

Maryland Classified Employees Association, Inc., Bylaws

Article I Name and Headquarters

This Association shall be known as "Maryland Classified Employees Association, Inc.," hereinafter referred to as the "MCEA" with headquarters in Baltimore County, Maryland.

Article II Objects and Methods

§1 Objects. The objects of the MCEA shall be to:

- 1 protect members' rights under the merit principles of public employment;
- 2 advise and represent its members on any of their employment rights and obligations;
- 3 deal or bargain collectively with public employers in the State of Maryland concerning grievances, labor disputes, wages, rate of pay, hours of employment, or conditions of work for public employees in the State of Maryland;
- 4 represent members under the Police Officer's Bill of Rights; and
- 5 represent members generally in matters relating to their employment.

§2 Representation. This MCEA shall represent those public employees who are members of the MCEA in good standing. This is to include those employees for whom the MCEA may acquire lawful authority to serve as majority representative in discussions and negotiations with the State, or any of its political subdivisions, concerning any personnel and employment matters. This shall also include discussions and negotiations with the state, or any of its political subdivisions, concerning any personnel and employment matters pertinent to collective bargaining and any of the duties of a collective bargaining representative, as set forth in Article II Objects and Methods, §1 Objects, pursuant to any lawfully enacted collective bargaining procedure.

§3 Methods. The stated objectives of the MCEA shall be attained by organizing, representing and collectively bargaining for appropriate units of public employees; fostering public sentiment favorable to public employees; seeking the enactment of legislation to attain better economic and social welfare for public employees; protecting the rights of all public employees in the State of Maryland; and taking any action as is deemed necessary for the protection and advancement of the MCEA members.

§4 MCEA Status. At any convention where a quorum is present, three-quarters of the delegates present may adopt a motion approving affiliation with another labor organization, provided the board causes to be mailed to all convention delegates, at least thirty days prior to the convention, a copy of the proposed motion addressing affiliation, accompanied by any and all supporting documentation available.

§5 Procedure. "Robert's Rules of Order Newly Revised" shall govern the proceedings of the MCEA, except as otherwise provided by the charter and these bylaws.

§6 Deadlines. Whenever a deadline falls on a day when the MCEA headquarters is closed for the conduct of regular business, the deadline shall become the next regular business day.

Article III Membership

§1 Eligibility. Any public employee, contractual public employee, or retired public employee of the State of Maryland or any of its political subdivisions shall be eligible for membership in the MCEA. Any employee of a quasi-public agency in the State of Maryland which assumes the delivery of services to the public which previously had been delivered by the State or any of its political subdivisions shall be eligible for membership in the MCEA. Any surviving spouse whose deceased spouse included him or her in the MCEA insurance programs shall be eligible for membership.

Maryland Classified Employees Association, Inc., Bylaws

§2 Types. The types of membership shall be:

- A active employee membership—any full or part-time public employee or contractual public employee;
- B active retiree membership—any retired public employee.
- Active employee membership a and active retiree membership b shall be entitled to vote, hold office and serve on the board of directors in the MCEA;
- C continuing membership—members who were in good standing in the MCEA and not retired at time of separation from public service. Such continuing member shall not be entitled to vote or hold office in the MCEA;
- D surviving spouse— the surviving spouse of an MCEA member who included him or her in the MCEA insurance programs; surviving spouses shall not be entitled to vote or hold office in the MCEA;
- E associate membership—any person not eligible for membership under a, b, c, and d. Associate members shall not be entitled to vote or hold office in the MCEA.

§3 Rights. Members in good standing, exclusive of associate members, shall be entitled to good faith representation without charge by the MCEA's designated representative or legal counsel if necessary, when said members grieve with respect to wages, hours, or conditions of public employment pursuant to their respective public employer's grievance procedures or pursuant to the grievance procedures of any applicable collective bargaining agreement. This right to good faith representation is limited to a duty of fair representation. The board of directors, acting on behalf of the MCEA, when administering the applicable grievance machinery as representative of its members, has the right to make decisions in good faith and in a non-arbitrary and non-perfunctory manner, as to the merits of particular grievance, including but not limited to decisions regarding whether to undertake representation of the grievance; whether to discontinue representation of the grievance at any stage prior to the conclusion of the applicable grievance procedure; whether to recommend that a grievance be settled prior to the exhaustion of the applicable grievance procedure; whether to refuse to continue representation in the event that its recommendation of settlement is not satisfactory to the grievant; whether to seek judicial relief and redress for a particular grievance in addition to or in lieu of representation through any or all of the steps of the applicable grievance procedures; and whether to discontinue its representation in judicial proceedings at any point to their exhaustion.

Counsel shall not participate in any judicial proceeding without approval of the board of directors. Neither the MCEA nor its counsel shall be required to take a position in any manner that is inconsistent with established positions or policies of the MCEA.

Membership begins on the date central payroll deducts the membership dues, or on the date that payment is received by the MCEA for those members who may not pay via payroll deduction in accordance with Article XIII Revenues, §1 Determination of Dues, paragraph C. Members shall not be entitled to representation on grievances, disciplinary charges or other actions resulting from events which occurred prior to their joining the MCEA, except as required by State and local law.

Unless waived by the board of directors, counsel shall not, under any circumstances, render legal services without charge to any public employee who is eligible for membership in the MCEA, but who is not a member in good standing of the MCEA.

A member in good standing shall be a one who is current with respect to the payment of dues and other applicable general fees and conditions of membership. Any member who fails to pay dues to the MCEA, pursuant to these bylaws, shall have his membership

Maryland Classified Employees Association, Inc., Bylaws

terminated within sixty days of the last dues payment, unless other provisions are made by the board of directors.

Representation shall not extend to any civil or criminal charges, except in instances where members are alleged to have acted in an official capacity on behalf of the MCEA, as determined by the board of directors.

The board of directors shall have the authority to authorize representation of members in any other area involving their employment not specifically provided for in these bylaws.

§4 Discipline. Any member who is found by the board of directors to have violated the charter, bylaws, principles, or policies of the board of directors shall be subject to reprimand, suspension, or expulsion from the MCEA by a three-fourths vote of the board of directors, present and voting, after a reasonable opportunity has been afforded the member for an impartial hearing.

Any member whose actions, or membership in, or affiliation with any organization or association are considered to be detrimental to the best interests of the MCEA shall be subject to removal as a chapter officer or representative by a majority vote of the board of directors, present and voting, after a reasonable opportunity has been afforded the member for an impartial hearing.

Charges against any member for any violations, as set forth herein, must be made in writing and may be filed by any other member. In the event any charges are filed against any officer or non-officer member of the board of directors, that member shall not be entitled to vote on the charges.

§5 Appeal of Disciplinary Action. Any member against whom action has been taken, in accordance with Article III Membership, §4 Discipline, Discipline, shall have the right to appeal the decision of the board of directors to the next convention. Notification of the intent to appeal shall be made by the member, in writing, to the MCEA within ten working days after the member receives the decision of the board of directors by certified mail. The written intent to appeal may not be received at the MCEA headquarters less than ten working days before a convention.

Any member against whom disciplinary action has been taken by any chapter, or by the officer of the MCEA, shall have the right to appeal this action to the board of directors. Notification of the intent to appeal such action shall be made by the member, in writing, to the MCEA within ten working days after the member has been advised of disciplinary action. Notification of the decision of the board of directors shall be sent by certified mail within sixty days after the receipt of the appeal. The member of the chapter shall have the right to appeal the decision of the board of directors to the next convention. Notification of the intent to appeal shall be made in writing to the MCEA within ten working days after the member receives the decision of the board of directors by the most reasonable and appropriate means of written communication. The written intent to appeal may not be received at the MCEA headquarters less than ten working days before a convention.

§6 No Discrimination. Any public employee or retired public employee of the State of Maryland, or of any of its political subdivisions, shall be eligible for membership in the MCEA and all the rights and privileges of membership without respect to the public employee's sex, sexual orientation, race, creed, religion, color, national origin, marital status, disability, age, or political affiliation.

Maryland Classified Employees Association, Inc., Bylaws

§7 Dual Membership. No member of MCEA who also holds membership in any other union or employee organization competing for membership with MCEA shall be eligible to be elected to an officer or non-officer position on the MCEA board of directors, an appointed position in MCEA, or any of its chapters.

§8 Nepotism. No member of an officer's family may be hired as a full-time, permanent paid employee of the MCEA.

§9 Gender Reference. Whenever the word he or his is used in these bylaws, it is used in the generic sense and refers equally to both the masculine and feminine genders.

Article IV Convention and Representation

§1 Date and Location. The MCEA shall convene biennially, subsequent to September 1st, on such date as may be approved by the board of directors. It shall also convene at the call of the president, by a majority vote of the delegates at the convention in session, by three-fourths of the members of the board of directors, or by petition signed by a majority of the presidents of chapters in good standing with the approval of each chapter membership. The minutes of the chapter meetings at which the presidents received such approval shall be attached to the petition. The board shall announce the dates before adjournment sine die of that year's convention.

§2 Chapter Representation. Chapter representation at the biennial convention shall be based upon the number of chapter members in good standing as shown on the chapter's first quarterly roster, ending March 31st, at the MCEA headquarters at the time of the official notice for call of the convention.

Chapter representation for all other conventions shall be based upon the number of chapter members in good standing as shown on the chapter's last available quarterly roster at the MCEA headquarters at the time of the official notice for the call of the convention. A member must be in good standing for at least ninety days with his or her chapter in order to participate at the convention as a delegate.

Chapters formed after the above computation is completed shall have representation at conventions based on charter membership.

§3 Chapter Delegation. A chapter shall be entitled to one delegate for every eight members in good standing; however, the number of delegates representing any one chapter shall not exceed twenty. The delegate of a chapter shall be a member of the chapter he is representing.

The Retirees chapter shall be entitled to one vote for every thirty members in good standing. Active employee chapters shall be entitled to one vote for every eight active employee members in good standing, and one vote for every thirty active retiree members in good standing.

Only chapters in good standing, as defined in Article XI Local Chapters, §2 Size, shall be entitled to vote at the convention.

No chapter in good standing shall have less than one vote.

§4 Delegate Names. Each chapter president shall notify the MCEA headquarters, in writing, of the names of the delegates and chair of the delegation who shall represent the chapter at the convention at least thirty days prior to the convention date. No delegate shall be entitled to vote at the convention if the chapter president has not complied with this section, unless waived by a majority of those present and voting at the convention and already seated. In the event of an emergency situation, the thirty-day notification requirement may be waived by a two-thirds vote of the total membership of the board of directors.

Maryland Classified Employees Association, Inc., Bylaws

§5 Proxy. No chapter shall be represented by proxy.

§6 Conduct of Business. In order to have a quorum for conducting business at any convention, one-third of the chapters must be officially represented by one or more delegates.

Business to be transacted at any convention, except the biennial election of officers and board of directors, shall require compliance with certain provisions. All reports, including those of the president and the executive director, recommendations or other business or matters to be submitted to the convention of the MCEA shall be first submitted to the board of directors.

It shall then be the duty of the board to cause them to be mailed, in a concise booklet form, with all other convention material, at least thirty days prior to the next convention, to all convention delegates along with the board of directors' recommendations.

§7 Voting. A chapter entitled to more than one delegate may send less than its allotted quota of delegates to a convention, but the one or more delegates present may cast the same number of votes on all matters, including the election of officers, as if the full number of delegates were present.

All of the votes of any absent delegates shall be cast in the manner determined by the majority of each chapter's delegates, present and voting, at the convention. In the event of a tie vote as to how the absent vote shall be cast, the absent vote shall be divided equally. All remaining votes shall be vested to the chair of the chapter delegation. Fractional votes shall not be counted.

At any convention, three-fourths of the delegates present may adopt any motion, report, or recommendation, or transact any other business by their affirmative vote without prior notice to the board of directors and chapter presidents.

Officers and non-officer members of the board of directors who are not delegates to any convention shall have the right to speak to any issue on the floor, but shall not have the right to make or second a motion, nor have the right to vote.

§8 Elections. The election of officers shall be by ballot. The election of each officer shall be by separate vote of the convention in the order of: president, vice president, secretary and treasurer. If there is only one nomination for any of the offices, the secretary shall declare the sole nominee elected and will instruct delegates present to delete the nominee's name and office from the ballot. If there are two or more nominees for any of the offices, voting shall be by written and separate ballot. Officers shall be elected by a majority vote of the delegates present and voting at the biennial convention. When more than two candidates are nominated for one office, and a majority vote is not obtained, the candidate receiving the lowest number of votes shall be dropped and balloting shall continue until a majority is obtained.

The election of non-officer members of the board of directors shall follow the election of the officers. No person elected an officer by any convention may thereafter be nominated for or elected as a non-officer member of the board of directors at the same convention.

Voting for non-officer members of the board of directors shall be conducted by taking one ballot of all persons nominated for a regular two-year term.

The appropriate number of persons receiving the greatest number of votes cast on the ballot of those delegates voting at the biennial convention shall be declared elected. If less than the appropriate number of persons is nominated, then the vacancies in the remaining unfilled positions shall be deemed to have occurred. These vacancies shall be

Maryland Classified Employees Association, Inc., Bylaws

filled by the board of directors as herein provided. The newly-elected president, vice president, secretary, treasurer and newly-elected non-officer members of the board of directors, after taking the oath of office, shall officially take office immediately following the close of the convention with the words "adjournment sine die."

In the event that a quorum is not present at the annual meeting for the election of officers and board of directors, those delegates present at the convention shall, however, have the power by a majority vote of all those delegates present and voting to elect the election committee's slate of officer and non-officer members of the board of directors.

Article V Officers

§1 Titles and Terms of Office. The officers of the MCEA shall be a president, a vice president, a secretary and a treasurer. The term of office shall be two years. An officer may be re-elected to not more than two successive two-year terms. All officers shall serve until a successor is elected. An officer who has served two successive two-year terms may only be elected to another term after a break of at least one full year.

§2 Special Recall Election. Whenever by a two-thirds vote of the total membership of the board of directors any officer serving in the first year of a two-year term is deemed to be not properly performing the duties of that office, the board shall hold a special recall election regarding that office at the next convention.

§3 Vacancies. Any officer who retires from public employment shall be permitted to complete his term. Any officer whose employment is terminated by layoff or job abolishment and who is appealing such action shall be permitted to serve until the next convention, at which time the position shall be declared vacant and filled by the convention delegates.

In the event that any officer separates from public employment, the position shall automatically become vacant. Whenever a vacancy occurs in the office of president the person holding the office of vice president shall move up to the office of president.

If the office of vice president remains vacant by virtue of this procedure, it shall be filled by the remaining members of the board of directors from names submitted by chapters within thirty days from the date that the notice of the vacancy is mailed or otherwise given to the chapters. If, however, the office of vice president is vacated within ninety days prior to the next convention, chapter presidents and vice presidents shall be notified by the most reasonable and appropriate means of written communication, and the vacancy shall be filled by the convention delegates.

Whenever a vacancy occurs in either the office of secretary or treasurer, that office shall be filled by the remaining members of the board of directors from names submitted by chapters within thirty days from the date that the notice of the vacancy is mailed or otherwise given to the chapters. If, however, either office is vacated within ninety days prior to the next convention, chapter presidents and vice presidents shall be notified by the most reasonable and appropriate means of written communication, and the vacancy shall be filled by the convention delegates.

§4 Remuneration. All officers of the MCEA shall serve without remuneration.

Maryland Classified Employees Association, Inc., Bylaws

§5 The President shall:

- 1 be the presiding officer at all meetings of the convention, board, executive committee, and statewide council;
- 2 be an ex-officio member of the area advisory councils and all committees except the Elections Committee;
- 3 appoint committee members with the exception of the Elections Committee;
- 4 be the principal executive officer of the MCEA;
- 5 receive, report and respond to correspondence of the MCEA;
- 6 supervise all employees of the MCEA;
- 7 be one of the responsible financial officers of the MCEA and shall be authorized to co-sign financial instruments and make regular and usual disbursements of funds;
- 8 represent the MCEA before bodies of the employer, executive and legal officials;
- 9 represent the MCEA before the public, community organizations, and the news media;
- 10 be, by office, a delegate to the Central Labor Council, and the state AFL-CIO body;
- 11 be, by office, a delegate to the convention of the American Federation of Teachers and meetings or conventions of its affiliated bodies;
- 12 make an annual report to the MCEA's membership; and
- 13 be able to delegate the responsibilities of the office except where otherwise specified by the bylaws.

§6 Officers' Powers. It shall be the duty of the vice president to act during the absence or disability of the president, and at such time shall be vested with duties and powers delegated by the president. Whenever, by a three-fourths vote of the total membership of the board of directors, the president is deemed unable to perform the duties of that office, the board shall charge the vice president with those duties. This charge shall be reviewed at least every sixty days by the board of directors.

An officer or non-officer board member found to be acting contrary to the interests of the MCEA can be removed from the board under the provisions of Maryland Corporate Law.

Maryland Classified Employees Association, Inc., Bylaws

§7 Treasurer.

- A The treasurer shall:
- 1 receive, record and deposit all dues monies and other income in the name of the MCEA;
 - 2 be one of the responsible officers of the MCEA and be authorized to co-sign financial instruments and make regular and usual disbursements of funds;
 - 3 maintain all financial records of the MCEA;
 - 4 arrange for an independent audit of the finances of the MCEA annually and make same available to the Board of Directors and membership;
 - 5 transmit per-capita payments on a regular basis to the secretary-treasurer of the American Federation of Teachers and similar officers of all other bodies with which the MCEA is affiliated;
 - 6 oversee the work of an receive reports from the Finance Committee;
 - 7 perform other duties as delegated by the president or assigned by the Board of Directors;
 - 8 perform duties of the office as required by the Labor-Management Reporting and Disclosure Act, and the guidelines developed by the AFT.
- B Restrictions on Treasurer. The treasurer shall be prohibited from concurrently serving as an officer in a chapter or area.

§8 Secretarial Duties. The MCEA secretary shall be the principal party to record the business sessions of the board of directors at their monthly meetings, and executive committee meetings, the statewide advisory council meeting, convention (limited notes), and any special convention or meetings that are called by the president. The secretary shall record all motions and any action taken on those motions when they occur in any of the aforementioned meetings. The secretary shall make these minutes available to the members of the board and the executive committee. The secretary is responsible for keeping a record of attendance for each regularly scheduled meeting and any meeting called by the president of the MCEA.

Article VI Board of Directors

§1 Composition. The board of directors shall be composed of:

- 1 officers—the four officers specified in Article V Officers, §1 Titles and Terms of Office;
- 2 non-officers—four non-officer members;
- 3 area governors—one area governor from each of the five designated geographical areas;
- 4 president of the Retirees chapter;
- 5 chair of the county advisory committee; and
- 6 immediate past president of the MCEA.

No member of the board shall hold more than one board position at the same time.

§2 Term of office. Non-officer members of the board of directors may be elected to not more than two successive full consecutive terms. A term of office is two years. A non-officer member of the board of directors who has served two successive two-year terms may only be elected to another term after a break of at least one full two-year term.

§3 Representatives. The area governors, the president of the retirees chapter, and the chair of the county advisory committee shall attend all meetings of the board of

Maryland Classified Employees Association, Inc., Bylaws

directors and shall have the right to vote upon all matters transacted at these meetings. If any one of these elected officials is unable to attend any board of directors' meeting, said elected official shall designate a representative from the respective constituency, who is not a member of the board of directors, to act on behalf of the respective constituency. This representative shall have the same rights and privileges as are granted to the elected officials.

§4 Vacancies. Whenever a vacancy or vacancies occurs in the non-officer member positions of the board, as listed in Article Vi Board of Directors, §1 Composition, §1 Composition, Number 2 Non-officers, except as a result of an election or other action at the biennial convention, this position shall be filled by the person with the next highest vote for a board position from the biennial convention, provided that person received at least fifty percent of the number of votes cast for the board position filled with the lowest number of votes.

In the event of a tie, any selection shall be made by lot. In the event that there are no candidates available, the vacancy shall be filled pursuant to this bylaw. The remaining members of the board shall fill the vacancy or vacancies from the names submitted by chapters within thirty days from the date that the notice of the vacancy is mailed or otherwise given to the chapters. The minutes of the chapter meeting at which the member received chapter approval shall be submitted with the nomination form provided by the board of directors. This vacancy or vacancies shall be filled by a majority vote of the members of the board present and voting. When more than two candidates are nominated for the vacancy or vacancies and a majority vote is not obtained, the candidate receiving the lowest number of votes shall be dropped until a majority is obtained. This process shall be subject to ratification by the next biennial convention unless the term being filled expires at or before the time of the next biennial convention. Any vacancy or vacancies occurring within ninety days prior to the biennial convention shall not be filled by the board. Chapter presidents shall be notified by the most reasonable and appropriate means of written communication, and the vacancy or vacancies shall be filled by the delegates to that convention. In the event that a non-officer member of the board of directors separates from public employment, the position shall automatically become vacant.

In the event that a non-officer member of the board retires before the end of his term, that member shall be permitted to complete his term. This vacancy shall then be filled by the delegates to that convention. If a non-officer member of the board of directors separates from public employment due to a layoff or job abolishment and that action is being appealed, the board member may serve until adjournment sine die of the next convention. This position then becomes vacant and shall be filled by the delegates to that convention.

§5 Disciplinary Action. The absence of any board of directors member from either: three consecutive meetings of the board or three non-consecutive regularly scheduled meetings of the board within each twelve month period, commencing from the date an office is assumed, shall be deemed to create a vacancy. Regularly scheduled meetings are those meetings scheduled at least thirty days in advance.

The position of area governor, chair of the county advisory committee, or the president of the retirees chapter shall be deemed vacant also, if the individual occupying any of these positions is removed from the board due to absenteeism, unless the area vice governor or county advisory committee vice chair, or vice president from the retirees chapter attends and represents the area, county advisory committee, or retirees at the board meetings as a substitute for the area governor, county advisory committee chair, or the retiree chapter.

Maryland Classified Employees Association, Inc., Bylaws

Upon presentation of documentation, which the board of directors determines is appropriate, the board may excuse the board member from a particular board meeting. These absences shall not constitute an absence for purposes of disciplinary action described in this section.

§6 Immediate Past President. The immediate past president of the MCEA must have served as president of the MCEA for at least one year. The Immediate Past president shall be a member of the board of directors and shall have the right to vote and be counted in determining a quorum. The absence of the immediate past president from either three consecutive meetings of the board or three non-consecutive regularly scheduled meetings of the board within each twelve month period, commencing from the date this office is assumed, shall be deemed to create a vacancy; however, upon presentation of illness, which in the sole discretion of the board of directors is adequate, the board may allow up to two excused absences for medical reasons, and these absences will not be counted for purposes of disciplinary action described in this section. Regularly scheduled meetings are those meetings scheduled at least thirty days in advance. In the event that a vacancy does occur, it shall be filled by the most recent available past president.

§7 Duties and Powers. Subject to the convention, the board of directors shall be the governing body for and direct the policies of the MCEA. It shall employ and determine the compensation and duties of legal counsel and the executive director. All matters affecting the policies and means of accomplishing the objectives of this MCEA, not otherwise provided for in these bylaws or by the convention, shall be vested in and disposed of by the board of directors. The board shall meet at the call of the president, but not less than eight times in a calendar year.

Special meetings may be called by the president, or shall be called by the written request of the majority of the board of directors. Within twenty-four hours after the requests of the majority have been received at headquarters, a written notice of the special meeting shall be sent to each board member. The meeting shall be held within seven days of the date of the written notice. Fifty percent of the total board members shall constitute a quorum. All action taken by the board shall be by a majority of those members of the board present and voting, except as otherwise provided for in these bylaws.

The employment of the executive director shall be by a majority vote of the total membership of the board. The termination of the employment of the executive director shall be either by a recommendation from the president and a majority vote of the total membership of the board or, in the absence of a recommendation from the president, by a two-thirds vote of the total membership of the board.

It shall be the duty of all members of the board of directors to attend conventions, unless excused by the president. All board members shall be seated on the floor of the convention whether or not they are chapter delegates. Each board member attending the convention shall be prepared to report upon, and discuss, the business of the MCEA handled by the board of directors, to any member present at the convention.

The secretary of the board of directors shall forward a copy of approved board meeting minutes by mail and/or email to each chapter president for dissemination to chapter members. The report shall include all motions and actions taken on the motions.

Article VII Executive Director

The executive director is responsible for the administration of MCEA, the supervision of MCEA staff, and for personnel administration. The executive director shall be supervised by the president of MCEA and directed by the board of directors. This authority and the duties and responsibilities of the executive director are set forth in these bylaws, the

Maryland Classified Employees Association, Inc., Bylaws

board of directors Policy Manual, any contract between MCEA and the executive director, and the job description for this position as approved by the board of directors.

Article VIII Committees

§1 Standing Committees. The standing committees of the MCEA shall be a

- 1 budget committee,
- 2 bylaws committee,
- 3 convention committee,
- 4 internal audit committee,
- 5 legislative committee,
- 6 membership committee,
- 7 memorial scholarship committee,
- 8 election committee,
- 9 executive committee,
- 10 county advisory committee, and
- 11 grievance hearing committee.

The president shall appoint all members to the standing committees, with the exception of the election committee, executive committee, and county advisory committee, within thirty days after taking office.

The remaining standing committees shall be selected in accordance with Article VIII Committees,

- 1 §2 Executive Committee,
- 2 §3 Election Committee,
- 3 §4 Credentials Committee,
- 4 §5 County Advisory Committee, and
- 5 §6 Grievance Hearing Committee.

§2 Executive Committee. The president's advisory committee shall be known as the executive committee. This committee shall be composed of

- 1 the president,
- 2 the vice president,
- 3 the secretary,
- 4 the treasurer,
- 5 the immediate past president, and
- 6 two other members of the board of directors,

elected for a one-year term by the board at the first board meeting following the biennial convention. The executive committee may call upon other members of the board, members-at-large and employees to act as advisors to the committee. These advisors shall not have the right to make motions or vote.

The president shall serve as the chair of the executive committee. Meetings shall be called by the president.

Maryland Classified Employees Association, Inc., Bylaws

Five members shall constitute a quorum. All action taken by the executive committee shall be by majority vote of those members present and voting. The executive committee shall exercise such duties and functions as delegated to it by the board of directors. The executive committee shall not modify or act contrary to any actions taken by the board of directors or the convention. The committee shall not act contrary to the bylaws nor act contrary to any policies or directives of the board or the convention. All actions of the executive committee shall be reported to the board of directors at its next scheduled meeting. All actions and minutes of the executive committee shall be furnished to the board of directors on or before the Monday immediately preceding the next scheduled meeting of the board, unless the executive committee shall meet subsequent to said Monday. In that event, all actions and minutes shall be presented at the next meeting of the board.

§3 Election Committee. This committee shall be responsible for the managing of elections for the officer and non-officer board of directors which are to be elected at the convention. An official notice, by the most reasonable and appropriate means of written communication, shall be sent to each chapter president on or before February 1st each year notifying each chapter of the positions to be filled at the next biennial convention.

The committee shall be composed of eight members who shall be one non-officer member of the board of directors elected by the board at a fourth-quarter meeting; one member at-large who is not on the board of directors, to be appointed by the president; the chairperson of the credentials committee, and one chapter president, who is not on the board of directors, from each of the five geographical areas to be elected by the area advisory councils at their first meetings following convention. The committee chair shall be selected by the election committee at its first meeting to be held on or before February 1st of each year. The president shall convene the first meeting of the election committee. Members of the Election Committee may not run for office.

Nominations for officer and non-officer positions can only be made by the chapter of which the nominee is a member. The minutes of the chapter meeting at which the member receives this approval shall be submitted to the election committee with the required nomination form. All chapter minutes submitted in support of any nomination shall comply with the following requirements: chapter minutes shall indicate that a motion to nominate a member was made, seconded and passed; a chapter may nominate any member of the MCEA to no more than two positions on the board; there must be a separate motion by the chapter for each officer or non-officer position for which the member is nominated.

Members who do not belong to a chapter may be nominated by an officer or member of the board of directors, if the board, after due inquiry, determines that it is advisable to allow such nominations.

The election committee shall accept all nominations which are received at the MCEA headquarters, by certified return receipt mail only, postmarked on or before April 1st of each year, and shall be opened by the election committee chair. Once the committee verifies the nomination for adherence to the bylaws submission process, a date for interviewing candidates will be set and an interview notice will be sent to the candidates. After the slate of candidates has been certified by the election committee, it shall be presented to the president and announced at the annual statewide advisory council meeting. The final slate of candidates shall be presented to the delegates at the biennial convention by the chair of the election committee or another member of the committee whom the chair may designate.

Any qualified delegate may submit nominations from the floor of the convention for officer and/or non-officer positions on the board of directors provided that certain

Maryland Classified Employees Association, Inc., Bylaws

conditions are met. Prior to submitting any nomination from the floor, a delegate must have received the prior written approval of his chapter, which was obtained at a duly authorized chapter meeting and filed with the election committee, by certified return receipt mail only, postmarked no later than thirty days prior to convention. Any member whose name is properly submitted by his or her chapter as a potential nominee from the floor will be contacted by the election committee to schedule and interview prior to convention. Each nomination from the floor must be accompanied by a statement signed by the nominee indicating willingness to serve, if elected, in the nominated position.

§4 Credentials Committee. The president shall accept all nominations and appoint a credentials committee, subject to the approval of the convention, to conduct the elections. The credentials committee shall be responsible for distributing the ballots, tabulating votes, and certifying the results of the elections to the convention delegates. After all nominations are closed on a particular ballot, if there are two or more nominees for any office or if there are more nominees seeking election to the board of directors than there are vacancies, the chair shall permit each nominee to speak on his own behalf for a period of three minutes. A reasonable period of time shall be permitted for delegate caucusing. This period of time shall be no more than five minutes.

§5 County Advisory Committee. This committee shall be composed of the presidents of the county chapters and interested members of the county chapters. Each chapter shall have one vote. The committee shall meet at least two times each year, at other times as directed by the president, or upon request of the committee and the approval of the president. The chair and the vice chair of the county advisory committee shall be elected annually by the county chapters at a meeting of the committee convened by the president following the MCEA's biennial convention, but no later than October 31st.

In the event that the chair of the county advisory committee separates from public employment, the position shall automatically become vacant. In the event of retirement from public employment, the chair of the committee shall be permitted to complete the term of office. Whenever a vacancy occurs in the office of the chair of the county advisory committee, the vice chair shall automatically move up to this position.

The duty of the county advisory committee is to advise the MCEA of problems within the counties and to present to the board of directors any action, plan or program which, in the opinion of a majority of the committee members present and voting, shall be in the best interests or welfare of both the general or county membership.

The chair of the committee or, in his absence, the vice chair of the committee shall present all action of the committee to the board of directors for its consideration. If both the chair and the vice chair of the committee are unable to attend a board meeting, the chair of the committee shall designate a representative from the committee who is not a member of the board of directors. The chair of the committee is expected to adhere to the same attendance requirements as any other member of the board of directors. If, for reasons of non-attendance, the chair of the committee is removed from the board of directors, representation responsibility is assumed by the vice chair.

§6 Grievance Hearing Committee. This committee shall be composed of five members who shall be two non-officer members of the board of directors, two members-at-large and one officer. Members and the chair of the committee shall be appointed annually by the president on or before January 1st. The function of the committee shall be to serve as an appeal body for members of the MCEA regarding issues arising during the course of grievance or disciplinary appeal representation by the MCEA, pursuant to the grievance hearing procedures approved by the board of directors. All recommendations of the grievance hearing committee shall be referred to the board of directors for final disposition.

Maryland Classified Employees Association, Inc., Bylaws

- §7 Budget Committee.** The budget committee shall be comprise five members; the MCEA treasurer as chairperson; the fiscal accounting staff person; and three MCEA members, to be appointed by the president promptly after the biennial convention, who have knowledge of budgets and fiscal responsibility. The Budget Committee shall present the biennial budget to the State Wide Advisory Council for review.
- §8 Internal Audit Committee.** The internal audit committee shall composed three members; the MCEA treasurer as chairperson and two MCEA members, to be selected by the president.
- §9 Special Committees.** Other special committees shall be appointed by the president, as the board, membership or president shall deem necessary to fulfill the objectives of MCEA.
- §10 Committee Reports.** The committee chair or his or her designee of all non-standing committees appointed by the president shall report committee recommendations to the president or his or her designee. The president shall make the report a board agenda item within sixty days of the date-stamped receipt of the report. If the president desires, the committee chair or his or her designee shall be present when the report is discussed before the board. Should the above process not be followed, no valid or enforceable actions, positive or negative, may be taken on a non-standing committee report.

Article IX Area Advisory Councils

- §1 Determination of Areas.** There shall be five areas whose boundaries shall be determined by the board of directors.
- §2 Composition.** The area advisory councils shall be composed of the presidents of each of the chapters in the area, or their duly authorized representatives, and the immediate past area governor. Chapter presidents who are members of the board of directors shall also be members of the advisory council.
- §3 Area Officers.** Each area shall have a governor, vice governor, treasurer, and secretary. The area governor shall be a current or past chapter officer or a past area officer; the area vice governor shall be a current or past officer or a past area officer. The area treasurer and secretary shall be appointed by the area governor and shall be a member of a chapter within the area.
- §4 Elections.** The governor and the vice governor shall be elected during the first meeting following convention in odd-numbered years.
- §5 Vacancies.** Whenever a vacancy occurs in the office of area governor, the vice governor shall automatically move up to this vacated position. Whenever a vacancy occurs in the office of vice governor, this position shall be filled by vote of the members of the area advisory council at its next scheduled meeting. In the event that either the area governor or vice governor separates from public employment, the position shall automatically become vacant.
- In the event that either the area governor or vice governor retires from public employment, the opportunity shall be given to serve in that office until the adjournment of the area meeting held immediately following the effective date of the retirement. This vacancy shall be filled by the chapter representative at that area meeting.
- §6 Duties.** Chapter presidents who are unable to attend any meeting of the advisory council shall designate a representative, preferably the chapter vice president, to attend these meetings. These representatives shall have the same rights and privileges on the council as would the chapter president. The area governor or vice governor shall attend all meetings of the board of directors and have the right to vote upon all matters transacted at these meetings. If both the area governor and vice governor are unable to

Maryland Classified Employees Association, Inc., Bylaws

attend a board meeting, the area governor shall designate a representative from the membership of the council who is not a member of the board of directors to act on behalf of the membership of the council. Each area advisory council shall meet at least two times a year, or at the call of the president.

The duty of each area advisory council is to advise the MCEA of problems within the area. The advisory council is to present to the board of directors any action, plan or program which it considers to be in the best interests of or for the welfare of the general and/or area membership. These actions, plans or programs shall be deemed recommendations to the board and, before presentation to the board, shall have received a majority vote of the advisory council members present and voting. These recommendations shall be presented to the board by the area governor. The board of directors shall act upon the recommendations from area advisory councils as it would a motion from any board member. The area governor of the area making the recommendation shall be notified immediately by the secretary or legal counsel of any action by the board. If, in the opinion of the area advisory council, the action of the board is unfavorable or is unsatisfactory, and the advisory council wishes to have the action of the board overruled, it may take this matter to the MCEA membership for a vote at the next convention. If the board fails to act on a recommendation from an advisory council, the council may also take this matter to the membership of the MCEA for a vote at the next convention.

Article X Statewide Advisory Council

§1 Composition. The statewide advisory council shall be composed of

- 1 the presidents of all chapters or their duly authorized representatives and
- 2 the board of directors.

§2 Meetings. The president of the MCEA shall call at least one statewide advisory council meeting per year. This meeting shall be held immediately after the Maryland General Assembly has adjourned.

§3 Duties.

- A It shall be the duty of the council to advise the president and the board of directors of:
 - 1 continuing problems affecting the membership, and
 - 2 new or potential threats to the membership.
- B In addition, it shall be the duty of the council to
 - 1 recommend to the president possible solutions to problems and
 - 2 more effective means of servicing the membership.

Council recommendations must receive a majority vote of the council members present and voting in order to be considered by the board of directors. At the next regularly scheduled meeting of the board of directors following the statewide advisory council meeting, the president shall present those recommendations to the board of directors. Recommendations receiving favorable action by the board shall be included in the president's report to the next biennial convention. Those receiving unfavorable action by the board shall be placed as items under new business on the agenda of that convention for further consideration by the delegates.

Maryland Classified Employees Association, Inc., Bylaws

Article XI Local Chapters

§1 Authorization. This MCEA may have such chapters as the board of directors deems most advantageous to the welfare of the MCEA. Each chapter shall be known as the _____ chapter of the Maryland Classified Employees Association, Inc. In addition, each chapter shall have a number which shall be designated by the executive director.

§2 Size. A chapter may be formed by eight or more members of the MCEA, subject to the approval of the board of directors.

The board of directors shall have the authority to revoke or suspend any chapter when a chapter has less than eight members for four consecutive quarters.

To be a chapter in good standing at the time of the official notice for the call of a convention, the chapter shall have at least eight members in two or more quarters in the past four quarters as shown on the last four quarterly rosters at the MCEA headquarters. Chapters formed during the last two quarters preceding the convention shall be considered a chapter in good standing.

§3 Rosters. When a chapter has been organized, a complete list of the social security numbers, names and addresses of its members shall be submitted by the chapter to the MCEA's headquarters.

Thereafter, any changes to this information shall also be submitted. No member may be added or transferred to any chapter, including the retirees chapter, without their knowledge and consent.

Chapter rosters will be mailed to chapter presidents on a quarterly basis.

§4 Bylaws. Each local chapter shall adopt bylaws which shall be submitted to the MCEA for approval by legal counsel. Once approved, a copy of the chapter's current bylaws shall be kept on file at the MCEA headquarters. Chapter bylaws may be revised as needed and shall become effective upon approval by legal counsel. In the event of conflict between the MCEA charter and/or these bylaws and the charter and/or bylaws of any chapter, the provisions of the MCEA charter and/or the MCEA bylaws shall always prevail. If chapter bylaws are not on file, then model bylaws, as contained in the ~~Chapter Officers Manual~~ ***MCEA guide to effective chapter leadership***, shall prevail until such time as effected chapters submit bylaws to legal counsel for approval.

§5 Chapter Officers. Each chapter shall elect officers as outlined in the bylaws. These officers, whether elected or serving in a temporary acting capacity, shall be members of the chapter in which the office is held. The board of directors may grant exceptions where the best interests of the MCEA and/or chapter will be served.

§6 Meetings. Each local chapter shall hold a minimum of two chapter meetings per year. There shall be at least one meeting every six months. This provision, together with a provision for reasonable notice to members, shall be included in the constitution and bylaws of each chapter. In addition, it shall be the responsibility of the chapter president or, in his absence, the chapter vice president to call chapter meetings in accordance with these bylaws. Chapter officers, upon accepting the oath of office, shall officially assume office immediately following the close of the convention with the words "adjournment sine die."

§7 Funds. Each local chapter may raise funds and make expenditures for chapter purposes. All fund-raising and expenditures must be consistent with the charter of the MCEA, these bylaws, and the constitution and bylaws of the chapter. If the fund-raising measures employed by a chapter, or the expenditures or proposed expenditures of a chapter should be questioned by any member, the matter shall be submitted to the board of

Maryland Classified Employees Association, Inc., Bylaws

directors of the MCEA. The decision of the board shall be final and binding upon all parties concerned. Prior to submitting such a matter to the board of directors, it shall first be considered by the chapter officers.

In the event that the chapter officers fail to take appropriate action promptly, the chapter members shall decide whether the matter should be referred to the board of directors, or whether it may be properly disposed of by the chapter.

Each chapter having funds in excess of two-hundred dollars at any time, shall maintain said funds in an accredited financial institution. All expenditures shall be made from said account and said account shall be accessible only with two chapter-officer signatures on each transaction. Such measures shall establish a safe depository for the funds, and a record of all deposits and withdrawals there from.

If the president or the board of directors should determine that the funds of any chapter are being or may be misused, or for any reason are in jeopardy, the president or the board of directors may impound and hold said funds in the name of the MCEA, pending the resolution of the matter to the satisfaction of the board of directors.

In the event that any chapter should disband or for any reason cease to be an active chapter of the MCEA in good standing, all of the funds of said chapter shall belong to, and be the property of, the MCEA. The board of directors may take, or authorize the taking of, such action as may be determined necessary to protect these funds, and to see that they are paid over to the MCEA's treasury. The board of directors shall be empowered to adopt such rules and regulations as it may deem necessary for the raising and handling of chapter funds, for the accounting of chapter funds and for the handling of any complaints brought under this section. All chapter bylaws, constitutions and/or charters shall contain adequate reference to, and acknowledgement of, the provisions of Article XI Local Chapters §7 Funds. Accounts and chapter records shall always be available for audit by the MCEA's internal audit committee.

§8 Contractual Restrictions. No chapter shall enter into any contract or agreement of any nature which purports to be binding upon the MCEA without prior written approval of the board of directors.

§9 Discipline. In the event the chapter officers fail to hold at least two chapter meetings per year, as required by these bylaws, the president shall have the authority to suspend these chapter officers. After it is determined that one or more semi-annual meetings have not occurred, the executive director shall direct appropriate staff to investigate the nature of the difficulty and provide assistance in rectifying problems as they are able. After the results of a staff investigation are presented to the board, the board may declare any of these offices vacant. Thereafter, the executive director shall have the responsibility for calling a chapter meeting and reactivating the chapter by a method approved by the board of directors. The board of directors shall have the authority to revoke or suspend any chapter when it determines that the chapter has acted in a manner that is detrimental to the best interests of the MCEA or in violation of these bylaws.

Notification of the decision of the board shall be sent by certified mail to those chapter officers whose names are on record at the MCEA's headquarters at the time of notification.

If any disciplinary actions are taken against any chapter, the board shall submit a written report of the full facts to the convention and shall furnish the chapter with a copy of the report within thirty days prior to the biennial convention.

§10 Appeal of Discipline. Any chapter or chapter officer against whom disciplinary action has been taken by the officers of the MCEA shall have the right to appeal this action to

Maryland Classified Employees Association, Inc., Bylaws

the board of directors. Notification of the intent to appeal such action shall be made by the chapter or chapter officers in writing to the MCEA within ten working days after the chapter or chapter officers have been advised of the disciplinary action. Notification of the decision of the board of directors shall be sent by the most reasonable and appropriate means of written communication within sixty days after receipt of the appeal. The chapter or chapter officers shall have the right to appeal this decision or any other discipline by the board of directors to the convention. Notification of the intent to appeal to the convention shall be made in writing to the MCEA within ten working days after the chapter or chapter officers receive the decision of the board by the most reasonable and appropriate means of written communication. The written intent to appeal may not be received at the MCEA's headquarters less than ten working days before the convention.

Article XII Retirees Chapter

§1 Authorization. The chapter shall be known as the retirees chapter No. 152 of the Maryland Classified Employees Association, Inc.

§2 Objectives of the Retirees chapter

- A To support the aims and general objectives of the MCEA.
- B To inform retirees regarding anything that may pertain to members of the MCEA.
- C To advise its members on any retirement problems.
- D To protect the rights of its members under the retirement laws.

§3 Membership. Any retired public employee who is a member of the MCEA or who is eligible for membership therein, and has retired from public service, may become a member of the retirees chapter upon payment of dues to the MCEA. No member may be added or transferred to any chapter, including the retirees chapter, without their knowledge and consent.

§4 Other Provisions. Provisions of Article XI Local Chapters, apply unless otherwise noted.

Article XIII Revenues

§1 Determination of Dues

- A Dues shall be placed on the agenda of the any convention for consideration.
- B Effective Dates and Rates.
 - 1 Effective January 1, 2019, the dues for active employee members shall be \$22.25 bi-weekly.
 - 2 Effective January 1, 2019, dues for active retiree members shall be \$48.00 per year.
 - 3 Effective January 1, 2019, dues for surviving spouse shall be \$48.00 per year.
 - 4 Effective January 1, 2019, dues for continuing membership shall be at the rate of \$10.00 per year.
 - 5 Effective January 1, 2019, dues for associate membership shall be \$48.00 per year.
- C Dues shall be paid by payroll deduction or in the case of members not having access to payroll deduction, by payment in response to a billing from the MCEA.
- D \$1.00 of each member's dues shall entitle the member to receive all official publications of the MCEA.

Maryland Classified Employees Association, Inc., Bylaws

- E A member called to active duty by the U.S. Armed Forces, or is caused to be on leave without pay from state, county or municipal service, shall have his or her dues suspended from the time of his or her last full payroll check until he or she returns to the active payroll.
- F A member successfully represented by the MCEA in a termination case shall reimburse the MCEA the dues for the period covering his or her separation.

§2 Assessments. Special funding for a specific purpose may be raised through a special assessment levied in addition to members' dues. The need for such an assessment shall be determined at a convention specifically called for this purpose. Such a convention shall also determine the amount of the assessment, the method by which the assessment shall be collected and the duration of the time period during which the assessment shall be collected.

§3 Chapter Rebate. Active employee chapters shall receive a 7.5 percent rebate of all dues of their active employee and active retiree members collected by the MCEA. The Retirees chapter shall receive a 7.5 percent rebate of all dues of its chapter members collected by the MCEA. All rebates shall be payable on a twice yearly basis in August, and February, contingent upon approval by the most recent prior convention.

The amount to be paid will be based on the MCEA's records at the close of each six-month period, but contingent upon the chapter's full compliance with Article XI Local Chapters, §6 Meetings.

In addition, to assure timely payments, a completed chapter meeting form for each meeting must be submitted to and received by headquarters not later than the 20th of the month succeeding the close of the six-month period in which the meeting is held. In the event that any chapter fails to comply with the provisions set forth by this section for two or more successive meetings, no rebate shall be payable to that chapter unless chapter officers appear before the board of directors to present an explanation for the chapter's non-compliance and evidence that the reasons for non-compliance are being rectified. The board of directors shall have discretion to grant up to two rebates. If the explanation is not accepted, all monies being held by the MCEA as a rebate for that chapter shall revert to the general fund of the MCEA.

§4 Check Authorization. All checks drawn against any funds of the MCEA shall be

- A signed by any one of the following:
 - 1 president,
 - 2 vice president,
 - 3 legal counsel or
 - 4 executive director, and
- B must be countersigned by
 - 1 the treasurer or
 - 2 secretary or
 - 3 some other person to whom such authority shall have been delegated by the board of directors.

Payment of bills shall first be approved by the executive director.

§5 Spending Limitation. The MCEA shall not expend funds in excess of its income for any fiscal year without the approval of the convention.

Maryland Classified Employees Association, Inc., Bylaws

Article XIV Financial Revue

§1 Annual Audit. The MCEA's corporate books and records shall be audited annually by an external Certified Public Accountant. Auditing of any chapter or any group of the MCEA shall be made as required under Article XI Local Chapters, §7 Funds.

§2 Internal Audit Committee. There shall be an internal audit committee appointed by the president. This committee shall review the financial records of not less than six chapters selected at random, annually. An annual report shall be presented to the convention.

§3 Fiscal Year. The fiscal year shall be January 1st through December 31st.

Article XV Official Publication

§1 Name. "The Maryland Classified Employees Association News" (MCEA NEWS) shall be an official publication of the MCEA, and title of same shall be vested in the MCEA.

§2 Determination of Policy. The president and executive director shall determine the policy of the MCEA NEWS and any other periodicals published subject to the policy as may be outlined and approved by the board of directors.

§3 Distribution. A copy of an official publication shall be furnished to each member in good standing. In addition to members, the executive director shall determine to whom an official publication may be supplied.

Article XVI Corporate Seal

The MCEA shall have a corporate seal consisting of two concentric circles with the wording: "Maryland Classified Employees Association, Inc., Maryland 1936" printed therein. The seal shall be used in accordance with, and for the purpose provided by, the applicable laws of the State of Maryland.

Article XVII Amendments

These bylaws may be amended by a majority vote at any convention at which a quorum is present, provided that the proposed amendments have been submitted to the bylaws committee of the MCEA not less than ninety days prior to the date of the convention.

These amendments shall be included in an official publication and mailed to the members of the MCEA at least thirty days prior to the convention. By a vote of three-fourths of that convention, at which a quorum is present, additional amendments to these bylaws may be considered, even though they have not been submitted or published as provided herein. No article or section of these bylaws shall be retroactive.

Article XVIII Effective Date

These bylaws, as enacted and amended, become effective at adjournment sine die of the convention at which they are enacted and amended, unless otherwise noted.

Newly enacted bylaws shall be published to the MCEA membership no later than January 1 immediately following the convention at which they are enacted.

End bylaws as amended September 22, 2018