Bylaws of the Utica University Chapter of the American Association of University Professors (AAUP-Utica)  
(Amended Bylaws Adopted May 10, 2023)

ARTICLE I: UTICA UNIVERSITY CHAPTER OF THE AMERICAN ASSOCIATION OF UNIVERSITY PROFESSORS/AMERICAN FEDERATION OF TEACHERS LOCAL 6786 (AAUP-UTICA)

In order to advocate and achieve its objectives, this chapter shall:

1. Bargain and contract with Utica University or any subsequent employer on terms and conditions of employment, benefits, and dispute resolution procedures of Bargaining Unit Members;

2. Serve as the representative of the membership of the bargaining unit in all contractual matters;

3. Provide information on all contractual matters to the membership;

4. Provide a forum for free expression in considering questions of general concern to the Bargaining Unit members;

5. Act upon specific matters of AAUP-Utica business submitted to the chapter by its members or by the National AAUP, and/or the New York State AAUP Conference officers;

6. Cooperate with the National AAUP, the New York State AAUP Conference, and the Central New York Labor Council concerning professional issues;

7. Serve as a vehicle for communication between the National AAUP, the New York State AAUP Conference, and the Central New York Labor Council and the AAUP-Utica Chapter;

8. Advance academic freedom and shared governance and preserve the integrity of the professoriate.

ARTICLE II: MEMBERSHIP

Section 1: To be a member in good standing of the AAUP-Utica, a person must:
   a. Be an employee of Utica University, and
   b. Be classified as a Bargaining Unit Member by the current collective bargaining agreement between the AAUP-Utica and the employer, and
   c. Be up-to-date with dues payments.
Members in good standing have the right to full participation in general membership meetings, to vote on the business of the union, to vote on ratification of contracts, and determine expenditure of union funds.

At the invitation of the Governing Board, bargaining unit members who are not members in good standing can attend non-business portions of general membership meetings and any social function hosted by the union.

Section 2: Members in good standing of the AAUP-Utica chapter are also members of the National AAUP and the New York State AAUP Conference.

Section 3: Fair Share Fee Payers, by definition, are not members of the AAUP-Utica. Any employee who has elected to pay a fair share fee may change status and become a member in good standing at any time by complying with the requirements in Section 1 of this article.

ARTICLE III: OFFICERS

Section 1: Restrictions on Holding Office

a. Only members in good standing of the AAUP-Utica may hold elected offices on the Governing Board, contractually identified as the AAUP-Utica Executive Committee (see Article IV), or hold appointed offices.

b. No member may hold more than one elected office.

c. A person convicted of certain crimes, as defined in 29 U.S. Code § 504, may not serve as an AAUP-Utica officer, negotiator, grievance officer, employee, trustee, committee member, or other representative of the AAUP-Utica for a period of thirteen (13) years after such conviction or after the end of such related imprisonment, whichever is later.

d. Any officer removed from office for serious misconduct in accordance with the procedures of the Bylaws shall be prohibited from serving as an AAUP-Utica officer, negotiator, grievance officer, employee, trustee, committee member, or representing the AAUP-Utica in any capacity for a period of 13 years from the date of removal from office.

e. A member may only run for elected office if that member:

i. Is a member in good standing of the AAUP-Utica, and

ii. Will have been a continuous member in good standing for the immediate six (6) months prior to the date the term of office shall begin, and

iii. Has not otherwise been disqualified from holding office.
Section 2: Elected Officers

a. The elected officers of the AAUP-Utica chapter are: President, Vice-President, Secretary, Treasurer, and six (6) Members-At-Large.

b. The elected officers serve for two-year terms and may succeed themselves for one additional term, except that the Treasurer may, if so elected, also serve a third term. The officers are elected in alternate years as follows:

- Year One (even years): President, Treasurer, and three Members-At-Large;
- Year Two (odd years): Vice-President, Secretary, and three Members-At-Large.

c. In the event that an elected officer other than President cannot fulfill the duties or finish the term of the office, a special election will be held for the completion of the term.

d. The President shall be the presiding officer at all meetings and shall act as the official representative of the Chapter. The President shall serve as the AAUP-Utica’s delegate for the National AAUP, the Central New York Labor Council and any other organization where the AAUP-Utica has delegate representation. After leaving office, the President shall serve on the AAUP-Utica Governing Board in the capacity of Immediate Past President, provided the Immediate Past President remains a member in good standing, subject to the restrictions in Section 1 of this Article.

e. The Vice-President shall assume the duties of the President in the absence of, or at the request of, the President, and be responsible for orientation of new bargaining unit members and recruitment of members in good standing. The Vice-President shall be the AAUP-Utica’s first (1st) alternate delegate for the National AAUP, the Central New York Labor Council and any other organization where the AAUP-Utica has delegate representation. In the event the President resigns, cannot fulfill the duties of the office, or complete the term of office, the Vice-President shall become the President for the completion of the term, and a special election will be held to fill the position of Vice-President for the completion of the term.

f. The Secretary shall take, distribute and permanently file the minutes of all board and chapter meetings, keep and organize all records in the AAUP-Utica office, carry on correspondence as required, be responsible for maintaining the AAUP-Utica bulletin board, be responsible for any newsletter and/or website (or work with the AAUP-Utica Webmaster), and maintain up to date mailing lists of bargaining unit members and members in good standing. The Secretary shall be the AAUP-Utica’s second (2nd) alternate delegate for the National AAUP, the
Central New York Labor Council and any other organization where the AAUP-Utica has delegate representation.

g. The Treasurer shall provide a financial report to the membership at least once during both the spring and fall semesters at a meeting of the membership, provide a financial report to the Governing Board at least twice a semester during Governing Board Meetings, collect dues, maintain up to date records of members in good standing, have authority to make expenditures only for approved operating expenses of the chapter annual budget, shall file federally and state mandated reports, and prepare an annual budget for the next fiscal year. The Treasurer shall be the AAUP-Utica’s third (3rd) alternate delegate for the National AAUP, the Central New York Labor Council and any other organization where the AAUP-Utica has delegate representation. After leaving office, the Treasurer shall serve as Immediate Past Treasurer for one year, provided that person remains a member in good standing, subject to the restrictions in Section 1 of this Article.

Section 3: Immediate Past President

The Immediate Past President, provided that person remains a member in good standing and pursuant to the restrictions in Section 1 of this Article, shall serve on the Governing Board for one year after that person’s presidential term expires. The Immediate Past President shall be a voting member of the Governing Board during this year. In the next year (and subsequent years if the sitting president is reelected) the Immediate Past President shall be an advisor to the Governing Board and may attend Governing Board meetings, but shall have no voting rights on the Governing Board.

Section 4: Immediate Past Treasurer

The Immediate Past Treasurer, provided that person remains a member in good standing and is not otherwise disqualified from AAUP-Utica service, shall serve as an advisor to the Treasurer during the new Treasurer’s first year in office. During this one-year period, the Immediate Past Treasurer may attend Governing Board meetings, but shall have no voting rights on the Governing Board. The Immediate Past Treasurer shall receive a stipend. After this one-year term, the Immediate Past Treasurer shall no longer receive a stipend and may only attend Governing Board meetings at the invitation of the Board.

Section 5: Appointed Officers

a. The appointed officers of the AAUP-Utica are: the Grievance Officer(s), the Negotiators, and the Trustees.

b. The appointed officers shall report directly to the Governing Board.

c. The appointed officers shall have no vote on the board.
d. The appointed officers shall be appointed by two-thirds (2/3) majority of the board for the following terms:

e. The Governing Board shall appoint at least one (1), but no more than three (3) Grievance Officers.

f. If there is no more than one Grievance Officer, the Grievance Officer shall be appointed for a two-year term in year two described above in Article III section 2b. If there are two or more Grievance Officers, the terms of appointment shall be no less than one (1) and no more than two (2) years, and the terms of two Grievance Officers shall expire on an alternating basis. When necessary, Grievance Officer terms may be extended by the Governing Board to maintain an alternating schedule of appointments. If, at the discretion of the Governing Board, additional Grievance Officer appointments are deemed necessary mid-term, the Governing Board may make such appointments.

g. The Grievance Officer(s) shall formally and informally represent the chapter and any bargaining unit member in matters related to the administration of the contract but shall ultimately be responsible to board directives. If there are two or more Grievance Officers, the Grievance Officers shall regularly meet and consult with each other regarding all pending issues and current cases.

h. The Negotiators' terms shall be for the duration of the contract with their appointment made at least eight (8) months prior to the end of the current contract. It is preferred that at least one of the negotiators shall have had prior contract negotiating experience.

i. The Negotiators shall represent the interests of the Chapter in all salary, contract negotiations and other concerns as directed by the Board.

j. There shall be two (2) Trustees. Trustees may not be members of the Governing Board.

k. The Trustees shall perform an annual audit or cause an audit to be performed of the AAUP-Utica's financial records and submit a report to the Governing Board about this audit.

l. The Trustee report to the Governing Board about the AAUP-Utica's previous fiscal year shall be completed at least three (3) weeks prior to the filing deadline of any federal and state mandated reports of that fiscal year.

m. Trustees shall be appointed for two (2) years on an alternating basis. The first two (2) Trustees shall be appointed for one (1) and two (2) years respectively.

n. When necessary, Trustee terms may be extended by the Governing Board to maintain an alternating schedule of appointments.
ARTICLE IV: AAUP-UTICA STANDING COMMITTEES

Section 1: AAUP-Utica Governing Board

a. There shall be a Governing Board composed of the elected officers.

b. The Governing Board shall consider all matters of interest to the Chapter and bring them to the attention of the members in good standing at the Chapter meetings and perform other duties as provided in these Bylaws.

c. The Secretary shall take and keep minutes of all Governing Board meetings and shall circulate these minutes to the Governing Board Members.

d. At the first Governing Board meeting of each fiscal year, the Governing Board shall appoint a Parliamentarian from one of its members.

Section 2: Hearing Committee

a. There shall be a Hearing Committee composed of five (5) AAUP-Utica members in good standing as appointed by the Governing Board. Members of the Hearing Committee must be tenured or have continuous appointment. The current President and Grievance Officer(s) shall not serve on the Hearing Committee.

b. Terms on the Hearing Committee shall be for one year and shall begin September 1 of each year. Terms may be renewed.

c. Vacancies that occur during a term of office will be filled by special Governing Board appointments. Such appointments will be for the remainder of the term.

d. The Hearing Committee shall perform the duties designated in the Collective Bargaining Agreement and address other issues as determined by the Governing Board.

e. A subset of the Hearing Committee shall address charges of officer misconduct as indicated in Article XI of the Bylaws. This Officer Review Committee shall consist of three (3) Hearing Committee members. The Hearing Committee shall decide on the Officer Review Committee membership.

f. Any member of the Hearing Committee who has a bias or interest concerning a case before the Hearing Committee, as determined by the AAUP-Utica Governing Board, shall be deemed disqualified from that case and shall be recused from the Hearing Committee for the consideration of the case. In such an event, the AAUP-Utica Governing Board shall appoint a temporary substitute to consider that specific case.
Section 3: Calendar Committee

The AAUP-Utica shall have two (2) AAUP-Utica members in good standing who shall participate in the development of the academic calendar with Utica University’s Executive Council, the ad hoc calendar committee, if any, and the Provost. The AAUP-Utica members in good standing shall be appointed by the AAUP-Utica Governing Board. The Academic Calendar is addressed in the Collective Bargaining Agreement.

Section 4: Class Size Committee

The AAUP-Utica shall have three (3) AAUP-Utica members in good standing, one from each school, on a Joint Labor Management Advisory Committee. The Committee will consider and make recommendations to the University regarding class size and the impacts of class enrollment changes. The members of this committee shall be appointed by the AAUP-Utica Governing Board. Class size is addressed in the Collective Bargaining Agreement.

Section 5: Election Committee

An Election Committee shall be formed each year pursuant to the Bylaws, (Article VII, Section 1).

Section 6: Appeals Committee

An Appeals Committee shall be formed, when necessary, in accordance with the Bylaws (Article XI, Section 6).

Section 7: Officer Review Committee

An Officer Review Committee shall be formed, when necessary, in accordance with the Bylaws (Article VI, Section 2).

Section 8: Internal Grievance Committee

An Internal Grievance Committee shall be formed, when necessary, in accordance with the Bylaws (Article XII).

Section 9: Academic Freedom Committee

The Academic Freedom Committee shall promote the principles of academic freedom through the development of resources and reports relating to academic freedom, education for the AAUP-Utica membership, and the application of those principles should situations arise. The membership of the Academic Freedom Committee shall consist of AAUP-Utica members in good standing selected by the Governing Board. The AAUP-Utica President or the president’s designee shall hold membership on the Committee in an ex-officio non-voting capacity.
Section 10: Scholarship Committee:

A Scholarship Committee, consisting of at least two (2) members of the Governing Board, shall review AAUP-Utica scholarship applications and recommend qualified candidates to receive scholarships to the Governing Board. The Scholarship Committee shall be constituted on an annual basis.

Section 11: Special Committees

Special committees, that are aligned with the AAUP-Utica mission, may be established in accordance with the desires of the members in good standing and/or the AAUP-Utica Governing Board.

ARTICLE V: MEETINGS

Section 1: At least one general meeting of the AAUP-Utica members in good standing shall be held every semester. Meeting dates shall be established by the Governing Board.

Section 2: Other special meetings shall be called by the Governing Board, or by the President, or by petition to the Governing Board or President of fifteen (15) or more members.

Section 3: Notice of the time and agenda for all meetings shall be provided at least one week prior to such meetings.

Section 4: A quorum shall be 25% of the members in good standing.

Section 5: All meetings shall be governed by Robert's Rules of Order unless these rules are suspended.

ARTICLE VI: FINANCIAL MATTERS

Section 1: Dues, set by the chapter, may be paid by payroll check-off. Dues of members are due and payable on or before the last day of the current month. In order for a member to be in good standing, that member’s dues must be paid on or before the last day of each month. All dues or other financial obligations not paid on or before the last day of the month in which the same are due shall become delinquent. A member who is delinquent in the payment of dues or other financial obligations shall be suspended from membership, and shall not be entitled to any benefits and/or privileges heretofore or hereinafter referred to in these Bylaws. Such a member shall not be considered a member in good standing whenever such status is required to confer upon said member any benefits and/or privileges under these Bylaws. Reinstatement to good standing shall be accomplished by paying all delinquent amounts due and owing.
A member who has chosen to have dues withheld by the employer through checkoff may not be deemed to have lost member in good standing status by reason of the employer's delay or default in the payment of dues.

Section 2: The rates of dues and/or initiation fees payable by AAUP-Utica members in good standing may only be changed by a majority vote by secret ballot of the members in good standing voting at a general or special membership meeting. The intention to bring forth a proposal to adjust dues and/or initiation fees must be announced in the call for the meeting at which the action is to be taken.

Section 3: New members shall begin paying dues when they sign the authorization forms.

Section 4: The fiscal year shall be July 1 to June 30.

Section 5: The Treasurer shall present an annual operating budget for the next fiscal year for Governing Board approval prior to submission to the membership. The budget shall be approved by a majority of the members in good standing voting at a membership meeting no later than May prior to the start of the next fiscal year. The Treasurer shall provide to the Governing Board at least twice a semester or upon request a copy of the unit's financial records. Dues shall be determined by the membership in accordance with the budgetary needs.

Section 6: The Treasurer will maintain a surety bond to protect the unit's assets. Any member in good standing who has access to or handles union funds shall be bonded.

Section 7: The Governing Board may authorize expenditure outside of the approved budget at any one time of amounts not to exceed five (5) percent of the unit's total assets. Expenditure at any one time of amounts greater than five (5) percent of the unit's total assets outside of the approved budget requires approval of a majority of the members in good standing voting.

Section 8: The following officers shall receive remuneration as determined by the membership: President, Vice-President, Treasurer, Immediate Past Treasurer, Secretary, Grievance Officer(s), Trustees, and the Negotiators. Adjustments to Section 9 (following) will be made as appropriate.

Section 9: Stipends.

Beginning with the 2021 fiscal year, the annual stipends shall be as follows:

- a. President: $4,952.00
- b. Vice-President: $2,164.00
- c. Treasurer: $2,164.00
- d. Immediate Past Treasurer: $2,164.00
- e. Secretary: $2,164.00
f. Negotiator: $2,164.00

g. Grievance Officer: $2,164.00

h. Trustee: $ 578.00

For each fiscal year thereafter, these amounts shall increase by three (3.0) percent per fiscal year.

Negotiator stipends shall be paid for the period of the collective bargaining agreement negotiated plus the six months prior (e.g. if a negotiator works on a CBA that is in effect from June 1, 2020 to May 31, 2023, the negotiator shall be paid for three and a half (3.5) years, provided that person remains a negotiator during entirety of that term). A negotiator working on two or more consecutive CBAs would be paid double the stipend during the six months prior to the current CBA expiration.

The Immediate Past Treasurer shall receive a stipend for only one year.

If an annual stipend crosses over multiple fiscal years, that stipend shall be calculated at the higher of the two fiscal year rates.

Paid officers who take office mid-term shall receive stipends on a pro-rated basis.

Stipends shall be paid in biannual installments.

ARTICLE VII: ELECTIONS

Section 1: Nominations

a. An Election Committee of no fewer than three (3) members in good standing who are appointed by the Governing Board and who are not running for office, will issue a call for nominations that shall be sent to the members in good standing via U.S. mail no less than forty-nine (49) days before the commencement of the actual election. A supplemental nomination notice may be issued electronically. It is recommended, when practicable, that the annual call for nominations be issued no later than February 24.

b. The call for nominations shall contain the officer positions to be filled; the term of office for each position; the procedures for nominations; the deadline for nomination submissions; candidate eligibility requirements; delegate positions to be held by virtue of holding the elected office, if any; the dates and times of the election period; and any other federally and/or state mandated notifications.

c. The period of time between the call for nominations and the close of nominations shall be no less than fifteen (15) days.
d. Any member in good standing may self-nominate in order to run for a vacancy on the Governing Board.

e. A member in good standing may also be nominated for a vacancy on the Governing Board through a petition containing the signatures of at least twelve (12) members in good standing.

Section 2: Candidate Eligibility

a. The Election Committee will verify candidates are eligible to hold office in accordance with the Bylaws and any other federal and/or state regulation.

b. The Election Committee shall notify candidates as to their eligibility.

c. Candidates who have been determined ineligible to run for office shall have the right to appeal the finding to the Election Committee. Such appeal must be made within seven (7) days of notification of the candidate’s ineligibility. The Election Committee shall decide upon the appeal within ten (10) days of receiving the appeal.

Section 3: Ballot

a. The Election Committee shall provide the names of those members running for each open elected office; these nominees will be presented, in writing, to the members in good standing prior to circulation of the ballot. Such notice shall be sent no less than fifteen (15) days before the commencement of the election. Such notice may be electronic.

b. The Election Committee shall deliver a secret ballot (including all elected offices to be filled) to the members in good standing who are eligible to vote. The election period shall be open for no less than 15 days. The ballot may be electronic.

c. Candidate names on election ballots shall be listed alphabetically by surname.

d. Eligible candidates’ legal names shall appear on the ballot. Eligible candidates may indicate to the Election Committee if they wish to include a familiar name on the ballot.

e. Write-in candidates are not permitted.

Section 4: Votes

a. The President, Vice-President, Secretary, and Treasurer shall be elected by a majority of the votes cast. The top three vote getters among candidates for Members-at-Large will assume the positions.
b. If more than one ballot is necessary, the two candidates carrying the highest number of votes for that office on the first ballot shall be placed on a second ballot. If there is a tie for the highest number of votes, only candidates that received the highest number of votes shall be placed on the second ballot. If only one candidate has the highest number of votes, and there is a tie for the second highest number of votes, the candidate with the highest number of votes and all candidates tied with for second highest number of votes shall be placed on a second ballot.

c. If, at the close of the nomination period, there is only one (1) eligible nominee for the President, Vice-President, Secretary, or Treasurer position (i.e., an eligible nominee is running unopposed), the eligible nominee for such position shall be considered elected by acclamation and no balloted election for that position shall take place.

d. If, at the close of the nomination period, there are no more eligible candidates than open Member-At-Large positions, the Member-At-Large candidates shall be considered elected by acclamation and no balloted election for the Member-At-Large positions shall take place.

e. If there are fewer eligible candidates than positions, a new election cycle shall begin for the unfilled position(s).

f. Only persons who are members in good standing and who were also members in good standing at the time the nomination notice preceding the election was sent to the membership, are eligible to vote in the election.

Section 5: Election Deadline

The annual elections shall be completed by June 30 of each year and the newly elected officers shall take office on July 1 of their election year. It is recommended, when practicable, that the annual elections be completed no later than April 30 of each year.

Section 6: Vacancies Before the Completion of a Term

With the exception of the President, who shall be succeeded by the Vice President in accordance with the Bylaws should the President position be vacated during the term of office, Governing Board vacancies that occur during a term of office will be filled by a special election by the membership. Officers so elected will complete the term and may, upon election, succeed themselves for one full term, except that Treasurers may succeed themselves for two full terms. In the case of a Member-At-Large position with less than four (4) months left on the term, the position shall be allowed to remain vacant provided no more than two (2) total Member-At-Large positions are vacant.

Should the Vice President, Treasurer, and/or Secretary position(s) be vacated, the Governing Board shall appoint a member(s) in good standing to serve in the vacated
position(s) on an interim basis until an election to fill the vacancy(ies) has been completed.

Section 7: Changing Governing Board Positions

Seated Governing Board members may run for vacant positions other than those they currently occupy even if they are completing a second successive term. Should this create an open seat on the Governing Board, a special election for that seat will take place and the winner will complete the remaining term as in Section 6 above.

Section 8: Compliance With Federal And State Laws

All elections will be conducted according to the requirements of applicable federal and state laws.

Section 9: Recall Elections

A Governing Board member may be recalled by a majority vote of the members in good standing.

a. A vote to recall shall be held within sixty (60) days of receipt of a petition submitted to the Governing Board.

b. A valid recall petition must be signed by at least thirty-five percent (35%) of the members in good standing. All signatures shall be dated. A signature shall be no more than ninety (90) days old at the time of submission in order to be considered a valid signature.

c. Such petition shall be submitted to the AAUP-Utica Secretary; provided that if the recall involves the Secretary, the petition shall be submitted to the President. If the petition involves both the Secretary and the President, it shall be submitted to an appropriate elected officer who shall inform the Governing Board of the petition.

d. A special election committee shall be designated by the Governing Board to conduct the recall election pursuant to procedures decided upon by the Governing Board in accordance with any applicable state and/or federal laws. The Governing Board may verify the validity of the signatures before designating a special election committee.

e. If a Governing Board member or officer is recalled, that member's office shall be declared vacant and will be filled via a special election in accordance with the Bylaws.

f. Recall elections shall not be scheduled if a petition is received within one hundred eighty (180) days of a scheduled general election for that officer's position.
g. If a recall is not approved by a majority of those voting in the recall election, no new petition for that specific officer shall be considered valid if received prior to one year from the date that the recall election results were certified.

h. Any Governing Board member who is named in a recall petition shall be recused from any considerations or proceedings concerning such petition.

ARTICLE VIII: COLLECTIVE BARGAINING AGREEMENT RATIFICATION

Section 1: Tentative Approval

A negotiated Collective Bargaining Agreement (CBA) shall be presented to the Governing Board for approval. Tentative approval of the CBA shall be made by the Governing Board.

Section 2: Ratification Procedure

The procedure for ratifying the contract is:

a. The Governing Board shall call an informational meeting when the CBA has been tentatively approved.

b. The Governing Board will mail the tentatively approved CBA to the membership at least one week prior to the informational meeting. The tentatively approved CBA may be mailed electronically.

c. One week after the informational meeting, secret ballots will be mailed to the members in good standing for their ratification vote. The voting period for ratification shall be open for one (1) week. The ballot may be electronic.

d. Ratification shall require a simple majority vote of those voting.

e. Only persons who are members in good standing and who were also members in good standing as of the last day of the month prior to when the voting period commences, are eligible to vote in CBA ratifications.

f. Ratification for Memorandums of Agreement/Understanding that alter the terms of the CBA between AAUP-Utica and Utica University shall be subject to the procedures of this article.
ARTICLE IX: STRIKES

Section 1: Strike Authorization Vote

When a dispute exists between the employer and the AAUP-Utica concerning the negotiation of a collective bargaining agreement or any other strikeable issue, the AAUP-Utica Governing Board may issue a call for a strike vote by the members in good standing.

a. No strike will be called without prior authorization by the members in good standing.

b. A motion by the Governing Board seeking a strike authorization vote from the members in good standing shall require a two-thirds (2/3) majority vote of the AAUP-Utica Governing Board to pass.

c. All AAUP-Utica members in good standing must be given due notice of the strike authorization vote to be taken. Where practical, at least a forty-eight (48) hour strike vote notice shall be given.

d. Strike authorization votes shall be taken via secret ballot.

e. It shall require a two-thirds (2/3) majority vote of the members in good standing to authorize a strike.

Section 2: Strike Action

a. A strike action may be called by the AAUP-Utica Governing Board only after a strike has been authorized by the members in good standing. Such authorization shall require a two-thirds (2/3) majority vote of the AAUP-Utica Governing Board.

b. Strike action may only be terminated or suspended by a majority vote of the AAUP-Utica Governing Board or a majority vote of the members in good standing.

ARTICLE X: CONFLICTS OF INTEREST

Section 1: No officer or agent of the AAUP-Utica shall, directly or indirectly through that person’s spouse, minor child, or otherwise (a) have or acquire any pecuniary or personal interest which would conflict that person’s fiduciary obligation to the AAUP-Utica, or (b) engage in any business or financial transaction which conflicts with that person’s fiduciary obligation.

Section 2: Prohibited actions include, but are not limited to, buying from, selling, or leasing directly or indirectly to, or otherwise dealing with the AAUP-Utica, its affiliates, subsidiaries, or trusts in which the AAUP-Utica is interested, or having an interest in a
business any part of which consists of such dealings, except bona fide investments of
the kind exempted from reporting under applicable federal law. The receipt of salaries
and reimbursed expenses for services actually performed or expenses actually incurred
in carrying out the duties of the officer or agent is not prohibited.

Section 3: No later than September 1 of each fiscal year, every AAUP-Utica officer shall
file with the AAUP-Utica Secretary and Treasurer a signed report, if required, in
compliance with applicable federal or state law.

ARTICLE XI: OFFICER REMOVAL

AAUP-Utica members have the right to an adequate procedure for the removal of an
officer guilty of serious misconduct. This procedure is as follows:

Section 1: Charges Against Officers

A charge by a member or members in good standing that an officer has engaged in
serious misconduct must be specifically set forth in writing and signed by the member or
members making the charges. The charges must state the exact nature of the alleged
offense or offenses and, if possible, the period of time during which the offense or
offenses allegedly took place.

Section 2: Submission of Charges

Charges must be submitted to the AAUP-Utica Secretary within sixty (60) days of the
time the complainant first became aware, or reasonably should have been aware, of the
alleged offense; provided that if the charges are against the Secretary, they shall be
submitted to the President. If the charges are against both the Secretary and the
President, they shall be submitted to an appropriate elected officer who shall inform the
rest of the Governing Board of the charges.

Section 3: Protection From Retaliation

No member who submits charges of serious misconduct against any AAUP-Utica
officer(s) shall be subject to retaliatory threats, coercion, or acts of intimidation.

Section 4: Conflict of Interest

Any member of the Governing Board, Hearing Committee/Officer Review Committee, or
Appeals Committee, who has a conflict of interest with a particular case shall not
participate in any proceedings involving the case.
Section 5: Proper Charges

Upon charges being submitted, it is mandatory that a hearing be held unless the charges are withdrawn by the accuser or considered by the Governing Board to be improper under this Article.

Prior to the notification to an officer that charges have been filed against said officer, the AAUP-Utica Governing Board shall review the charges and consider them improper if:

a. The charge(s) does/do not state the exact nature of the alleged offense(s) as required by Section 1 of this Article;

b. The charge(s) is/are untimely under Section 2 of this Article;

c. The act(s) complained of does/do not sustain a charge of officer misconduct;

d. The charge(s) involve(s) a question which should be decided by the membership at a membership meeting and not by the hearing procedure;

e. The charge(s) is/are not supported by substantial evidence.

Both the accused and the accuser shall be notified in writing of the Governing Board’s determination and either the accused or the accuser may appeal such determination. Such an appeal must be limited to the question of whether the charges are proper or improper under items (a), (b), (c), (d) or (e) of this Section.

If a hearing is ordered by the Governing Board and the order is appealed, no such hearing shall be held until the appeal process has been completed by the Governing Board.

Section 6: Notification

An officer against whom proper charges have been filed shall be notified of such charges by receipted or certified mail postmarked within seven (7) days after the charges have been reviewed, as provided in Section 5 of this Article.

Upon verification that the officer(s) charged with serious misconduct has/have been notified of the charges, the Governing Board shall notify the members in good standing of the charge(s) against the officer(s) at a membership meeting specially called for that purpose.

Section 7: Appeals Committee

a. At the membership meeting described in Section 6, an ad hoc Appeals Committee consisting of three (3) members in good standing with tenure or continuous appointment shall be formed. The Appeals Committee shall be drawn at random,
provided that any member with a potential conflict of interest or any member who cannot serve for good and sufficient reasons may withdraw from consideration.

b. The Appeals Committee shall not attend the Membership Meeting described in Section 12.

Section 8: Suspension From Office

An officer against whom charges have been filed may be suspended from any elective office said officer may hold, pending hearing, by a two-thirds (2/3) vote of the members in good standing voting at an AAUP-Utica membership meeting.

Section 9: Review by Officer Review Committee

a. The case against the accused Governing Board member shall be heard before the Officer Review Committee. (See Article IV, Section 2.)

b. In order to ensure the accused shall have a reasonable period of time to prepare testimony and submit evidence before the Officer Review Committee, such hearing shall take place not less than fifteen (15) days nor more than thirty (30) days after the membership meeting described in Section 6.

c. Hearing procedures shall be determined by the Officer Review Committee. Both the accused and the accuser shall have the right to present testimony and evidence at the hearing.

d. The Officer Review Committee shall present its findings to the membership no later than sixty (60) days from the time of the membership meeting in Section 6.

e. The time periods provided in this Section may be extended by the Officer Review Committee if, in its judgment, justice would be served by such an extension.

Section 10: Representation

Both the accused and the accuser(s) shall be permitted representation by a representative of their own choice; such representative, however, shall be required to abide by the hearing procedures as established by the Officer Review Committee. The accused and accuser shall be responsible for paying for their own legal counsel, if they desire counsel.

Section 11: Officer Review Committee Verdict

The Officer Review Committee, upon completion of the hearing on the evidence and arguments, shall go into closed session to determine the verdict and penalty.
A sixty (60) percent vote of guilty shall be required to find the accused guilty. If the accused is found guilty, the Officer Review Committee will recommend to the membership to suspend or remove the accused from office.

Section 12: Report of Officer Review Committee Verdict and Decision By Membership

The Officer Review Committee shall report its verdict and judgment, and reasons therefor, to the AAUP-Utica members in good standing at a membership meeting called for that purpose. The accused officer(s) may attend the meeting.

In the case of a verdict of acquittal, such verdict and judgment shall become final upon being reported at said membership meeting and no further action shall be taken.

In the case of a verdict of guilty, such verdict and judgment shall become effective upon approval by a majority vote by secret ballot of the members in good standing voting at said membership meeting.

If such verdict is not approved by such majority of votes cast the accused shall stand acquitted.

If the verdict of guilty is approved by such majority of votes cast, it shall be considered official and the Secretary (or other appropriate officer if the Secretary is the accused or has a conflict of interest) shall notify the accused officer in writing by receipted or certified mail of the verdict and judgment resulting from that meeting.

If the accused does not appeal the guilty verdict within ten (10) days of the postmark of such notice, the verdict will be considered final and binding.

Section 13: Appeal of Guilty Verdict

a. The accused may appeal a verdict of guilty in Section 12. Such appeal shall be heard by the Appeals Committee, who shall follow the applicable procedures in Sections 9-12 of this Article. Timelines may be adjusted as appropriate in the interest of justice, provided reasonable timelines are followed.

b. If, after the Appeals Committee calls a membership meeting and a verdict of guilty and a penalty is approved by the membership in accordance with the procedures in Section 11, the verdict and penalty shall be considered final, the accused shall be removed from office, and the accused shall have exhausted all appeals.

Section 14: Future Service Prohibition

If an officer is removed for serious misconduct in accordance with this Article, that officer shall be prohibited from serving as an AAUP-Utica officer, negotiator, grievance officer, employee, committee member, or other representative of the AAUP-Utica for thirteen (13) years from the date that person was removed from office.
Section 15: Resignation/Leaving Office Prior To Hearing

If an officer charged with serious misconduct resigns or leaves office prior to trial, the hearing shall still take place and the procedures in this Article will still be followed.

ARTICLE XII: INTERNAL GRIEVANCE PROCEDURES

a. Any member may file a written grievance with the Governing Board over any alleged violation of these Bylaws. This request must include a statement of the relief sought and must be presented within ninety (90) days of the alleged occurrence of the action giving rise to the grievance. If the Governing Board feels there is possible justification in the complaint brought by the grievant, it will appoint an Internal Grievance Committee of three (3) members in good standing within ten (10) days of receiving such a grievance.

b. The Internal Grievance Committee shall hold a hearing, but will not be bound by the formal rules of legal evidence on the matter it is charged with investigating. It will render a recommendation on the grievance, and, if appropriate, it will recommend relief. This relief may be other than that requested by the grievant. The Internal Grievance Committee must make its final report within sixty (60) days of its formation by the Governing Board. The Internal Grievance Committee’s recommendation will be final and binding on the Union, unless appealed in writing to the Governing Board by a principal party to the proceedings. The basis of the appeal shall be limited to whether to accept the recommendation(s) of the Internal Grievance Committee.

c. If a written request for appeal is lodged with the Governing Board within ten (10) days of the issuance of the report of the Internal Grievance Committee, a vote of the members in good standing must be taken on the appeal. This must occur within thirty (30) days of the filing of the written request for appeal. The vote will be limited to whether or not to accept the final recommendations of the Internal Grievance Committee. The vote shall be taken at a membership meeting called for this purpose and a majority vote of the members in good standing voting at the meeting shall be used.

d. The vote of the members in good standing who attend this meeting shall, in all cases, be final and binding on the Union.

e. Any member in good standing who has a conflict of interest shall be recused from any considerations or proceedings concerning such grievance.

f. Any member in good standing is required to exhaust internal union hearing procedures, not to exceed four (4) months, before filing any lawsuit or initiating any administrative proceedings related to that person’s rights as a member as provided for by federal and/or state law.
ARTICLE XIII: DISSOLUTION

The AAUP-Utica cannot be dissolved while there are seven (7) members in good standing who vote to continue its existence.

Section 1: Dissolution Vote

A secret ballot vote of all members in good standing must be taken in order to dissolve the chapter. If seven (7) members in good standing dissent on a vote to dissolve the chapter, the chapter cannot be dissolved.

Section 2: Distribution of Assets In The Event Of Dissolution

a. Should the chapter be dissolved, all AAUP-Utica assets, including all investment funds, shall be placed into a trust for a period of three (3) years, during which time such AAUP-Utica assets shall be returned to the AAUP-Utica if it is reconstituted.

b. If the chapter is dissolved and is not reconstituted within three (3) years, its books and records shall become property of the National AAUP.

c. Should the AAUP-Utica not reconstitute after such three (3) year period, the AAUP-Utica financial assets shall be distributed to the AAUP Foundation as follows: Fifty (50) percent of the assets shall be distributed to the AAUP Foundation Legal Defense Fund and fifty (50) percent of the assets shall be distributed to the AAUP Foundation Academic Freedom Fund.

d. Should dissolution occur, under no circumstances shall the AAUP-Utica distribute its funds, assets, or properties individually among its membership. No member or officer of the chapter, or any private individual, shall be entitled to share in the distribution of any of the assets of the chapter upon dissolution of the chapter.

ARTICLE XIV: COMPLIANCE WITH STATE AND FEDERAL LAWS

If an AAUP-Utica Bylaw is determined to be out of compliance with federal and/or New York State law(s), the AAUP-Utica Governing Board will follow the law(s) and propose appropriate changes to the AAUP-Utica Bylaws, as soon as practicable. A meeting shall be called to present the proposed changes to the members in good standing for approval, as provided for in Article XV.

ARTICLE XV: AMENDMENTS

These Bylaws may be amended at any meeting by a majority of the members in good standing, that is, more than fifty (50) percent, unless the proposed amendment has been submitted to the membership in writing and announced in the call for the meeting at
which action is to be taken, in which case a two-thirds (2/3) vote of the members in good standing present and voting shall be required.

(These amended bylaws were adopted on May 10, 2023.)