

CONSTITUTION AND BYLAWS OF THE NEW YORK STATE CONFERENCE-AAUP =
Proposed Amendments DRAFT

CONSTITUTION

ARTICLE I: Name and Purpose

1. The name of this organization shall be The New York State Conference of the American Association of University Professors.
2. The purpose of this Conference shall be to initiate, advance, and coordinate action on the state level consistent with the principles and procedures of the American Association of University Professors, and to foster the goals of the Association in coordination with other AAUP bodies.

ARTICLE II: Membership

1. All AAUP members in New York State are members of the New York State Conference.

ARTICLE III: Officers, Committees, Councils, Executive Director, and Newsletter Editor

1. The officers of the Conference that constitute the Administrative Committee shall be a President, a Vice President, a Secretary, and a Treasurer. They shall perform the duties specified in this constitution and its by-laws, as well as carry out the functions usually appertaining to their respective offices.
2. There shall be an Executive Council chaired by the President. The Council shall consist of the following: the officers of the Conference, the Immediate Past President, four at-large members, the national Council members elected from the district that include New York State, the At-Large Council members who are members of the NYS Conference, and the elected National AAUP Officers who are members of the NYS Conferenece. The Executive Council shall meet at least twice a year, and shall have the authority to make appropriate decisions for the conduct of Conference business, to approve expenditures, and to monitor the budget. It shall recommend Conference budgets to the Conference's Fall Meeting. It shall make recommendations for all changes in Conference dues to that Meeting or the Spring Meeting. With the approval of either the Fall or the Spring Meeting, it may establish standing committees and councils, whose purposes shall be (a) to consider problems, issues, and programs related to defined matters of continuing interest to the Conference or to institutions of a particular type or location; and (b) to recommend appropriate action to the Fall and/or Spring Meetings of the Conference. The officers and at-large members of the Executive Council shall also represent the Conference at National AAUP and ASC meetings as specified in the bylaws.

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3. There shall be a Steering Committee chaired by the President that shall consist of the Executive Council as well as the Conference Newsletter Editor and the chairs of standing Conference committees and councils. The Steering Committee shall meet no less than two times a year and may meet concurrently with the Executive Council. The Steering Committee shall discuss and offer advice on issues brought to it by the President but only those members of the Steering Committee who are members of the Executive Council may vote on fiduciary matters, including the budget, dues proposals and expenditures.
4. The officers shall constitute the Administrative Committee, which shall meet between Executive Council meetings to conduct such business as the President deems necessary. The President shall chair the Administrative Committee and take action on matters brought to it by the President. All actions of the Administrative Committee shall be reported to the next Executive Council meeting, and any action of the Administrative Committee may be revised by the Executive Council. The Administrative Committee shall prepare the agendas for meetings of the Executive Council and of the Conference.
5. The Executive Council shall appoint an Executive Director and other paid employees of the Conference, and the newsletter editor, whether paid or unpaid; shall set the term of service for each; shall conduct regular reviews of the services provided, possibly using the Administrative Committee to carry out the reviews and make recommendations; and, if necessary, shall dismiss for cause, following AAUP principles in such a matter.
6. The Executive Director shall be responsible for maintaining communications with chapters in the state; assisting the Vice President with chapter and membership development; working closely with officers and the Executive Council; providing support for standing committees and councils, and special committees and task forces; maintaining administrative services, records, and data bases; making arrangements for Conference meetings; and supervising the Conference's web site.
7. The newsletter editor shall oversee and coordinate with the Executive Director the issuing of the newsletter and other Conference publications.
8. Audit Committee
 - a. There shall be an Audit Committee consisting of the Vice President and two At-Large Members of the Executive Committee as appointed by the President.
 - b. Biannually the Audit Committee shall review the periodic reports of the Treasurer as presented at the meetings of the Executive Council and of the Conference and to review the financial records, bills, receipts, and other related records of the New York Conference, in order to verify the accuracy of such financial reports and records.
 - c. The Audit Committee may also inspect any financial reports or other reports filed with the Department of Labor or other governmental agencies; such inspection includes the right to examine all financial

records used to prepare such reports.

- d. Upon the completion of a review by the Audit Committee, it shall issue a written report to the Executive Council certifying the results of the examination. Any problems or discrepancies discovered through the examination shall be reported to the Executive Council, and the Audit Committee and the Executive Council shall work with the Treasurer to take appropriate action to resolve any problems or discrepancies identified.

Article IV: Election of Officers and At-Large Executive Council Members

1. Officers and at-large members of the Executive Council shall be elected by secret ballot of the membership for two-year terms. Balloting may be done by mail or via electronic means, and an alternative to electronic balloting will be offered. Distribution of ballots shall commence no earlier than March 1st. If the election has been completed, officers and at-large members of the Administrative Committee shall take office immediately after the spring meeting; if the election is not completed until after the spring meeting, they shall take office immediately upon being elected. The President and Vice-President shall be elected in even-numbered years; the Secretary and Treasurer shall be elected in odd-numbered years. Two At-Large Members of the Executive Council shall be elected each year and shall serve for two years.
2. The President shall be able to stand for two more successive terms as President following his or her first term.
3. For two years after leaving the office of President an individual shall serve as Immediate Past President. If the Immediate Past President holds another position on the Executive Council, the Immediate Past President's position shall remain vacant until the next election of a President.
4. Procedures for the Election of Officers and Members At Large
 - a. There shall be a three-member Elections Committee, no two of whom may be from the same chapter, to supervise the nomination and election process.
 - b. The Committee shall be elected by the Conference for a one-year term at the Spring meeting prior to the election it will supervise.
 - c. Those running for election or who, by virtue of their office, are on the Election Appeals Committee may not serve on the Elections Committee.
 - d. The Election Committee, no later than July 1 of each year shall call for nominations. Such call for nominations shall identify the positions up for election in the next year and the responsibilities of each position. Such call shall also specify the requirements for nomination, the person to whom nominations should be sent and the date upon which nominations shall be closed.
 - e. Nominations shall close no earlier than November 1.
 - f. The Election Committee shall submit to the Conference membership at least ninety days before March 1 the names of nominees for all positions to be filled by election. Candidates will be listed in

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- alphabetical order on all notifications and ballots.
- g. All AAUP members, except Associate members, living full time in or working in higher education in New York state who are qualified to vote in national AAUP elections and who have been AAUP members in good standing as of July 1 of the calendar year preceding the call for nominations are qualified to run for elected office.
 - h. All nominations must include signatures from at least six (6) members of the Conference from no less than two (2) chapters or Institutions. If less than two (2) nominations have been received for a position, the Election Committee shall seek additional nominations; the same requirements shall apply to nominees sought by the Election Committee as to all other nominees.
 - i. All candidate statements and biographical information are due 45 days prior to March 1. Candidates must follow the guidelines of the Elections Committee concerning the form and length of these items. Candidate statements and biographical information will be distributed to the membership with the ballot.
5. Succession of officers (except for the members of the National Council, who are chosen by national AAUP procedures and the Immediate Past President)
- a. In the event the President cannot complete his/her term, the Vice President shall complete the term until the next general election.
 - b. In the event that the Vice President cannot complete his/her term, the Secretary shall complete the term until the next general election fills the vacancy.
 - c. After serving temporarily as President or Vice-President the officer shall resume his/her office for the remainder of his/her term.
 - d. In the event that the Secretary or Treasurer cannot complete his/her term, the Executive Council, by a majority of those voting, shall elect a replacement until the next general election.
 - e. Vacancies in Executive Council membership other than for officers that occur between Conference meetings (except for the members of the National Council and National AAUP Officers who are elected by National AAUP procedures) shall be filled by the President with the approval of the Executive Council and recommended to the next meeting, Spring or Fall, of the Conference.
6. Due regard for geographical and institutional representation shall be exercised by the seeking nominees for positions in which insufficient nominations have been received.
7. Those officers and members—at-large who are not up for election shall serve as the Elections Appeals Committee and may not serve on the Elections Committee. The Executive Director will keep the secret ballots from the election for one year following the election. A protest to the election proceedings must be filed within 60 days of the election to the

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Executive Director of the Conference. The Election Appeals Committee will resolve the protest.

8. With the approval of the Executive Council, the President may appoint an auditor, a parliamentarian, and special committees or task forces to serve for a special term to consider matters of special interest to the Conference.
9. The President shall recommend to the Executive Council for approval the chairs of standing committees and councils, and the termination of the services of committee chairs and members when deemed necessary for the interests of the Conference.

ARTICLE V: Conference Meetings

1. There shall be Spring and Fall Meetings of the Conference. The dates and location to be determined by the Steering Committee. Adequate notice of the meeting shall be given to all Conference members.
2. Special meetings shall be called with in three weeks by the President at the direction of the Executive Council or by petition of at least ten chapters.
3. Conference meetings shall be open to all members of the American Association of University Professors in the state.
4. The regular Spring and Fall Meetings of the Conference shall consider the following matters:
 - a. Approval of the minutes of the previous Conference meeting;
 - b. The reports of officers, Executive Director, and chairs of committees and councils;
 - c. (At the Fall Meeting) Action on the budget for the next calendar year, subsequent to a recommendation by the Executive Council. If the Executive Council makes no recommendation, the Meeting may take action by itself. If for any reason no budget is approved by the Conference, the recommendations of the Executive Council shall be in effect until the next Conference meeting. If neither the Conference nor the Executive Council takes action, the budget for the current year will be duplicated for the following year.
 - d. Election of members of the Elections Committee;
 - e. Action on amendments to the Conference Constitution, subsequent to recommendations by the Executive Council. If the Executive Council makes no recommendations, either Fall or Spring Meeting may take action by itself. Proposed amendments to this Constitution shall be presented in writing to the Conference's Executive Director at least sixty days in advance of the Meeting in which action is to be taken, and circulated to Conference members prior to that Meeting. Amendments shall be adopted by two-thirds vote in a secret ballot of the Conference members present and voting at the Meeting;
 - f. Changes in Conference dues, subsequent to recommendations of

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the Executive Council. Executive Council recommendations for Conference dues changes shall be made known to Conference members at least 60 days prior to the Meeting where action is to be taken. If the Executive Council makes no recommendations, the Meeting may take action by itself. A majority vote of the Conference members present and voting shall be required to ratify changes in dues;

- g. Old business;
- h. New business.

5. Any proposal referred to the Executive Council for action or further consideration, and then rejected by the Executive Council, shall be referred to the next Conference meeting for final approval or disapproval.
6. Each member present shall have one vote in matters coming before the meeting. In no case shall there be more than four votes from any one chapter. A chapter or Institution exceeding this number will be allowed to caucus before voting takes place to determine who will vote their maximum allowed representation. Decisions in this caucus shall be by majority vote.
7. Voting to select an Elections Committee and to determine dues shall be by secret ballot.

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ARTICLE VI: Bylaws

1. Bylaws may be adopted and amended by majority vote at the Spring or Fall Meeting or by a special meeting of the Conference.

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ARTICLE VII: History of Ratification

1. This Constitution was submitted to all AAUP chapters in New York State. It became effective and the New York [now New York State] Conference of the American Association of University Professors came into existence in 1971 when a majority of those chapters voting approved the document within sixty days of its submission to the chapters. Upon ratification, the Presidents and Executive Committees of the existent New York State and Metropolitan Conferences appointed a joint six-member organizing committee to nominate the Conference's first officers and at-large members, and to set the date, location, and agenda of the first Conference meeting.

BYLAWS

1. The authorized standing committees of the New York Conference-AAUP are:
 - Committee A on Academic Freedom and Tenure
 - Committee on Academic Professionals

- Committee on Chapters, Members, and Dues
- Committee on College and University Government
- Committee on the Economic Status of the Profession
- Committee on Faculty Holding Contingent Appointment
- Committee on Government Relations
- Committee on Retirement
- Committee on the Status of Minorities in the Academic Profession
- Committee on the Status of Women in the Academic Profession

The President shall appoint the standing committee chairs of the New York State Conference.

2. The councils of The New York State Conference are:

- The Independent Council
- The CUNY Council
- The SUNY Council
- The Collective Bargaining Council
- The Regional Councils:
 - The Long Island Council
 - NYC-Westchester Council
 - Lower Central Council
 - Capital Area-Mid Hudson Council
 - Western-Midwestern Council
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The President shall appoint the chairs of the councils of the New York State Conference.

3. The Executive Council shall meet at least semi-annually.
4. Its meetings can for convenience be combined with Conference meetings. The presiding officer should make clear on each matter voted on who is entitled to vote.
5. The terms for the chairs and members of standing committees and councils shall be for three years, beginning and terminating at the end of the Spring Meeting. Acting chairs shall serve for the remaining term of the chairs they replace.
6. A quorum for meetings of the Executive Council shall be five (5) members.
7. A quorum for a Conference Meeting shall be representation from eight chapters.
8. All AAUP members living full time in or working in higher education in New York state who are qualified to vote in national AAUP elections may also vote in New York State Conference business matters, including Conference elections, and serve in any non-elected capacity for the Conference. To run for a NYS Conference elected position an AAUP member must additionally have been a AAUP member in good standing as of July 1 of the calendar year preceding the call for nominations.

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9. The New York State Conference designates that its delegates to AAUP Annual Meetings and to meetings of the Assembly of State Conferences be as follow:
 - The President, Vice-President and the two newly elected members at large of the Conference Executive Council shall be delegates to the ASC
 - The Secretary and Treasurer of the Conference, in that order, will serve as alternates, if one or more of the designated delegates cannot serve.
 - The two continuing members of the Conference Executive Council shall be delegates to the National Meetings.
10. The Approval of the Administrative Committee is required for any non-budgeted expenditures in excess of \$500.