

1           **Bylaws of the Utica University Chapter of the American**  
2           **Association of University Professors (AAUP-Utica)**  
3           **(Amended Bylaws Adopted May 10, 2023)**  
4

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6           **ARTICLE I: UTICA UNIVERSITY CHAPTER OF THE AMERICAN ASSOCIATION OF**  
7           **UNIVERSITY PROFESSORS/AMERICAN FEDERATION OF TEACHERS LOCAL**  
8           **6786 (AAUP-UTICA)**  
9

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

- 11
- 12          1. Bargain and contract with Utica University or any subsequent employer on terms and  
13          conditions of employment, benefits, and dispute resolution procedures of Bargaining  
14          Unit Members;
  - 15
  - 16          2. Serve as the representative of the membership of the bargaining unit in all contractual  
17          matters;
  - 18
  - 19          3. Provide information on all contractual matters to the membership;
  - 20
  - 21          4. Provide a forum for free expression in considering questions of general concern to the  
22          Bargaining Unit members;
  - 23
  - 24          5. Act upon specific matters of AAUP-Utica business submitted to the chapter by its  
25          members or by the National AAUP, and/or the New York State AAUP Conference  
26          officers;
  - 27
  - 28          6. Cooperate with the National AAUP, the New York State AAUP Conference, and the  
29          Central New York Labor Council concerning professional issues;
  - 30
  - 31          7. Serve as a vehicle for communication between the National AAUP, the New York  
32          State AAUP Conference, and the Central New York Labor Council and the AAUP-Utica  
33          Chapter;
  - 34
  - 35          8. Advance academic freedom and shared governance and preserve the integrity of the  
36          professoriate.

37  
38  
39          **ARTICLE II: MEMBERSHIP**  
40

41          Section 1: To be a member in good standing of the AAUP-Utica, a person must:

- 42                  a. Be an employee of Utica University, and
- 43                  b. Be classified as a Bargaining Unit Member by the current collective bargaining  
44                  agreement between the AAUP-Utica and the employer, and
- 45                  c. Be up-to-date with dues payments.

46 Members in good standing have the right to full participation in general membership  
47 meetings, to vote on the business of the union, to vote on ratification of contracts, and  
48 determine expenditure of union funds.

49  
50 At the invitation of the Governing Board, bargaining unit members who are not members  
51 in good standing can attend non-business portions of general membership meetings and  
52 any social function hosted by the union.

53  
54 Section 2: Members in good standing of the AAUP-Utica chapter are also members of  
55 the National AAUP and the New York State AAUP Conference.

56  
57 Section 3: Fair Share Fee Payers, by definition, are not members of the AAUP-Utica.  
58 Any employee who has elected to pay a fair share fee may change status and become  
59 a member in good standing at any time by complying with the requirements in Section 1  
60 of this article.

61

62

### 63 **ARTICLE III: OFFICERS**

64

#### 65 Section 1: Restrictions on Holding Office

66

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

70

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

72

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

78

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

84

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

86

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

88

89 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

90

91 iii. Has not otherwise been disqualified from holding office.

92 Section 2: Elected Officers

- 93
- 94 a. The elected officers of the AAUP-Utica chapter are: President, Vice-President,  
95 Secretary, Treasurer, and six (6) Members-At-Large.  
96
- 97 b. The elected officers serve for two-year terms and may succeed themselves for  
98 one additional term, except that the Treasurer may, if so elected, also serve a  
99 third term. The officers are elected in alternate years as follows:
- 100
- 101 • Year One (even years): President, Treasurer, and three Members-At-  
102 Large;  
103
  - 104 • Year Two (odd years): Vice-President, Secretary, and three Members-At-  
105 Large.  
106
- 107 c. In the event that an elected officer other than President cannot fulfill the duties or  
108 finish the term of the office, a special election will be held for the completion of  
109 the term.  
110
- 111 d. The President shall be the presiding officer at all meetings and shall act as the  
112 official representative of the Chapter. The President shall serve as the AAUP-  
113 Utica's delegate for the National AAUP, the Central New York Labor Council and  
114 any other organization where the AAUP-Utica has delegate representation. After  
115 leaving office, the President shall serve on the AAUP-Utica Governing Board in  
116 the capacity of Immediate Past President, provided the Immediate Past President  
117 remains a member in good standing, subject to the restrictions in Section 1 of this  
118 Article.  
119
- 120 e. The Vice-President shall assume the duties of the President in the absence of, or  
121 at the request of, the President, and be responsible for orientation of new  
122 bargaining unit members and recruitment of members in good standing. The Vice-  
123 President shall be the AAUP-Utica's first (1<sup>st</sup>) alternate delegate for the National  
124 AAUP, the Central New York Labor Council and any other organization where the  
125 AAUP-Utica has delegate representation. In the event the President resigns,  
126 cannot fulfill the duties of the office, or complete the term of office, the Vice-  
127 President shall become the President for the completion of the term, and a special  
128 election will be held to fill the position of Vice-President for the completion of the  
129 term.  
130
- 131 f. The Secretary shall take, distribute and permanently file the minutes of all board  
132 and chapter meetings, keep and organize all records in the AAUP-Utica office,  
133 carry on correspondence as required, be responsible for maintaining the AAUP-  
134 Utica bulletin board, be responsible for any newsletter and/or website (or work  
135 with the AAUP-Utica Webmaster), and maintain up to date mailing lists of  
136 bargaining unit members and members in good standing. The Secretary shall be  
137 the AAUP-Utica's second (2<sup>nd</sup>) alternate delegate for the National AAUP, the

138 Central New York Labor Council and any other organization where the AAUP-  
139 Utica has delegate representation.

- 140  
141 g. The Treasurer shall provide a financial report to the membership at least once  
142 during both the spring and fall semesters at a meeting of the membership, provide  
143 a financial report to the Governing Board at least twice a semester during  
144 Governing Board Meetings, collect dues, maintain up to date records of members  
145 in good standing, have authority to make expenditures only for approved  
146 operating expenses of the chapter annual budget, shall file federally and state  
147 mandated reports, and prepare an annual budget for the next fiscal year. The  
148 Treasurer shall be the AAUP-Utica's third (3<sup>rd</sup>) alternate delegate for the National  
149 AAUP, the Central New York Labor Council and any other organization where the  
150 AAUP-Utica has delegate representation. After leaving office, the Treasurer shall  
151 serve as Immediate Past Treasurer for one year, provided that person remains a  
152 member in good standing, subject to the restrictions in Section 1 of this Article.

153  
154 Section 3: Immediate Past President

155  
156 The Immediate Past President, provided that person remains a member in good  
157 standing and pursuant to the restrictions in Section 1 of this Article, shall serve on the  
158 Governing Board for one year after that person's presidential term expires. The  
159 Immediate Past President shall be a voting member of the Governing Board during this  
160 year. In the next year (and subsequent years if the sitting president is reelected) the  
161 Immediate Past President shall be an advisor to the Governing Board and may attend  
162 Governing Board meetings, but shall have no voting rights on the Governing Board.

163  
164 Section 4: Immediate Past Treasurer

165  
166 The Immediate Past Treasurer, provided that person remains a member in good  
167 standing and is not otherwise disqualified from AAUP-Utica service, shall serve as an  
168 advisor to the Treasurer during the new Treasurer's first year in office. During this one-  
169 year period, the Immediate Past Treasurer may attend Governing Board meetings, but  
170 shall have no voting rights on the Governing Board. The Immediate Past Treasurer shall  
171 receive a stipend. After this one-year term, the Immediate Past Treasurer shall no longer  
172 receive a stipend and may only attend Governing Board meetings at the invitation of the  
173 Board.

174  
175 Section 5: Appointed Officers

- 176  
177 a. The appointed officers of the AAUP-Utica are: the Grievance Officer(s), the  
178 Negotiators, and the Trustees.  
179  
180 b. The appointed officers shall report directly to the Governing Board.  
181  
182 c. The appointed officers shall have no vote on the board.  
183

- 184 d. The appointed officers shall be appointed by two-thirds (2/3) majority of the board  
185 for the following terms:
- 186
- 187 e. The Governing Board shall appoint at least one (1), but no more than three (3)  
188 Grievance Officers.
- 189
- 190 f. If there is no more than one Grievance Officer, the Grievance Officer shall be  
191 appointed for a two-year term in year two described above in Article III section  
192 2b. If there are two or more Grievance Officers, the terms of appointment shall be  
193 no less than one (1) and no more than two (2) years, and the terms of two  
194 Grievance Officers shall expire on an alternating basis. When necessary,  
195 Grievance Officer terms may be extended by the Governing Board to maintain an  
196 alternating schedule of appointments. If, at the discretion of the Governing Board,  
197 additional Grievance Officer appointments are deemed necessary mid-term, the  
198 Governing Board may make such appointments.
- 199
- 200 g. The Grievance Officer(s) shall formally and informally represent the chapter and  
201 any bargaining unit member in matters related to the administration of the contract  
202 but shall ultimately be responsible to board directives. If there are two or more  
203 Grievance Officers, the Grievance Officers shall regularly meet and consult with  
204 each other regarding all pending issues and current cases.
- 205
- 206 h. The Negotiators' terms shall be for the duration of the contract with their  
207 appointment made at least eight (8) months prior to the end of the current  
208 contract. It is preferred that at least one of the negotiators shall have had prior  
209 contract negotiating experience.
- 210
- 211 i. The Negotiators shall represent the interests of the Chapter in all salary, contract  
212 negotiations and other concerns as directed by the Board.
- 213
- 214 j. There shall be two (2) Trustees. Trustees may not be members of the Governing  
215 Board.
- 216
- 217 k. The Trustees shall perform an annual audit or cause an audit to be performed of  
218 the AAUP-Utica's financial records and submit a report to the Governing Board  
219 about this audit.
- 220
- 221 l. The Trustee report to the Governing Board about the AAUP-Utica's previous  
222 fiscal year shall be completed at least three (3) weeks prior to the filing deadline  
223 of any federal and state mandated reports of that fiscal year.
- 224
- 225 m. Trustees shall be appointed for two (2) years on an alternating basis. The first two  
226 (2) Trustees shall be appointed for one (1) and two (2) years respectively.
- 227
- 228 n. When necessary, Trustee terms may be extended by the Governing Board to  
229 maintain an alternating schedule of appointments.
- 230

231 **ARTICLE IV: AAUP-UTICA STANDING COMMITTEES**

232  
233 Section 1: AAUP-Utica Governing Board

- 234  
235 a. There shall be a Governing Board composed of the elected officers.  
236  
237 b. The Governing Board shall consider all matters of interest to the Chapter and  
238 bring them to the attention of the members in good standing at the Chapter  
239 meetings and perform other duties as provided in these Bylaws.  
240  
241 c. The Secretary shall take and keep minutes of all Governing Board meetings and  
242 shall circulate these minutes to the Governing Board Members.  
243  
244 d. At the first Governing Board meeting of each fiscal year, the Governing Board  
245 shall appoint a Parliamentarian from one of its members.  
246

247 Section 2: Hearing Committee

- 248  
249 a. There shall be a Hearing Committee composed of five (5) AAUP-Utica members  
250 in good standing as appointed by the Governing Board. Members of the Hearing  
251 Committee must be tenured or have continuous appointment. The current  
252 President and Grievance Officer(s) shall not serve on the Hearing Committee.  
253  
254 b. Terms on the Hearing Committee shall be for one year and shall begin September  
255 1 of each year. Terms may be renewed.  
256  
257 c. Vacancies that occur during a term of office will be filled by special Governing  
258 Board appointments. Such appointments will be for the remainder of the term.  
259  
260 d. The Hearing Committee shall perform the duties designated in the Collective  
261 Bargaining Agreement and address other issues as determined by the Governing  
262 Board.  
263  
264 e. A subset of the Hearing Committee shall address charges of officer misconduct  
265 as indicated in Article XI of the Bylaws. This Officer Review Committee shall  
266 consist of three (3) Hearing Committee members. The Hearing Committee shall  
267 decide on the Officer Review Committee membership.  
268  
269 f. Any member of the Hearing Committee who has a bias or interest concerning a  
270 case before the Hearing Committee, as determined by the AAUP-Utica Governing  
271 Board, shall be deemed disqualified from that case and shall be recused from the  
272 Hearing Committee for the consideration of the case. In such an event, the AAUP-  
273 Utica Governing Board shall appoint a temporary substitute to consider that  
274 specific case.  
275  
276

277 Section 3: Calendar Committee

278

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

284

285 Section 4: Class Size Committee

286

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

293

294 Section 5: Election Committee

295

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

298

299 Section 6: Appeals Committee

300

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

303

304 Section 7: Officer Review Committee

305

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

308

309 Section 8: Internal Grievance Committee

310

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

313

314 Section 9: Academic Freedom Committee

315

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

323 Section 10: Scholarship Committee:  
324

325 A Scholarship Committee, consisting of at least two (2) members of the Governing  
326 Board, shall review AAUP-Utica scholarship applications and recommend qualified  
327 candidates to receive scholarships to the Governing Board. The Scholarship Committee  
328 shall be constituted on an annual basis.  
329

330 Section 11: Special Committees  
331

332 Special committees, that are aligned with the AAUP-Utica mission, may be established  
333 in accordance with the desires of the members in good standing and/or the AAUP-Utica  
334 Governing Board.  
335

### 336 **ARTICLE V: MEETINGS** 337

338  
339 Section 1: At least one general meeting of the AAUP-Utica members in good standing  
340 shall be held every semester. Meeting dates shall be established by the Governing  
341 Board.  
342

343 Section 2: Other special meetings shall be called by the Governing Board, or by the  
344 President, or by petition to the Governing Board or President of fifteen (15) or more  
345 members.  
346

347 Section 3: Notice of the time and agenda for all meetings shall be provided at least one  
348 week prior to such meetings.  
349

350 Section 4: A quorum shall be 25% of the members in good standing.  
351

352 Section 5: All meetings shall be governed by Robert's Rules of Order unless these rules  
353 are suspended.  
354

### 355 **ARTICLE VI: FINANCIAL MATTERS** 356

357  
358 Section 1: Dues, set by the chapter, may be paid by payroll check-off. Dues of members  
359 are due and payable on or before the last day of the current month. In order for a member  
360 to be in good standing, that member's dues must be paid on or before the last day of  
361 each month. All dues or other financial obligations not paid on or before the last day of  
362 the month in which the same are due shall become delinquent. A member who is  
363 delinquent in the payment of dues or other financial obligations shall be suspended from  
364 membership, and shall not be entitled to any benefits and/or privileges heretofore or  
365 hereinafter referred to in these Bylaws. Such a member shall not be considered a  
366 member in good standing whenever such status is required to confer upon said member  
367 any benefits and/or privileges under these Bylaws. Reinstatement to good standing shall  
368 be accomplished by paying all delinquent amounts due and owing.



369 A member who has chosen to have dues withheld by the employer through checkoff  
370 may not be deemed to have lost member in good standing status by reason of the  
371 employer's delay or default in the payment of dues.  
372

373 Section 2: The rates of dues and/or initiation fees payable by AAUP-Utica members in  
374 good standing may only be changed by a majority vote by secret ballot of the members  
375 in good standing voting at a general or special membership meeting. The intention to  
376 bring forth a proposal to adjust dues and/or initiation fees must be announced in the call  
377 for the meeting at which the action is to be taken.  
378

379 Section 3: New members shall begin paying dues when they sign the authorization  
380 forms.  
381

382 Section 4: The fiscal year shall be July 1 to June 30.  
383

384 Section 5: The Treasurer shall present an annual operating budget for the next fiscal  
385 year for Governing Board approval prior to submission to the membership. The budget  
386 shall be approved by a majority of the members in good standing voting at a membership  
387 meeting no later than May prior to the start of the next fiscal year. The Treasurer shall  
388 provide to the Governing Board at least twice a semester or upon request a copy of the  
389 unit's financial records. Dues shall be determined by the membership in accordance with  
390 the budgetary needs.  
391

392 Section 6: The Treasurer will maintain a surety bond to protect the unit's assets. Any  
393 member in good standing who has access to or handles union funds shall be bonded.  
394

395 Section 7: The Governing Board may authorize expenditure outside of the approved  
396 budget at any one time of amounts not to exceed five (5) percent of the unit's total assets.  
397 Expenditure at any one time of amounts greater than five (5) percent of the unit's total  
398 assets outside of the approved budget requires approval of a majority of the members  
399 in good standing voting.  
400

401 Section 8: The following officers shall receive remuneration as determined by the  
402 membership: President, Vice-President, Treasurer, Immediate Past Treasurer,  
403 Secretary, Grievance Officer(s), Trustees, and the Negotiators. Adjustments to Section  
404 9 (following) will be made as appropriate.  
405

406 Section 9: Stipends.  
407

408 Beginning with the 2021 fiscal year, the annual stipends shall be as follows:  
409

410	a. President:	\$4,952.00
411	b. Vice-President:	\$2,164.00
412	c. Treasurer:	\$2,164.00
413	d. Immediate Past Treasurer	\$2,164.00
414	e. Secretary:	\$2,164.00

415	f. Negotiator:	\$2,164.00
416	g. Grievance Officer:	\$2,164.00
417	h. Trustee:	\$ 578.00

418  
419 For each fiscal year thereafter, these amounts shall increase by three (3.0) percent per  
420 fiscal year.

421  
422 Negotiator stipends shall be paid for the period of the collective bargaining agreement  
423 negotiated plus the six months prior (e.g. if a negotiator works on a CBA that is in effect  
424 from June 1, 2020 to May 31, 2023, the negotiator shall be paid for three and a half (3.5)  
425 years, provided that person remains a negotiator during entirety of that term). A  
426 negotiator working on two or more consecutive CBAs would be paid double the stipend  
427 during the six months prior to the current CBA expiration.

428  
429 The Immediate Past Treasurer shall receive a stipend for only one year.

430  
431 If an annual stipend crosses over multiple fiscal years, that stipend shall be calculated  
432 at the higher of the two fiscal year rates.

433  
434 Paid officers who take office mid-term shall receive stipends on a pro-rated basis.

435  
436 Stipends shall be paid in biannual installments.

437  
438

439 **ARTICLE VII: ELECTIONS**

440  
441 Section 1: Nominations

- 442  
443 a. An Election Committee of no fewer than three (3) members in good standing who  
444 are appointed by the Governing Board and who are not running for office, will  
445 issue a call for nominations that shall be sent to the members in good standing  
446 via U.S. mail no less than forty-nine (49) days before the commencement of the  
447 actual election. A supplemental nomination notice may be issued electronically.  
448 It is recommended, when practicable, that the annual call for nominations be  
449 issued no later than February 24.
- 450  
451 b. The call for nominations shall contain the officer positions to be filled; the term of  
452 office for each position; the procedures for nominations; the deadline for  
453 nomination submissions; candidate eligibility requirements; delegate positions to  
454 be held by virtue of holding the elected office, if any; the dates and times of the  
455 election period; and any other federally and/or state mandated notifications.
- 456  
457 c. The period of time between the call for nominations and the close of nominations  
458 shall be no less than fifteen (15) days.
- 459

- 460 d. Any member in good standing may self-nominate in order to run for a vacancy on  
461 the Governing Board.
- 462
- 463 e. A member in good standing may also be nominated for a vacancy on the  
464 Governing Board through a petition containing the signatures of at least twelve  
465 (12) members in good standing.
- 466

#### 467 Section 2: Candidate Eligibility

- 468
- 469 a. The Election Committee will verify candidates are eligible to hold office in  
470 accordance with the Bylaws and any other federal and/or state regulation.
- 471
- 472 b. The Election Committee shall notify candidates as to their eligibility.
- 473
- 474 c. Candidates who have been determined ineligible to run for office shall have the  
475 right to appeal the finding to the Election Committee. Such appeal must be made  
476 within seven (7) days of notification of the candidate's ineligibility. The Election  
477 Committee shall decide upon the appeal within ten (10) days of receiving the  
478 appeal.
- 479

#### 480 Section 3: Ballot

- 481
- 482 a. The Election Committee shall provide the names of those members running for  
483 each open elected office; these nominees will be presented, in writing, to the  
484 members in good standing prior to circulation of the ballot. Such notice shall be  
485 sent no less than fifteen (15) days before the commencement of the election.  
486 Such notice may be electronic.
- 487
- 488 b. The Election Committee shall deliver a secret ballot (including all elected offices  
489 to be filled) to the members in good standing who are eligible to vote. The election  
490 period shall be open for no less than 15 days. The ballot may be electronic.
- 491
- 492 c. Candidate names on election ballots shall be listed alphabetically by surname.
- 493
- 494 d. Eligible candidates' legal names shall appear on the ballot. Eligible candidates  
495 may indicate to the Election Committee if they wish to include a familiar name on  
496 the ballot.
- 497
- 498 e. Write-in candidates are not permitted.
- 499

#### 500 Section 4: Votes

- 501
- 502 a. The President, Vice-President, Secretary, and Treasurer shall be elected by a  
503 majority of the votes cast. The top three vote getters among candidates for  
504 Members-at-Large will assume the positions.
- 505

- 506 b. If more than one ballot is necessary, the two candidates carrying the highest  
507 number of votes for that office on the first ballot shall be placed on a second ballot.  
508 If there is a tie for the highest number of votes, only candidates that received the  
509 highest number of votes shall be placed on the second ballot. If only one  
510 candidate has the highest number of votes, and there is a tie for the second  
511 highest number of votes, the candidate with the highest number of votes and all  
512 candidates tied with for second highest number of votes shall be placed on a  
513 second ballot.  
514
- 515 c. If, at the close of the nomination period, there is only one (1) eligible nominee for  
516 the President, Vice-President, Secretary, or Treasurer position (i.e., an eligible  
517 nominee is running unopposed), the eligible nominee for such position shall be  
518 considered elected by acclamation and no balloted election for that position shall  
519 take place.  
520
- 521 d. If, at the close of the nomination period, there are no more eligible candidates  
522 than open Member-At-Large positions, the Member-At-Large candidates shall be  
523 considered elected by acclamation and no balloted election for the Member-At-  
524 Large positions shall take place.  
525
- 526 e. If there are fewer eligible candidates than positions, a new election cycle shall  
527 begin for the unfilled position(s).  
528
- 529 f. Only persons who are members in good standing and who were also members  
530 in good standing at the time the nomination notice preceding the election was  
531 sent to the membership, are eligible to vote in the election.  
532

### 533 Section 5: Election Deadline

534  
535 The annual elections shall be completed by June 30 of each year and the newly elected  
536 officers shall take office on July 1 of their election year. It is recommended, when  
537 practicable, that the annual elections be completed no later than April 30 of each year.  
538

### 539 Section 6: Vacancies Before the Completion of a Term

540  
541 With the exception of the President, who shall be succeeded by the Vice President in  
542 accordance with the Bylaws should the President position be vacated during the term of  
543 office, Governing Board vacancies that occur during a term of office will be filled by a  
544 special election by the membership. Officers so elected will complete the term and may,  
545 upon election, succeed themselves for one full term, except that Treasurers may  
546 succeed themselves for two full terms. In the case of a Member-At-Large position with  
547 less than four (4) months left on the term, the position shall be allowed to remain vacant  
548 provided no more than two (2) total Member-At-Large positions are vacant.  
549

550 Should the Vice President, Treasurer, and/or Secretary position(s) be vacated, the  
551 Governing Board shall appoint a member(s) in good standing to serve in the vacated

552 position(s) on an interim basis until an election to fill the vacancy(ies) has been  
553 completed.

554  
555 Section 7: Changing Governing Board Positions

556  
557 Seated Governing Board members may run for vacant positions other than those they  
558 currently occupy even if they are completing a second successive term. Should this  
559 create an open seat on the Governing Board, a special election for that seat will take  
560 place and the winner will complete the remaining term as in Section 6 above.

561  
562 Section 8: Compliance With Federal And State Laws

563  
564 All elections will be conducted according to the requirements of applicable federal and  
565 state laws.

566  
567 Section 9: Recall Elections

568  
569 A Governing Board member may be recalled by a majority vote of the members in good  
570 standing.

- 571
- 572 a. A vote to recall shall be held within sixty (60) days of receipt of a petition submitted  
573 to the Governing Board.
  - 574
  - 575 b. A valid recall petition must be signed by at least thirty-five percent (35%) of the  
576 members in good standing. All signatures shall be dated. A signature shall be no  
577 more than ninety (90) days old at the time of submission in order to be considered  
578 a valid signature.
  - 579
  - 580 c. Such petition shall be submitted to the AAUP-Utica Secretary; provided that if the  
581 recall involves the Secretary, the petition shall be submitted to the President. If  
582 the petition involves both the Secretary and the President, it shall be submitted to  
583 an appropriate elected officer who shall inform the Governing Board of the  
584 petition.
  - 585
  - 586 d. A special election committee shall be designated by the Governing Board to  
587 conduct the recall election pursuant to procedures decided upon by the  
588 Governing Board in accordance with any applicable state and/or federal laws.  
589 The Governing Board may verify the validity of the signatures before designating  
590 a special election committee.
  - 591
  - 592 e. If a Governing Board member or officer is recalled, that member's office shall be  
593 declared vacant and will be filled via a special election in accordance with the  
594 Bylaws.
  - 595
  - 596 f. Recall elections shall not be scheduled if a petition is received within one hundred  
597 eighty (180) days of a scheduled general election for that officer's position.

- 598  
599 g. If a recall is not approved by a majority of those voting in the recall election, no  
600 new petition for that specific officer shall be considered valid if received prior to  
601 one year from the date that the recall election results were certified.  
602  
603 h. Any Governing Board member who is named in a recall petition shall be recused  
604 from any considerations or proceedings concerning such petition.  
605

606  
607 **ARTICLE VIII: COLLECTIVE BARGAINING AGREEMENT RATIFICATION**  
608

609 Section 1: Tentative Approval  
610

611 A negotiated Collective Bargaining Agreement (CBA) shall be presented to the  
612 Governing Board for approval. Tentative approval of the CBA shall be made by the  
613 Governing Board.  
614

615 Section 2: Ratification Procedure  
616

617 The procedure for ratifying the contract is:  
618

- 619 a. The Governing Board shall call an informational meeting when the CBA has been  
620 tentatively approved.  
621  
622 b. The Governing Board will mail the tentatively approved CBA to the membership  
623 at least one week prior to the informational meeting. The tentatively approved  
624 CBA may be mailed electronically.  
625  
626 c. One week after the informational meeting, secret ballots will be mailed to the  
627 members in good standing for their ratification vote. The voting period for  
628 ratification shall be open for one (1) week. The ballot may be electronic.  
629  
630 d. Ratification shall require a simple majority vote of those voting.  
631  
632 e. Only persons who are members in good standing and who were also members  
633 in good standing as of the last day of the month prior to when the voting period  
634 commences, are eligible to vote in CBA ratifications.  
635  
636 f. Ratification for Memorandums of Agreement/Understanding that alter the terms  
637 of the CBA between AAUP-Utica and Utica University shall be subject to the  
638 procedures of this article.  
639  
640  
641  
642  
643

644 **ARTICLE IX: STRIKES**

645

646 Section 1: Strike Authorization Vote

647

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

652

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

655

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

659

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

663

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

665

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

668

669 Section 2: Strike Action

670

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

674

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

677

678

679 **ARTICLE X: CONFLICTS OF INTEREST**

680

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

686

687 Section 2: Prohibited actions include, but are not limited to, buying from, selling, or  
688 leasing directly or indirectly to, or otherwise dealing with the AAUP-Utica, its affiliates,  
689 subsidiaries, or trusts in which the AAUP-Utica is interested, or having an interest in a

690 business any part of which consists of such dealings, except bona fide investments of  
691 the kind exempted from reporting under applicable federal law. The receipt of salaries  
692 and reimbursed expenses for services actually performed or expenses actually incurred  
693 in carrying out the duties of the officer or agent is not prohibited.  
694

695 Section 3: No later than September 1 of each fiscal year, every AAUP-Utica officer shall  
696 file with the AAUP-Utica Secretary and Treasurer a signed report, if required, in  
697 compliance with applicable federal or state law.  
698

## 699 **ARTICLE XI: OFFICER REMOVAL** 700

701  
702 AAUP-Utica members have the right to an adequate procedure for the removal of an  
703 officer guilty of serious misconduct. This procedure is as follows:  
704

### 705 Section 1: Charges Against Officers 706

707 A charge by a member or members in good standing that an officer has engaged in  
708 serious misconduct must be specifically set forth in writing and signed by the member or  
709 members making the charges. The charges must state the exact nature of the alleged  
710 offense or offenses and, if possible, the period of time during which the offense or  
711 offenses allegedly took place.  
712

### 713 Section 2: Submission of Charges 714

715 Charges must be submitted to the AAUP-Utica Secretary within sixty (60) days of the  
716 time the complainant first became aware, or reasonably should have been aware, of the  
717 alleged offense; provided that if the charges are against the Secretary, they shall be  
718 submitted to the President. If the charges are against both the Secretary and the  
719 President, they shall be submitted to an appropriate elected officer who shall inform the  
720 rest of the Governing Board of the charges.  
721

### 722 Section 3: Protection From Retaliation 723

724 No member who submits charges of serious misconduct against any AAUP-Utica  
725 officer(s) shall be subject to retaliatory threats, coercion, or acts of intimidation.  
726

### 727 Section 4: Conflict of Interest 728

729 Any member of the Governing Board, Hearing Committee/Officer Review Committee, or  
730 Appeals Committee, who has a conflict of interest with a particular case shall not  
731 participate in any proceedings involving the case.  
732

733

734

735



736 Section 5: Proper Charges

737

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

741

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

744

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

747

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

749

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

751

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

754

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

756

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

761

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

765

766 Section 6: Notification

767

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

771

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

776

777 Section 7: Appeals Committee

778

779 a. At the membership meeting described in Section 6, an ad hoc Appeals Committee  
780 consisting of three (3) members in good standing with tenure or continuous  
781 appointment shall be formed. The Appeals Committee shall be drawn at random,

782 provided that any member with a potential conflict of interest or any member who  
783 cannot serve for good and sufficient reasons may withdraw from consideration.

784  
785 b. The Appeals Committee shall not attend the Membership Meeting described in  
786 Section 12.

787  
788 Section 8: Suspension From Office

789  
790 An officer against whom charges have been filed may be suspended from any elective  
791 office said officer may hold, pending hearing, by a two-thirds (2/3) vote of the members  
792 in good standing voting at an AAUP-Utica membership meeting.

793  
794 Section 9: Review by Officer Review Committee

795  
796 a. The case against the accused Governing Board member shall be heard before  
797 the Officer Review Committee. (See Article IV, Section 2.)

798  
799 b. In order to ensure the accused shall have a reasonable period of time to prepare  
800 testimony and submit evidence before the Officer Review Committee, such  
801 hearing shall take place not less than fifteen (15) days nor more than thirty (30)  
802 days after the membership meeting described in Section 6.

803  
804 c. Hearing procedures shall be determined by the Officer Review Committee. Both  
805 the accused and the accuser shall have the right to present testimony and  
806 evidence at the hearing.

807  
808 d. The Officer Review Committee shall present its findings to the membership no  
809 later than sixty (60) days from the time of the membership meeting in Section 6.

810  
811 e. The time periods provided in this Section may be extended by the Officer Review  
812 Committee if, in its judgment, justice would be served by such an extension.

813  
814 Section 10: Representation

815  
816 Both the accused and the accuser(s) shall be permitted representation by a  
817 representative of their own choice; such representative, however, shall be required to  
818 abide by the hearing procedures as established by the Officer Review Committee. The  
819 accused and accuser shall be responsible for paying for their own legal counsel, if they  
820 desire counsel.

821  
822 Section 11: Officer Review Committee Verdict

823  
824 The Officer Review Committee, upon completion of the hearing on the evidence and  
825 arguments, shall go into closed session to determine the verdict and penalty.

826

827 A sixty (60) percent vote of guilty shall be required to find the accused guilty. If the  
828 accused is found guilty, the Officer Review Committee will recommend to the  
829 membership to suspend or remove the accused from office.

830  
831 Section 12: Report of Officer Review Committee Verdict and Decision By Membership  
832

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

836  
837 In the case of a verdict of acquittal, such verdict and judgment shall become final upon  
838 being reported at said membership meeting and no further action shall be taken.

839  
840 In the case of a verdict of guilty, such verdict and judgment shall become effective upon  
841 approval by a majority vote by secret ballot of the members in good standing voting at  
842 said membership meeting.

843  
844 If such verdict is not approved by such majority of votes cast the accused shall stand  
845 acquitted.

846  
847 If the verdict of guilty is approved by such majority of votes cast, it shall be considered  
848 official and the Secretary (or other appropriate officer if the Secretary is the accused or  
849 has a conflict of interest) shall notify the accused officer in writing by receipted or certified  
850 mail of the verdict and judgment resulting from that meeting.

851  
852 If the accused does not appeal the guilty verdict within ten (10) days of the postmark of  
853 such notice, the verdict will be considered final and binding.

854  
855 Section 13: Appeal of Guilty Verdict  
856

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

861  
862 b. If, after the Appeals Committee calls a membership meeting and a verdict of guilty  
863 and a penalty is approved by the membership in accordance with the procedures  
864 in Section 11, the verdict and penalty shall be considered final, the accused shall  
865 be removed from office, and the accused shall have exhausted all appeals.

866  
867 Section 14: Future Service Prohibition  
868

869 If an officer is removed for serious misconduct in accordance with this Article, that officer  
870 shall be prohibited from serving as an AAUP-Utica officer, negotiator, grievance officer,  
871 employee, committee member, or other representative of the AAUP-Utica for thirteen  
872 (13) years from the date that person was removed from office.

873 Section 15: Resignation/Leaving Office Prior To Hearing

874

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

877

878

879 **ARTICLE XII: INTERNAL GRIEVANCE PROCEDURES**

880

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

888

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

899

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

908

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

911

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

914

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

919 **ARTICLE XIII: DISSOLUTION**

920

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

923

924 Section 1: Dissolution Vote

925

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

929

930 Section 2: Distribution of Assets In The Event Of Dissolution

931

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

935

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

938

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

944

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

949

950

951 **ARTICLE XIV: COMPLIANCE WITH STATE AND FEDERAL LAWS**

952

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

958

959

960 **ARTICLE XV: AMENDMENTS**

961

962 These Bylaws may be amended at any meeting by a majority of the members in good  
963 standing, that is, more than fifty (50) percent, unless the proposed amendment has been  
964 submitted to the membership in writing and announced in the call for the meeting at

965 which action is to be taken, in which case a two-thirds (2/3) vote of the members in good  
966 standing present and voting shall be required.

967

968

969

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