRS form 990. The committee shall be composed of 3 or more State Board members appointed annually by the State Board chair and confirmed by the State Board, none of whom shall receive, directly or indirectly, any consulting, advisory or other compensatory fees from MSUAASF or the exclusive representative. The State Vice President will serve as committee chair and the committee shall meet at least one time annually to review financial statements, review accounting practices utilized by the State Board Treasurer and review the adequacy and effectiveness of internal controls related to State Board finances. Findings will be communicated to the State Board. The committee will also determine and recommend employment of an outside auditor when deemed necessary.

E. Statewide Legislative Affairs Committee: The purpose of this committee is to disseminate information about legislative issues of concern to the association and its members, encouraging members to be responsible citizens who are informed about and involved in the political process. This committee and chair shall also coordinate association lobbying with exclusive representative at the direction of the Board. This committee shall consist of one member from each of the campus associations as outlined in the by-laws of each campus association. The chair of the committee will be selected by the State Board of Directors and shall serve on the Board. The committee shall propose legislative goals/agenda to address the concerns of the statewide MSUAASF membership. The legislative goals/agenda shall be approved by the State Board of Directors at or before the Winter Board meeting.

#### ARTICLE FOUR: MEMBERSHIP

Section 1: Eligibility: Membership in MSUAASF shall be open to any person in a position designated in the bargaining unit as established by the State of Minnesota Bureau of Mediation Services.

Section 2: Good Standing: Persons shall be considered in good standing when they have paid membership dues as set by the state and local campus associations. A signed authorization to withhold dues via payroll deductions shall be considered a paid membership.

#### ARTICLE FIVE: STATE MEETINGS AND TRANSACTIONS OF BUSINESS

Section 1: Board Meetings: The State Board of Directors shall hold regular meetings at least biannually and shall establish its meeting schedule for the fiscal year during the first meeting of the year which shall be held within 120 days of the start of the fiscal year. The State President shall convene and chair Board meetings and may call special Board meetings when necessary. A special meeting shall also be called when requested in writing to the State President by at least two-thirds of the directors.

Meetings shall be open to all persons in the bargaining unit. Meetings can be closed only by a two-thirds vote of the Board and only to consider one specific, publicly stated item of business. Minutes of all Board meetings shall be made available upon request to any member in good standing.

The Board may also call statewide delegate assemblies representing all members in the bargaining unit. The delegate assembly shall consist of the State Board members and **up to** five (5) representatives from each campus appointed by the Campus Association President. Notice of a statewide meeting of the membership must be in writing and be at least two weeks prior to the meeting date. The State President shall act as chair of the delegate assembly. The purpose and agenda for the delegate assembly shall be spelled out by the State Board when calling for the meeting.

Section 2: Notification of Board Meetings: The State Secretary or the State President shall issue notification of all regular meetings of the Board at least ten business days in advance of the meeting. The notification shall include the date, meeting place and time.

Section 3: Quorum: A quorum for the transaction of official business at any meeting of the Board of Directors shall exist when a majority of the members are present.

Section 4: Authority: MSUAASF shall be governed by this constitution, by bylaws adopted by the Board which do not conflict with this constitution and by pertinent state and federal laws. Robert's Rules of Order (latest edition) shall govern the procedures at all meetings for all matters not covered by the constitution and bylaws.

Section 5: Extraordinary Circumstances: As determined by the Board, the president and/or the Executive Committee, the Board and its committees may conduct business of MSUAASF by mail, email or other appropriate means of technology/telecommunications. A quorum is required in these circumstances.

Section 6: Initiative and Referendum: Upon petition of one-third of members in good standing, any action of the Board of Directors shall be subject to balloting of the members. See bylaws for proper procedures under Initiative and Referendum.

Section 7: Elections and Balloting: Proper procedures for all elections and balloting shall found in the bylaws.

Section 8: Dues: Base dues shall be set in accordance with the exclusive representative, but the State Board and each Campus Association may levy additional fees.

Section 9: Expenditures: The State Board sets the spending policy and procedures for the state board level of the Association only. A fiscal year budget is proposed in the spring and adopted in the summer meeting.

Section 10: Fiscal Year: The fiscal year of the Association shall be determined by the Board of Directors and shall be contained in the by-laws. The fiscal year of the Association shall be July 1 through June 30 of the following year.

Section 11: Audit: The financial affairs of MSUAASF shall be audited by the Audit Committee annually using procedures established by the Board. Professional auditing services will be secured as needed based on the recommendation of the Audit Committee to the State Board

Section 12: Composition of the Executive Committee and the State Board of Directors upon a vacancy, for the purposes of voting

State MSUAASF Constitution ratified May 18, 2017. State MSUAASF Bylaws ratified June 1, 2017.

Whenever a vacancy occurs on the Executive Committee or the State Board of Directors, the total number of occupied offices will be used to determine the total composition for the purposes of determining the number of votes needed to enact official business.

#### ARTICLE SIX: MERGER, AFFILIATION OR DISAFFILIATION

This Association may not become a party to any merger or affiliation with any professional employee union or group except by majority vote of the Board of Directors and subsequent ratification of the majority of members representing a majority of the campuses as stated in this Constitution and consistent with applicable provisions in Minnesota law.

#### ARTICLE SEVEN: AMENDMENTS TO THE CONSTITUTION

Section 1: Amendments to the Constitution: All proposed changes to this constitution must be submitted in writing to the members in good standing.

Amendments may be proposed in two ways: (1) proposed and approved by two-thirds of the directors at a board meeting or; (2) a signed petition sent to the board with the signatures of one-third of the members in good standing.

If method #1 is used, the Board shall state the balloting timetable in the amendment motion. The balloting must take place within six months of passage by the Board. If method #2 is used, the balloting must take place within 30 calendar days from the validation date of the petitions unless the petition states a different timetable. The Executive Committee shall act on the validation of the petitions within 10 calendar days of receipt.

The balloting procedures to be used shall be contained in the by-laws.

Amendments are accepted if approved by 2/3 of the members voting in the election. All amendments shall take effect immediately upon the tallying of the ballots and the submission of the results, for certification, to the Board of Directors at their next meeting unless stated otherwise in the amendment proposal. A Board meeting shall be held within two weeks of the balloting to consider certification.

#### ARTICLE EIGHT: BY-LAWS

By-laws consistent with this constitution may be adopted by the Board of Directors. A by-law shall be in effect if voted for by a majority of the directors voting on the by-law at a Board meeting. In addition, by-laws may be enacted by the Executive Committee by a 2/3 vote subject to final acceptance by the Board at its next meeting. A by-law enacted by the Executive Committee shall be in effect upon acceptance by the committee.

#### ARTICLE NINE: INDEMNIFICATION

Section 1: Indemnification: The Association shall indemnify each member of the Board of Directors, the Association's officers and each of the members of its committees for the defense of civil actions  
State MSUAASF Constitution ratified May 18, 2017. State MSUAASF Bylaws ratified June 1, 2017.

or proceedings as hereinafter provided and notwithstanding any provision of this constitution in a manner and to the extent permitted by applicable laws. Refer to by-laws for scope and coverage.

State MSUAASF Constitution ratified May 18, 2017. State MSUAASF Bylaws ratified June 1, 2017.



**MINNESOTA STATE UNIVERSITY ASSOCIATION OF ADMINISTRATIVE  
AND SERVICE FACULTY**

**BYLAWS**

ARTICLE ONE: NOTIFICATION OF BYLAWS CHANGES

Section 1: Notification of Changes: All bylaws enacted or ratified by the Board of Directors shall be reported to the Campus Association presidents within 30 calendar days of passage for distribution to the members. Any bylaws enacted by the Executive Committee must be reported to the full Board of Directors and the campus association presidents within 7 calendar days of passage by the committee. Campus association presidents shall arrange for access to the by-laws for the members.

Section 2: Review of Constitution and Bylaws with State Board: The immediate past president will annually review the constitution and bylaws with the Board of Directors at the summer meeting.

ARTICLE TWO: LETTERS OF MEMORANDA OF AGREEMENT/UNDERSTANDING

Section 1: Letters/Memoranda of Agreement/Understanding: These may be entered into by the Association. Such documents may be signed by the Association President or other appropriate Association representative if accepted by a majority of the Board of Directors or if the matter requires an immediate response and it is not feasible for the Board of Directors to meet and take action, if approved by 2/3 of the Executive Committee. The State President shall also consult with the business agent assigned by the exclusive representative. The State Grievance Officer may also sign letters/ memoranda of agreement/understanding using the above process for grievance/personnel matters. Effective documents shall be communicated to the full Board of Directors within 14 calendar days from signing unless such documents refer to confidential personnel matters.

ARTICLE THREE: STATE ASSOCIATION OFFICER AND BOARD MEMBER DUTIES

The duties of the State Association elected officers (President, Vice President, Secretary, and Treasurer), other Executive Committee members (Immediate Past President, Grievance Officer and Chief Negotiator),-board-appointed positions (legislative chair and membership chair), and campus presidents/representatives shall be as follows:

Section 1: President:

- A. Serve as the chief executive officer of the Association.
- B. Represent the Association in matters dealing with the Board of Trustees of the Minnesota State Colleges and Universities and its staff, administration of the universities, Minnesota Legislature and committees/ commissions, Minnesota Department of Management and Budget, exclusive representative, other associations, and the Association members (full and fair share).

State MSUAASF Constitution ratified May 18, 2017. State MSUAASF Bylaws ratified June 1, 2017.

- C. Chair meetings of the State Board of Directors, State Executive Committee, and the State Meet and Confer Team.
- D. Appoint all committee members as required by the State MSUAASF Constitution.
- E. Oversee the annual Association budget as approved by the Board of Directors.
- F. Serve on or appoint a representative to the Negotiations Committee as required by the State MSUAASF Constitution.
- G. Insure, along with the Grievance Officer, that all members (full and fairshare) are properly represented according to law.
- H. Perform other duties as assigned by the Board of Directors.
- I. Serve as the key communicator for all MSUAASF-related issues both internally and externally.

Section 2: Vice President:

- A. The primary duty of the vice president is to provide backup support for the president. In the absence of the president or inability of the president to perform the duties of the presidency, the vice president shall assume the duties of the president.
- B. The vice president shall assist the president in carrying out her/his duties. Such assistance shall be rendered on an ad-hoc basis and shall be determined by mutual agreement of the president and vice president or by a decision of the Executive Committee.
- C. Coordinate the State MSUAASF committee appointment process for Association, Minnesota State, and other committees as appointments are required.
- D. Communicate with all MSUAASF committee representatives to assure that regular reports are submitted to the state board for regular Board of Directors meetings.
- E. Serve on the State Executive Committee, and State Meet and Confer Team
- F. Chair the Audit Committee.
- G. Perform other duties as assigned by the State Board of Directors or State Executive Committee.

Section 3: Secretary:

- A. Serve on the State Executive Committee and State Meet and Confer Team.

- B. Record, maintain, and distribute the minutes of all meetings of the State Board of Directors, State Executive Committee, and state meet and confer.
- C. Maintain a file of all campus association constitutions and by-laws.
- D. Maintain a file of all official state association documents including state constitution and bylaws, memorandums of agreement (MOAs,) memorandums of understanding (MOU's), election certifications, and other official documents as appropriate.
- E. Maintain the official roster of members of the State Board of Directors.
- F. In the absence of the President and Vice President; the Secretary shall perform the duties of the President.
- G. Perform other duties as assigned by the State Board of Directors or State Executive Committee.

Section 4: Treasurer:

- A. Maintain the financial records of the State Association. Pay all Association debts, obtain and deposit all Association receivables, obtain appropriate reimbursements from the exclusive representative, and reimburse Association members or campus associations as appropriate.
- B. Serve as a member of the State Executive Committee and State Meet and Confer Team
- C. Develop and administer the State Association budget in collaboration with the Board.
- D. Perform other duties as assigned by the State Board of Directors or the State Executive Committee.
- E. In the absence of the President, Vice President, and Secretary; the Treasurer shall perform the duties of the President.
- F. Responsible for the filing of all required state and federal tax paperwork.
- G. Arrange hotel, meal, meeting logistics for all state board functions in collaboration with the local campus president.
- H. Serve as ex-officio, non-voting member of the Audit Committee.

Section 5: Immediate Past President:

- A. Serve a key advisor to State MSUAASF President.

State MSUAASF Constitution ratified May 18, 2017. State MSUAASF Bylaws ratified June 1, 2017.

- B. Serve as a member of the State Executive Committee and State Meet and Confer Team
- C. Perform other duties as assigned by the State Board of Directors or the State Executive Committee.
- D. In the absence of the President, Vice President, Secretary, and Treasurer; the Immediate Past President shall perform the duties of the President.
- E. Assist the incoming president in orientation to the role and planning the summer officer training and board meeting.
- F. Review the constitution and bylaws with the Board of Directors at the summer meeting annually.

Section 6: Grievance Officer:

- A. Represent members (full and fair share) in grievance matters and other contractual related membership problems/matters.
- B. Assist/advise members regarding their rights and responsibilities under the collective bargaining agreement.
- C. Coordinate bargaining unit member grievance and other issues with the exclusive representative.
- D. Develop and administer Association policies and procedures regarding grievance matters.
- E. Advise and coordinate all grievance matters with the campus associations.
- F. Coordinate the grievance training process on the state and campus levels.
- G. Serve on the State Executive Committee, Negotiations Committee, and State Meet and Confer Team .
- H. Serve as liaison a between MSUAASF and Minnesota State and exclusive representative on MOA's and MOU's, as well as all grievance and contract interpretation matters.
- I. Perform other duties as assigned by the State Board of Directors or the State Executive Committee.
- J. Appointed by and serve at the pleasure of the State Board of Directors.
- K. In the absence of the President, Vice President, Secretary, Treasurer, and Immediate Past President; the Grievance officer shall perform the duties of the President.

### Section 7: Chief Negotiator:

- A. Chief Negotiator shall be elected by the State Negotiations Committee at its first meeting of the negotiations cycle and shall serve until the team for the succeeding session is assembled and a new chief negotiator is elected unless otherwise removed by a vote of the majority of the Negotiations Team. The Business Agent assigned by the exclusive representative is eligible to serve in this role if elected by the Negotiations Committee.
- B. Serve as a member of the State Executive Committee and State Meet and Confer Team
- C. Convene and direct the operation of the State Negotiations Team and process in cooperation with the Exclusive representative Business Agent.
- D. Serve as liaison between the Negotiations Committee and the State Board of Directors and the State Executive Committee.
- E. At the conclusion of the negotiations process, coordinate the contract presentation process to the members with the Negotiations Committee members and the local chapter presidents.
- F. Appoint the Negotiations Committee Clerk of the Works.
- G. Responsible for making sure that the final contract language is the same as agreed to by both teams at negotiations and for clarifying language issues as the final contract is being prepared.
- H. Work with the Executive Committee and the Negotiations Committee on new contract training.
- I. In conjunction with the President, convene the new negotiations team and serve as acting chair of the committee until a new chair is elected by the new Negotiations Committee.
- J. Perform other duties as assigned by the State Board of Directors or the State Executive Committee.
- K. In the absence of the President, Vice President, Secretary, Treasurer, Immediate Past President, and Grievance Officer; the Chief Negotiator shall perform the duties of the President.

### Section 8: Membership Chair:

- A. Appointed by and serve at the pleasure of the State Board of Directors.
- B. Serve on the State Board of Directors and State Meet and Confer Team.

- C. Work with the State Board and campus membership representatives to update and maintain the Association's website ([www.msuaasf.org](http://www.msuaasf.org))
- D. Update marketing materials and distribute to campus presidents and campus membership committees as needed.
- E. Collect and distribute each campus membership process for contacting new employees to promote membership to campus presidents and membership committees on campuses.
- F. Lead efforts to promote/provide services to the MSUAASF membership and promote professional development opportunities.
- G. Chair the Delegates Assembly planning committee
- H. Maintain the official membership records of the Association, through communication with exclusive representative and in collaboration with the treasurer.
- I. Assist members in resolving membership status questions in consultation with exclusive representative.
- J. Other duties as determined by the State Board of Directors.

Section 9: Legislative Affairs Chair:

- A. Appointed by and serve at the pleasure of the State Board of Directors.
- B. Serve on the State Board of Directors and the State Meet and Confer Team.
- C. Serve as the key representative on various legislative committees/work groups with other bargaining units, Minnesota State, and the exclusive representative..
- D. Work with the exclusive representative and/or other groups to plan and coordinate lobbying efforts in which members can participate.
- E. With the Statewide Legislative Affairs Committee, propose the annual legislative goals/agenda to address concerns of the MSUAASF membership that shall be approved by the State Board of Directors at or before the Winter Board meeting.
- F. Ensure that the State Board of Directors and Statewide Legislative Affairs Committee are promptly informed of legislative discussions and actions; coordinate efforts with the statewide membership to encourage communication with legislators as necessary.

- G. Other duties as determined by the State Board of Directors

Section 10: Campus Presidents/Representatives:

- A. Serve on the State Board of Directors and the State Meet & Confer Team.
- B. Vote on Association matters on behalf of the local campus membership.
- C. Communicate with local memberships in a timely manner regarding information passed on from the State Board of Directors, State Board meetings, State Meet & Confer meetings, Exclusive representative Local 320, etc..
- D. Solicit feedback from campus membership on statewide issues/concerns as needed.
- E. Solicit nominations from local campus membership for various statewide shared governance committees, work groups, etc. as necessary to represent the Association.
- F. Work with the Legislative Affairs Chair to ensure representatives from the campus participate in lobbying and legislative efforts.
- G. Work with the Membership Chair to ensure representatives from the campus attend the MSUAASF Delegate Assemblies.
- H. Work with the Grievance Officer to ensure grievance and steward training is provided for the local campus membership as needed.
- I. Be responsible for ensuring the reporting of fiscal year financial statement for each campus and confirmation of full share members.

ARTICLE FOUR: STATEWIDE ELECTION, BALLOTING PROCEDURES

Section 1: Balloting: All balloting shall be conducted by the Nominations and Elections Committee. The committee shall be responsible for preparing ballots coordinating the distribution and return of the ballots, counting the ballots, reporting the results to the Board and with regard to officer elections serve as a nominations committee.

- A. The committee may utilize the services of the exclusive representative for the distribution of the ballots and as a return point for ballots.
- B. As determined by the committee, the committee may also designate a ballot return location on each campus for elections as stated elsewhere in the by-laws.
- C. The committee, prior to an election, shall determine the actual distribution and return procedure for all ballots. This information shall be reported to the Board.

- D. All balloting shall be conducted by secret ballot. Only members in good standing as defined in the Constitution shall be permitted to vote. The official payroll deduction records/membership records of the exclusive representative shall be used to determine members in good standing. A signed membership application for new members in good standing shall also be proof of full membership status.
- E. Regardless of the ballot return location, committee members shall count the ballots and verify that the proper election procedures have been followed.
- F. The Board has the responsibility to certify the election and make sure that all appropriate procedures have been followed. In the event that the Board determines that a procedure has not been followed, the Board may take appropriate action including declaring the election null and void and having the election rerun.
- G. After any election, all ballots, petitions, etc. shall be given to the State Secretary once the election has been certified by the Board. The materials shall be retained as determined by the Board.

Section 2: Officer Elections – (Even Numbered Years):

- A. In fall of odd-numbered years, the committee shall meet to review the election process and to prepare a slate of candidates. The committee shall make every effort to nominate at least two members for each position. Members are encouraged to submit potential nominations to the committee. Only members in good standing may submit nominations to the committee and be nominated. The committee shall send out a call for nominations to the members. This may be done via e-mail, written notice, etc. and shall be distributed by campus association president. The notice will be posted on all official association bulletin boards.
- B. In late January, the committee will meet to finalize the slate of candidates. Potential nominees are to be contacted to verify interest in serving the Association. The slate of nominees shall be sent to each local chapter president for distribution to the members. This may be done via, e-mail, written notice, etc. The notice shall be posted on all official association bulletin boards. This must be done by February 1. The notice shall include information on the nomination petition process.
- C. In February, members in good standing may submit additional nominations by petition. Petitions must contain the signatures of at least 10% of the members in good standing of the association. A format shall be developed by the committee in advance. The petition must contain the office the member is being nominated for and the name of the nominee. Members signing the petition must include a signature and a typed or printed name. The petition must also include a statement from the nominee agreeing to be nominated.
- D. The petitions must be submitted to the committee by March 1. The committee will verify the names on the petitions. They may meet in person or by conference call to



finalize the slate. The committee shall present a final list to be placed on the ballot by March 5. In the event that at least two members are not available, the committee may present "no confidence" as a candidate per the Constitution. This should be avoided, if at all possible.

- E. The committee shall coordinate the preparation and distribution of the ballots. The ballots shall be mailed to all members in good standing at the home address on file with the exclusive representative. The mailing shall include a ballot with the order of names determined by random drawing, ballot instructions, and a summary statement by each of the candidates. A space will also be included for write-in votes. Members shall have at least 14 days to return the ballots. The process shall be completed prior to the date of the Spring Board meeting. The Committee shall report the results of the election at the spring Board meeting. At that meeting it will be the responsibility of the State Board of Directors to review the election procedure and vote on the certification of the election.
- F. The committee shall, if required, conduct a run-off election. The run-off election shall be held as stated in the Constitution using the election procedures stated in these by-laws and must be completed by May 15.
- G. If for any reason an election needs to be rerun (i.e. no confidence is the winner or the election is not certified), the preceding timeline will be followed using new dates established by the committee. The election will be completed by June 30.

### Section 3: Master Contract Ratification:

- A. After the tentative collective bargaining agreement has been accepted by the Negotiations Committee, a copy of the proposed contract shall be sent to each campus association president by receipted delivery for distribution to the members in good standing. The campus association president shall be responsible for arranging meetings to review the tentative collective bargaining agreement. A copy of the full contract shall be available for review and members in good standing will be provided a summary of the proposed contract changes prepared by the Negotiations Committee. Each campus association president shall work with the local chapter Negotiations Committee representative on the information distribution and meeting process.
- B. The Nominations and Elections Committee shall prepare a ratification ballot. Balloting may take place via the mail or in person on each campus. If the election is to be done via the mail, the same balloting process as stated in the by-laws for the state officer elections shall be followed. If in person balloting is to be used, members in good standing shall be notified of the balloting times and location by the campus association president. Members shall be given at least 72 hours prior notice and an absentee ballot process must be established for people not able to vote during the established hours for balloting.
- C. Balloting must be completed within 30 days of approval by the Negotiations Committee. The State Executive Committee, in consultation with the Negotiations

Committee, shall set the timeline for the master contract ratification process for a particular contract. The results shall be reported to the Board for certification. A conference call may be used in lieu of an in person meeting. The collective bargaining agreement is approved by the Association if accepted by at least a majority of the members voting in the election.

#### ARTICLE FIVE: OFFICER RECALL

Section 1: Petition to Recall: Officers of the State Association (president, vice president, secretary, and treasurer) may be submitted to a recall ballot upon the petition of the members in good standing containing at least 1/3 of all members in good standing.

- A. A petition may be submitted to any Board member. The person receiving the petition must report the receipt to the state president (and state vice president if the president is the subject of the recall petition). The Executive Committee must meet within 10 days of the receipt of the petition. The Executive Committee shall validate the petition. If validated, the Nominations and Elections Committee shall conduct the balloting.
- B. The Committee must begin the balloting process within 30 days of the original receipt of the petition. Balloting must be completed within 14 days of distribution by the Committee. The Committee shall coordinate the preparation of the ballot.

Section 2: Recall Ballot: Recall ballots shall contain the name of the officer who is the subject of the petition.

The question on the ballot shall state: "Shall \_\_\_\_\_ state association \_\_\_\_\_ be recalled?"

Yes \_\_\_\_\_ No \_\_\_\_\_

- A. The Committee shall coordinate (as in the officer election process) the ballot distribution. The services of the exclusive representative may be used for this process. Recall ballots shall be mailed to home addresses of the members in good standing as in the officer election process. Ballots may be returned to the Committee or to the exclusive representative. However, the ballots shall be counted by the Committee.
- B. Passing of the recall petition vote shall require a 2/3 vote of the members in good standing. The committee shall report the results to the Board at the next meeting to be held within two weeks of the ballot return date. The Board shall act on certifying the election. If certified, removal (if so voted by the members) is effective upon certification.

#### ARTICLE SIX: CONSTITUTIONAL AMENDMENTS

Section 1: Amendment Presentation: Amendments may be presented to the Association for consideration via signed petition or proposed by the Board as stated in the Constitution. If proposed by the Board, balloting timetable shall be stated in the proposal motion and shall in no State MSUAASF Constitution ratified May 18, 2017. State MSUAASF Bylaws ratified June 1, 2017.

case be longer than six months of passage by the Board. If presented via petition, balloting must take place within 30 days from the validation date of the petition by the Executive Committee, unless the petition states a different timetable.

- A. If a petition is submitted, the petition may be submitted to any Board member. The Board member receiving the petition shall make sure that the proper process is followed. The petition shall be given by the receiving Board member to the President. The same timeline as stated in the procedure for recall balloting shall be used for constitutional amendment balloting.
- B. The amendments must be made available to all members in good standing. The amendment will be given a title and date and that information will be used on the ballot. The date shall be the date that the petition was received by the Board member (if the petition method is used) or the date the amendment resolution was accepted by the Board.

Section 2: Ballot Question: The ballot question shall state:

"Shall the proposed constitutional amendment dated \_\_\_\_\_ be accepted? "  
Yes \_\_\_\_\_ No \_\_\_\_\_

Section 3: Ballot Results: An amendment is accepted if approved by 2/3 of the members voting in the election. The amendment shall take effect immediately upon certification by the Board unless otherwise stated in the Board motion or petition. A Board meeting for certification shall take place within two weeks of the conclusion of balloting. A conference call meeting may be used.

#### ARTICLE SEVEN: INITIATIVE AND REFERENDUM

Section 1: Petition for Initiative and Referendum: Any action of the Board shall be submitted to balloting of the members in good standing upon petition by 1/3 of the members in good standing.

- A. Petitions shall be submitted to the State President or State Secretary. Such petitions shall be validate and certified at the next Board meeting after receipt of the petition.
- B. The process for recall of state officers shall be used by the Elections and Nominations Committee for this type election, except as otherwise noted in the Constitution and these by-laws.
- C. Ballots shall be distributed within two weeks of petition certification by the Board. Members shall be given two weeks to return the ballots to the Committee.
- D. In order to be approved, the initiative or referendum must pass by 2/3 vote of the members in good standing who voted in the election. The action takes effect immediately upon certification of the election by the Board.

## ARTICLE EIGHT: STATEWIDE BALLOTING PROCEDURES – STRIKE AUTHORIZATION VOTE

Section 1: Initiation of Strike Authorization Vote: Upon recommendation of at least two-thirds of the members of the Negotiations Committee and two-thirds of the members of the State Board of Directors, the Nominations and Elections Committee shall conduct a strike authorization vote. Such recommendations shall only be made consistent with Minnesota Law and with the concurrence of the certified exclusive representative.

- A. The chief Negotiator shall prepare a document outlining the rationale for the strike recommendation. This document shall be sent to all members in good standing under the direction of the Nominations and Elections Committee.
- B. Each campus association president and campus negotiations committee representative shall arrange for informational meetings on each campus.

Section 2: Strike Authorization Balloting: The Nominations and Elections Committee shall prepare a strike authorization ballot. Balloting may take place via the mail or in person on each campus. If the election is to be done via the mail, the same balloting process as stated in the by-laws for the state officer elections shall be followed. If in person balloting is to be used, members in good standing shall be notified of the balloting times and location by the campus association president. Members shall be given at least 72 hours prior notice and an absentee ballot process must be established for people not able to vote during the established hours for balloting.

- A. Balloting must be completed within 21 days of the recommendation by the State Board of Directors. The State Executive Committee, in consultation with the Negotiations Committee, shall set the timeline for the strike authorization vote. The results shall be reported to the Board for certification. A conference call may be used in lieu of an in person meeting.
- B. Upon approval of at least two-thirds of the members voting in the election, the Board of Directors may call for a strike at a time that they select that is consistent with Minnesota Law, in consultation with the Negotiations Committee and with the approval of the certified exclusive representative.

## ARTICLE NINE: STATE BOARD OF DIRECTORS APPOINTED POSITIONS

Section 1: Appointed Positions: The Grievance Officer, Statewide Legislative Affairs Committee Chair and Statewide Membership Committee Chair shall be appointed by and serve at the pleasure of the State Board of Directors for two-year terms (starting July 1). Terms of office will follow those of the other elected officers.

- A. Incumbents can serve multiple terms; no term limit will be imposed.
- B. Within two weeks prior to the Spring Board meeting in even-numbered years, the Statewide Legislative Affairs Committee Chair and the Statewide Membership Committee Chair incumbents must communicate in writing with the Statewide President their intent to return to their position, a recap of what they have done, and what they wish to accomplish in a subsequent term. The State Board of

Directors shall hold an executive session (without the incumbent present) to discuss the performance of the incumbents to determine the continuation of their appointment. The State Board can vote to re-appoint without reservations, re-appoint with changes they would like to see made, or vote to open the position to other candidates to be elected at the Summer Board meeting.

- C. Within two weeks prior to the Fall Board meeting in odd-numbered years, the Grievance Officers must communicate in writing with the Statewide President their intent to return to their position, a recap of what they have done, and what they wish to accomplish in a subsequent term. If an incumbent does not wish to return, a lengthier transition is necessary in order to maintain business of the Association.
- D. The State Board of Directors shall hold an executive session (without the incumbent present) to discuss the performance of the incumbent to determine the continuation of the appointment. The State Board can vote to re-appoint without reservations, re-appoint with changes they would like to see made, or vote to open the position to other candidates to be elected at the Winter Board meeting.
- E. Where there are openings either via an incumbent who does not wish to return or if they resign from their board-appointed position during their term, the following procedures shall be used:
  - 1. The Nominations and Elections Committee shall solicit nominations from the statewide membership for the open position(s). Information should be shared with campus presidents including duties of the position and term of office to encourage members to be nominated. The goal is to have a slate with at least two nominees.
  - 2. Each nominee shall submit a letter of intent to a member of the Nominations and Elections Committee (no more than 1 page) including their local and state MSUAASF involvement, why they are interested in the open position(s), and what they wish to accomplish in the position.
  - 3. The Nominations and Elections Committee shall present the slate of candidates at the next State Board of Directors meeting to be voted on by the Board. (Grievance Officer at the Winter Board meeting of the even number year. State Legislative Affairs Chair and Statewide Membership Chair at the Summer Board meeting of the even number year.)
  - 4. If no nominees are presented to the Board or if the Board does not feel it has a qualified candidate, the procedures will be repeated and the vote will take place at the following meeting of the State Board of Directors.
- F. Incumbents not meeting the expectations of the Board can be removed by a majority vote of the Board at any time.

## ARTICLE TEN: APPOINTMENTS TO STATEWIDE SHARED GOVERNANCE COMMITTEES

Section 1: Appointments to Shared Governance Committees: The Board of Directors values diverse member participation in statewide shared governance committees (including work groups, task forces, and councils) that are created by Minnesota State or other entities.

- A. The State Vice President handles all committee appointments and will be the main point of contact with Minnesota State administration (or other entities) for all committee appointments information.
- B. When possible, State Board members will be appointed to serve on statewide committees so there is direct communication back to the State Board regarding discussions, proposals or actions from the committees.
- C. Statewide committee appointments will last for one fiscal year; committee members can be re-appointed by the State Board of Directors.
- D. Committee members must submit written reports to the State Vice President for the quarterly State Board meetings. The reports should contain actions taken by the committee, discussions of issues, etc since the last report they submitted. If the committee members have concerns about discussion/actions taking place in the committee, they should reach out to their campus president/representative and/or one of the other State Board members to share the information and seek feedback from the statewide membership as needed.

Section 2: Reappointments/Annual Review: Prior to the Summer Board meeting, the State Vice President will contact all members serving on statewide committees to confirm their interest in continuing to serve for the next fiscal year. Committee members will be notified that the State Board of Directors will be reviewing things such as (but not limited to) attendance and participation in meetings and reports for the quarterly State Board meetings to determine continuation of the committee members.

- A. The State Vice President will confirm the status of committee member appointments whether they are reappointed for another term or if the State Board of Directors decides to appoint another member based on their past committee attendance/ participation and reports to the State Board.
- B. If a State Board member is not available to serve where there are openings, nominations will be sought from the statewide membership who have subject matter expertise. Efforts will be made to ensure that committee appointments are not dominated by the same campus so there are perspectives from around the state on the committee.
- C. Where there are openings on committees, the following procedures will be used:
  1. The State Vice President will announce all openings to the State Board of Directors that are unfilled by State Board members and will specify a timeline to fill the openings. Campus presidents/representatives will then put a call out to the local campus memberships.
  2. Interested members will submit a short narrative to their campus president/ representative who will forward it on to the State Vice President. The narrative should indicate the reasons for their interest in serving on the committee and their professional background that qualifies them to serve.

3. The State Vice President will present the slate of nominations to the State Board to conduct a vote for the appointment(s).
  4. The State Vice President will contact the committee appointee with further details as needed. The local campus president/representative will contact those nominees who were not appointed.
- D. A committee member may be removed from their committee appointment or not reappointed via a vote from the State Board of Directors if it is determined that they are not attending committee meetings (either in person or via technology), if they do not submit reports for the quarterly meetings, or if they take actions (or inaction) that do not represent the viewpoints or values of the Association.
- E. Committee members represent the statewide membership if topics or concerns are brought up, committee members must communicate with the Vice President, or alternately another state board member to get further feedback.

#### ARTICLE ELEVEN: MEMBER DUE PROCESS HEARING

Section 1: Review of Actions of Member: In the event that the action of a member in good standing causes the State Board of Directors to review the actions of the member, the following guidelines are established:

- A. It shall be the responsibility of the Board to review and investigate the action of the member. The review will take place upon a vote of a majority of the Board members present at the meeting where upon the matter is raised.
- B. The Board shall establish a committee to conduct the investigation and that committee will report to the Board in a timeline established by the Board.
- C. Actions subject to review shall be those of any member in good standing including all officers and Board members. The review process by the Board may be in addition to the recall process as outlined in the MSUAASF State Constitution. However, an elected official shall only be removed from office through the recall process. Actions taken by a member in good standing on the state or campus association level are subject to review.

#### Section 2: Outcomes of Member Review:

- A. If the investigation leads the Board to determine that no further review is necessary, the matter shall be considered closed.
- B. If the investigation leads the Board to determine that further review is necessary, the Board will schedule a hearing for consideration of the matter.
- C. If a hearing is required, the following procedures shall be followed:

1. The Board shall outline the charges relative to the member's actions.
2. The Board shall schedule a hearing no sooner than 10 calendar days after written notification is given to the affected member.
3. The Board shall provide the member written notice of the charges and the date of the scheduled hearing.
4. The Board shall determine the composition of the hearing panel and the member shall be so informed pursuant to #B.2.1.3. above. The panel shall consist of at least three (3) members with no more than one (1) member from the campus of the member subject to the hearing.
5. The Board shall select a member (s) who will present the charges to the hearing panel.
6. At the hearing, the member shall have the right to hear the charges against him/her, to question all witnesses, and to present information and witnesses to the panel.
7. The hearing panel will consider the information presented and will make a recommendation to the Board after the hearing, but no longer than five (5) calendar days after the hearing.
8. The Board will meet to consider the recommendation of the hearing panel. The Board will decide on any sanctions, if appropriate. The decision of the Board will be given to the member in writing within five (5) calendar days of the Board meeting.

Section 3: Sanctions: The Board will determine any necessary sanctions (if appropriate and warranted). Sanctions may include, but are not limited to the following: suspension of full membership, suspension of the right to represent members in any capacity, referral to the recall process for elected officials as outlined in the MSUAASF State Constitution, restitution, filing of criminal charges, filing of civil action in the courts, removal from an appointed position, etc.

- A. The Board may decide to close the meetings where the review is taking place or a hearing is being held. Closing such meetings shall be voted on consistent with Roberts Rules of Order (newly revised). If a meeting is closed, a statement of the charges and the findings, as well as any sanctions will be placed on the record at the conclusion of the process. Another timeline may be determined by the Board, as the Board deems necessary and appropriate.
- B. The procedure shall be conducted pursuant to Roberts Rules or Order (Trial of members of Societies), newly revised, except as outlined differently in the MSUAASF State Constitution and By-laws.

## ARTICLE TWELVE: CAMPUS FINANCIAL REPORTS AND RECORDKEEPING

State MSUAASF Constitution ratified May 18, 2017. State MSUAASF Bylaws ratified June 1, 2017.



**Section 1. Campus Internal Audit Committee:** Each campus chapter shall establish an Internal Audit Committee to review the previous fiscal year's budget, itemized revenues, and itemized expenses by October 1. The committee shall be composed of no less than three (3) full-share MSUAASF members with one of those members being a local MSUAASF officer. The campus MSUAASF treasurer shall serve as a non-voting ex officio member.

- A. The Internal Audit Committee shall review all bank/account statements and ensure there are receipts for all expenditures and deposits.
- B. The State MSUAASF Treasurer will provide each campus association President with an audit report template at the Summer Board Meeting to be completed and signed by each member of the Internal Audit Committee attesting to its completeness and accuracy. This report shall be submitted to the State MSUAASF Treasurer by October 15.
- C. The Internal Audit Committee members shall give a report at the next campus membership meeting after the review is complete to present their findings including any recommendations for better recordkeeping and budget planning.
- D. The State MSUAASF Treasurer will review audit reports for accuracy and completeness and make recommendations and/or issue requirements to the campus association if there are irregularities.
- E. Upon submission of a complete audit report, the State MSUAASF Treasurer will issue the campus support payments to the campus association.

**Section 2. Financial Recordkeeping:** Each campus association shall retain all bank/account statements, receipts and audit reports for seven (7) years. These financial documents shall be supplied to the State Board of Directors upon request. After seven (7) years, these documents must be properly shredded and disposed of.