

**MANAGEMENT EMPLOYEES ASSOCIATION (MEA)  
BY-LAWS**

**ARTICLE I - NAME**

SECTION A - The name of this organization shall be Managers Employee Association (MEA). MEA is an affiliate of the Chapter of the International Federation of Professional and Technical Engineers (IFPTE), Local 21, AFL- CIO. Henceforth this Association shall be referred to as "MEA/IFPTE Local 21".

**ARTICLE II – GOALS and OBJECTIVES**

The goals and objectives of MEA/IFPTE are:

- To promote a high standard of professionalism and a cooperative spirit among all employees;
- To secure improved compensation, benefits, working conditions, management and professional recognition for its members; and
- To protect and enforce the privileges and responsibilities covered by any agreement between this Chapter and the City of East Palo Alto.

**ARTICLE III - MEMBERSHIP**

SECTION A – MEMBERSHIP Membership shall be limited to persons who are employed by the City of East Palo Alto within the classifications agreed upon by the City Manager. A "member" is defined in this document as a dues-paying MEA/IFPTE Local 21-represented City of East Palo Alto employee.

SECTION B – DISCRIMINATION There shall be no discrimination based on religion, race, creed, color, national origin, age, gender, sexual orientation, physical or mental disability.

SECTION C – MEMBERSHIP DUTIES It shall be the duty of every member to uphold the goals and objectives of the Chapter.

SECTION D – ENDORSEMENTS Members may not use the organization's name as an endorsement for their product(s) or service(s) or for any reason(s) not specifically approved by the Board.

SECTION E – ROSTERS All membership lists and rosters are to be used by the Chapter and or IFPTE members for business only.

SECTION F – PROPERTY Any item created by a member on behalf of the Chapter is the property of the organization and not that of the individual member.

SECTION G – DISPUTES All membership disputes (including, but not limited to, disputes between membership and City, or between MEA members) shall be settled in good faith by all parties.

## **ARTICLE IV - DUES**

SECTION A – PAYMENT OF DUES Members shall pay the established dues of MEA/IFPTE Local 21.

SECTION B – VOTING RIGHTS Dues-paying Membership status entitles the member to vote, hold office, and to all other benefits afforded to active Chapter members.

SECTION C – APPLICATION An applicant shall complete a current “IFPTE Application for Membership – Payroll deduction authorization postcard” for membership.

SECTION D – JANUS RIGHTS MEA/IFPTE Local 21 acknowledges and complies with the U.S. Supreme Court decision resulting from court case Janus v. the American Federation of State, County and Municipal Employees, which protects members rights to opt out of active dues-paying membership.

## **ARTICLE V – EXECUTIVE OFFICERS**

SECTION A - OFFICERS Executive Officers shall consist of four elected officers: President, Vice President, Secretary, and Treasurer.

SECTION B – BY-LAWS The Executive Officers shall uphold these By-laws in their authority to represent and implement the will of the Chapter when carried by an affirmative vote of its dues paying membership.

SECTION C – PRESIDENTIAL DUTIES The duties of the President:

1. Preside at Chapter and Board Meetings.
2. Enforce the By-laws of the Chapter.
3. Assist all Executive Officers/Chairpersons in the performance of their respective duties.
4. Create any general or special committee, as applicable upon approval of the Board.
5. Supervise the conduct and the affairs of the Chapter.
6. Appoint Committee Chairpersons with Board approval.
7. Serve as a delegate to the IFPTE Local 21 Delegate Assembly.
8. Represent the Chapter as required.
9. Call for meet-and-confer to begin annual negotiations with City of East Palo Alto.

SECTION D – VICE PRESIDENTIAL DUTIES The duties of the Vice President:

1. Preside at Chapter and Board meetings in the absence of the President
2. Render such assistance as may be required by the President.
3. Perform any and all duties of the President in his/her absence.
4. In case of vacancy in the Office of the President, the Vice-President shall immediately assume the office.
5. Serve as a delegate to IFPTE Local 21 Delegate Assembly.

#### SECTION E - SECRETARIAL DUTIES The duties of the Secretary:

1. Preside at the Chapter and Board meetings in the absence of the President and the Vice-President.
2. Publish and distribute agendas of upcoming Chapter Meetings at least five (5) days prior to the meeting.
3. Keep minutes of Chapter and Board Meetings and publish Chapter Meeting minutes within 15 days after the meeting.
4. Conduct correspondence of the Chapter as required and maintain an organized file of minutes and correspondence.

#### SECTION F - TREASORIAL DUTIES The duties of the Treasurer

1. Preside at the Chapter and Board meetings in the absence of the President, Vice-President and Secretary.
2. Have charge and custody of, and be responsible for, all funds and securities of the Chapter and deposit all funds in the name of the Chapter in such banks, trust companies, or other depository selected by the Board.
3. Receive, and give receipt for, monies due and payable to the Chapter from any source and disburse or cause to be disbursed, the funds of the Chapter as may be directed by the Board, making proper vouchers for such disbursements.
4. Maintain a full and complete record of any Chapter accounts and insure that all expenditures are duly and properly authorized.
5. Prepare and submit to the Board, at the first meeting of each quarter, a statement of the Chapter's financial account(s).
6. Assist addressing dues related issues, as required.
7. Be an alternate delegate to IFPTE Local 21 Delegate Assembly.
8. Obtain necessary signatures and authorization when dispersing funds.
9. Expenditures over \$500 require prior approval of board.

10. Expenditures under \$500 must be reported at the next board meeting.

## **ARTICLE VI – THE BOARD OF DIRECTORS**

**SECTION A - BOARD** The Board of Directors shall consist of four Executive Officers - President, Vice President, Secretary, and Treasurer; plus one (1) designated Alternate.

**SECTION B - TERM** The term of office of each Executive Officer shall be for two (2) years commencing on the first day of January and ending on the last day of December in the second year.

**SECTION C – BOARD DUTIES** Any action, power, duty, authority and function taken by the Board, the Chapter members, and Executive Officers shall be in conformance with these By-laws and those of IFPTE Local 21. The Board shall have the following duties:

1. Represent the Chapter as required.
2. Establish Chapter goals and objectives.
3. Formulate policies for consideration by the membership.
4. Address and resolve Chapter issues.
5. Create public awareness of the Chapter purpose.
6. Support activities which benefit the Chapter.
7. Submit any matter to a vote of the membership at any meeting, as required.
8. Act as a conduit for professional development and career information.
9. Manage the business and affairs of the Chapter.
10. Other duties as applicable.

**SECTION D - APPOINTMENTS** The Board may appoint assistants and chairpersons to any or all of the Executive Officers, and each such assistant may act for such Executive Officer with no voting rights on the Board during the absence or disability of the Executive Officer.

**SECTION E - COMPENSATION** No Board Member shall receive any compensation for his/her service except for authorized expenses incurred in connection with the activities of the Chapter.

## **ARTICLE VII – BOARD MEETINGS**

**SECTION A – QUORUM** At any Board meeting, attendance by a majority of the total number of Board members, which includes at least three (3) executive officers,

established by these By-laws shall constitute a quorum for the transaction of business.

**SECTION B – SCHEDULE** Regularly monthly meetings of the Board shall be scheduled by the President and noticed by the Secretary. The President, or in their absence, the Vice-President, or in their absence, the Secretary, or in their absence, the Treasurer, or in his or her absence, the designated Alternate, may call emergency meetings.

**SECTION C – NOTICE** Noticing of emergency meeting must include agenda with topics. Twenty-four hour (24) noticing is required. The President and Vice-President hold the authority to override this term and hold non-noticed meetings in urgent circumstances if a quorum can be established. During negotiations periods, any elected Board official may override this term and hold non-noticed meetings in urgent circumstances if a quorum can be established.

**SECTION D –VOTING** For the purpose of Board business, each Board member shall have one (1) vote. A simple majority of the Board membership as established by these By-laws shall be required to pass any motion.

## **ARTICLE VIII – ELECTIONS**

**SECTION A – ELECTIONS** Election of the Board and its Officers shall be made by the MEA/IFPTE Local 21 membership as prescribed below. The MEA/IFPTE Local 21 membership is defined as those dues-paying members of MEA/IFPTE Local 21.

**SECTION B – BOARD COMPOSITION** The Board shall be composed of up to five (5) members including a President, Vice President, Secretary, Treasurer and up to one (1) designated Alternate.

**SECTION C – TERM OF OFFICE AND ELECTION CYCLE** The term of office for all board members and officers shall be 2 years. The President, Secretary and one (1) designated Alternate shall be elected in even-numbered years and take office the first of January the following year. The Vice-President and Treasurer shall be elected in odd-numbered years to take office the first of January the following year.

**SECTION D – FIRST ELECTION** In December 2020, the MEA membership shall elect a full Board and slate of five (5) Officers under these bylaws. The President, Secretary and one (1) designated Alternate take office January 1, 2021 for a term of two (2) years. The Vice President, Treasurer and two (2) members- at-large shall take office January 1, 2021 for a term of one year. The election cycle described under Section C, above, shall apply subsequently.

**SECTION E – ELECTION BALLOT** All elections for the Board and Officers shall be cast by secret written ballot. Should this vote be cast from a remote working environment, the Secretary may disseminate an anonymous ballot to the membership to cast their

vote. Any method used to cast a vote must 1) not contain and personal identifying information, and 2) limit each individual to one (1) vote.

## **SECTION F – ELECTIONS PROCESS**

- Nominations will be accepted by the MEA/IFPTE Local 21 Board for positions up for election by November 15th prior to the election.
- The Board shall:
  1. Confirm acceptance of the nominations with each candidate and report acceptances at a Board meeting prior to December 1;
  2. Approve the names to be added to the ballot;
  3. Develop and produce a ballot; and,
  4. Schedule the date, time, and place of the election.
- The election shall be conducted at a general membership meeting, properly noticed, on or before December 15<sup>th</sup>, or at the next General Membership Meeting in which there is a quorum of the membership (per Article XI, Section E).
- The Board shall implement a process to identify eligible voting members and provide each member with a ballot after they sign in.
- The results shall be counted by the MEA/IFPTE Local 21 Secretary, and re-counted by the Vice President while witnessed by a MEA/IFPTE Local 21 member who is not on the Board. The results shall be cross-checked between Secretary and Vice President and then forwarded to President who will immediately report the results to the general membership.
- Absentee ballots are allowed provided an acceptable method to members, board, and IFPTE can be developed, and adhere to the terms set forth in Article VIII, Section E.

## **ARTICLE IX – BOARD VACANCIES**

**SECTION A – VACANCIES** If any Board member is unable to complete his or her term, the President, with Board approval, may appoint a replacement until the next regularly scheduled election.

### **SECTION B – REMOVAL FROM OFFICE**

1. Any Board member may be removed from office for:
  - Misappropriation of Chapter funds;
  - Failure to perform his/her duties of the office;
  - Using the name of the Chapter to actively work against an official endorsement made by the Chapter; or
  - Intentional violation of any of the provisions of these By-laws.
2. Any Board position may be declared vacant if he or she is absent from two (2) consecutive regularly scheduled meetings of the Board without prior notice.
3. Removal may occur by:

- Resolution of the simple majority vote of the Chapter membership present at a noticed Chapter meeting. The resolution shall state the facts, reasons, and findings for removal from the Board.
- Special Election - A special recall election for any Board Member shall be held if requested on a written petition signed by one half (1/2) of the dues-paying Chapter membership.

## **ARTICLE X – COMMITTEES**

**SECTION A – Standing and Special Committees** Standing and Special Committees may be created, sustained or dissolved by the Board of Directors as needed. Chairs of Standing and Special Committees shall be appointed by the Board. Board members may serve as chairs of such committees. Any Board member who desires to participate on a Standing or Special Committee should make a request to the Board. The Board may respond and approve by simple written majority.

**SECTION B – Ad Hoc Committees** The Board may create Ad Hoc committees and appoint a chair. Ad Hoc Committees shall serve for a limited time and focus on a single purpose. Any Board member who desires to participate on an Ad Hoc committee should make a request to the Board. The Board may respond and approve by simple written majority.

## **ARTICLE XI – CHAPTER MEETINGS**

**SECTION A – REGULAR CHAPTER MEETINGS** Regular Chapter meetings shall be held once a month on a regular business day determined by the Board. Members shall receive notice of these meetings minimum five (5) working days in advance. The general membership should make decisions including, but not limited to, collective bargaining agreements, membership, dues, executive officers, Board of Directors, chapter meetings, and by-law amendments.

**SECTION B – SPECIAL CHAPTER MEETINGS** The Board may call Special Chapter meetings upon the written request of fifty percent (50%) of the full membership. Members shall receive a five (5) working day notice of these special meetings. The only business that may be conducted at a special meeting shall be that for which it was called.

**SECTION C – EMERGENCY CHAPTER MEETINGS** The President or designee has the authority to call an Emergency Chapter meeting. The only item(s) that can be voted on shall be those item(s) for which the meeting was called and noticed for. Twenty-four (24) hour notice is required.

**SECTION D – QUORUM** At any meeting of the members, the presence of ten (10) percent of membership and five (5) Board members shall constitute a quorum for the transaction of business. In the case of an inability to obtain a quorum within 15 minutes after the announced meeting time, the meeting shall be cancelled.

**SECTION E- VOTING** No member shall cast more than one (1) vote on any question before the membership. There shall be no voting by proxy. Ten percent (10%) of membership is required for votes taken at general membership meetings. Voting outside of chapter meetings into locked voting boxes is allowed provided that boxes are watched during voting and membership lists are checked.

**SECTION F – ROBERT’S RULES OF ORDER** Robert's Rules of Order shall prevail at all meetings to regulate discussion of issues and debates upon any matter under consideration consistent with the By-laws.

## **ARTICLE XII – INFORMATION OFFICERS**

**SECTION A – INFORMATION OFFICERS** Information Officers (IO) serve as Union Representatives of the Chapter in the workplace. One IO may be designated for each membership work location. The IO network shall:

1. Encourage members to participate in Chapter activities;
2. Disseminate information to the membership on Chapter activities; and
3. Act as a resource to refer members to the Board or IFPTE representative.

## **ARTICLE XIII– GENERAL**

**SECTION A – CONFLICT OF INTEREST** No member shall directly or indirectly participate in the deliberation or consideration of any question involving his or her pecuniary interest except as such interest may be affected by salary or other benefits of employment by the City of East Palo Alto. If such question is considered during a meeting, the interested person shall recuse himself or herself from the meeting during such deliberations. If such person is a member of the Board, the remaining Board members present shall, by majority vote, exercise all the powers of the Board, but only with respect to that particular question. Any person who has recused himself or herself on a particular question pursuant to the provisions of this section shall not be considered to be present at such meeting for the purpose of determining a quorum on that question.

**SECTION B – DOCUMENT RECORDS** The Secretary shall maintain document records including (1) copies of the By-laws, and all amendments thereto, (2) results of nominations and elections, and (3) minutes of all meetings in the meeting book of this Chapter, together with any other papers of important historical value.

**SECTION C – NOTES AND CHECKS** All notes and checks of the Chapter shall be due to be sufficient and binding upon the Chapter if signed by any two (2) of the Executive Officers. The Treasurer are responsible for insuring that this requirement is fulfilled.

## **ARTICLE XIV - AMENDMENT OF BY-LAWS**



SECTION A – PROPOSED AMENDMENTS Any proposed amendment to these By-laws shall be submitted in writing to the Board for recommendation and review. Together with board recommendation and findings, the proposed amendment shall be submitted to the membership for consideration within the next two (2) regular chapter meetings.

**END OF BY-LAWS**