

CONNECTICUT PUBLIC EMPLOYER LABOR RELATIONS ASSOCIATION

BYLAWS

ARTICLE I

Section 1. *Name*

The official name of this Association shall be the Connecticut Public Employer Labor Relations Association.

Section 2. *Purpose of Association*

The Connecticut Public Employer Labor Relations Association, hereinafter designated "ConnPELRA" or "Association", is formed to provide the highest standard of excellence in assisting and representing state, county and municipal government in the area of labor relations. In order to implement its purpose, the ConnPELRA program shall include, among other things:

- a. Dissemination and exchange of information and data, and analysis of policy, pertaining to all areas of labor relations including collective bargaining in which state, county and municipal governments may become involved;
- b. Fostering of cooperation among members, including meetings at appropriate times, to promote sound public policies and practices with respect to labor relations; and
- c. Providing such appropriate guidance and assistance in the public sector of labor relations as may be directed from time to time by the membership or the Executive Committee.

ARTICLE II

Section 1. *Membership Eligibility*

Membership shall be open to individuals elected or employed by a government jurisdiction, including a school system, who have responsibility for the conduct of employee or labor relations or to individuals so employed who represent management on an exclusive basis in a confidential capacity working in some aspect of employee relations. Membership shall likewise be available to members of any firm, association, league or corporation, with special knowledge, experience or interest in public sector labor relations, provided, to the extent said firm, association or corporation is involved in labor relations, it represents primarily management clients.

Section 2. *Definition of Membership*

There shall be five (5) membership categories: Agency Representatives, Agency Individuals, Affiliated Members, Affiliated Individuals and Honorary Members, defined as follows:

- a. **Agency Representative (AR)** Any person elected or employed by a government jurisdiction, including a school system, who has responsibility for employee or labor relations, acting exclusively on behalf of management.
- b. **Agency Individual (AI)** Any person employed by or working within the agency or department of an Agency Representative in a confidential capacity working exclusively on behalf of management. Any retired employee who has formerly participated as an active Agency Member.
- c. **Affiliated Member (AF)** Members of any firm, association, league or corporation who are not employees of a public employer but who either represent and actively work for the interests of public management or have special knowledge, experience or interest in public sector employee or labor relations, provided said firm, association, etc., functions only on behalf of management. Affiliated Membership may be granted to such other individuals in positions that exclusively support management in public labor relations as deemed consistent with the purposes of the Association.
- d. **Affiliated Individual (AFI)** Any person employed by or working within the firm or department of an Affiliated Member in a confidential capacity, working exclusively on behalf of management. Any retired employee who has formerly participated as an active Affiliated Member.
- e. **Honorary Membership (H)** Shall be awarded to certain individuals in recognition of outstanding effort and the continued interest in and support of the Association, on a basis of not more than one Honorary Membership per year, to be voted during the annual meeting. Honorary Members shall not be required to pay dues but shall have all other privileges of membership except the right to vote.

Section 3. *Selection for Membership*

There shall be an application for membership in writing. Eligibility for membership or continuation of membership shall be determined by action of such committee as may be designated by the President, for such purpose.

ARTICLE III

Section 1. *Officers*

The Officers of the Association shall consist of a President, Vice President, Secretary/ and Treasurer. Officers shall be elected by a majority of the votes cast at the Association's Annual Meeting and shall take office September 1st. They shall hold office until their successors are elected. Effective September 1, 2009, the term of office shall be two years,

from September 1st. The maximum duration for any officer in a given position shall be four (4) consecutive years.

Section 2. *Duties of the President*

The President shall preside at all annual and special meetings which he/she attends and shall be responsible for the general supervision of the business of the Association. He/she shall assign responsibility for committee leadership to appropriate officers or members.

Section 3. *Duties of the Vice- President*

The Vice- President shall consult with, counsel and advise the President. In the absence, disability or retirement of the President, the Vice President shall carry out the President's duties. In the event of a resignation by the President, the Vice President shall serve the remainder of the unexpired term.

Section 4. *Duties of the Secretary*

The Secretary shall be responsible for the retention of all records of the Association and shall serve as Secretary to the Officers and the Executive Board. The Secretary shall also give, or cause to be given, notice of all meetings of the General Membership and also special meetings of the Executive Committee. The Secretary shall succeed the Vice President in the event of the absence, disability or retirement of the Vice President.

Section 5. *Duties of the Treasurer*

The Treasurer shall have custody of all funds and power to make disbursements and endorse checks as directed by the Executive Committee.

Section 6. *The Executive Committee*

The Executive Committee shall consist of nine (9) members, including the President, the Vice President, the Secretary, the Treasurer, the immediate past President and four at-large members. The President shall be Chair of the Executive Committee. The General Counsel and the CCM and IPMA Liaisons shall participate in Executive Committee meetings but shall be non-voting members.

Section 7. *Eligibility for At-Large Membership on Executive Committee*

Any person who is a member of the Association may serve as an at-large member of the Executive Committee.

At-large members shall be elected from among the membership of the Association by a majority of the votes cast at the Association's Annual Meeting and shall take office the following Sept 1st. Effective September 1, 2009, they shall hold office for a period of two (2) years.

Section 8. *Vacancy on Executive Committee*

The President shall fill any vacancy on the Executive Committee, such appointee to serve the unexpired term of his/her predecessor.

Section 9. *Power of Executive Committee Between Annual Meetings*

Although the power to establish Association policy shall remain in the hands of the voting membership, the Executive Committee shall manage the affairs of the Association in accordance with these Bylaws, and any additional policy decisions arising between annual meetings may be made by the Executive Committee in the name of the Association with such policy subject to revision at the next annual meeting of the Association.

Section 10. *Restriction on Executive Committee Membership from Same Entity*

Not more than one member from the same government jurisdiction or firm, league, association or partnership may be eligible to serve as an officer or Executive Committee member at the same time.

Section 11. *General Counsel*

The Executive Committee shall designate a General Counsel who will serve for a term of two (2) years beginning in July 2002. Not less than twenty-five (25) days prior to the annual meeting in every even year, the President or designee shall solicit the names of attorneys willing to serve as General Counsel to the Committee. The General Counsel shall be selected by the Executive Committee at the first Committee meeting following the annual meeting in which the Counsel's term is expiring.

The General Counsel shall attend and participate in Executive Committee and other Association meetings as available. The General Counsel shall also provide legal advice and guidance as requested to the Executive Committee. The General Counsel shall have all privileges of Committee membership except the right to vote. The General Counsel shall serve without compensation.

Section 12. *CCM and IPMA Liaisons*

The Connecticut Conference of Municipalities (CCM) may designate a member of its labor relations staff to serve as liaison to the Executive Committee. The CCM representative shall have all privileges of committee membership except the right to vote.

The International Personnel Managers' Association (IPMA) may designate a member of its Executive Board to serve as liaison and honorary member of the Executive Committee. The IPMA representative shall have all privileges of Committee membership except the right to vote.

ARTICLE IV

Section 1. *Voting*

Each member shall be entitled to one vote on every question put before an annual or special meeting of the general membership. Proxy voting shall not be allowed. Absentee voting shall be permitted. A member desiring to vote by absentee ballot shall request an absentee ballot from the Secretary at least fifteen (15) days in advance of any annual or special meeting. Such ballot shall be returned to the Secretary no later than the opening day of the annual or special meeting.

ARTICLE V

Section 1. *Dues*

Dues for membership in the Association shall be established by the Executive Committee subject to approval by the Membership at any properly noticed meeting of the Association. Said approval shall be by majority vote of those attending the meeting and casting ballots.

Section 2. *Unused Funds*

In the event of dissolution of the Association, any unused funds shall be applied first to eliminate outstanding obligations of the Association; the remainder to be equally distributed among members in good standing at the time of dissolution.

ARTICLE VI

Section 1. *Annual Meeting of Members*

There shall be one meeting of all members of the Association in each calendar year referred to as the "annual meeting" to be held at such time and place as shall be determined by the Executive Committee.

Section 2. *Notice of Annual Meeting of Members*

All members of the Association shall be given at least twenty-five (25) days notice of such annual meeting.

Section 3. *Meetings of the Executive Committee*

There shall be an annual meeting of the Executive Committee normally within ninety (90) days following the annual meeting of all members of the Association. Additional meetings of the Committee may be held at the call of the President or a majority of the members of the Executive Committee. Members of the Executive Committee shall be given no less than seven (7) days' notice of a meeting of that body and such notice shall include the general nature of the business to be conducted. Such notice may be waived in writing before or after a meeting of the Committee. Meetings of the Executive Committee shall be presided over by the President, if present, or in the President's absence, by the highest officer present.

Section 4. *Additional Meetings of Members*

Additional meetings of the general membership may be called by the President or the Executive Committee at any time on ten (10) days notice. Such meetings may also be called when twenty percent (20%) of the members indicate a desire to have a meeting, such notice to include the general nature of the business to be conducted.

Section 5. *Notices*

Notice of all meetings of the Membership or Executive Committee shall be deemed given if mailed, emailed or faxed within the time limits provided by these Bylaws.

Section 6. *Quorum of Executive Committee*

A majority of the Executive Committee shall constitute a quorum of that body. If at any meeting of the Executive Committee there is less than a quorum, any member present may adjourn the meeting. Any action of the Executive Committee may be taken without a meeting if all consent, in writing, setting forth the action taken, is signed by all members of the Executive Committee entitled to vote with respect to the subject matter thereof.

ARTICLE VII

Section 1. *Other Committees*

The President, with the approval of the Executive Committee, shall appoint such committees as deemed appropriate to implement these Bylaws and carry on the business of the Association. Additional committees may be appointed in accordance with resolutions adopted by the members at the annual meeting.

ARTICLE VIII

Section 1. *Nominations and Elections*

The President shall appoint a Nominating Committee consisting of at least three (3) members. The President shall appoint the Nominating Committee no less than twenty-five (25) days prior to the annual meeting of the members of the Association. At that time he/she through the Secretary shall notify the entire Membership of the names of those on the Nominating Committee. This Committee shall receive nominations and prepare a slate of candidates for all elected positions and present such slate one (1) week in advance of the annual meeting. Nominations from the floor will only be permitted if there are no nominations for a given position, and provided that the written consent of the individual to be nominated is obtained.

Section 2. *Duties of Nominating Committee*

The Nominating Committee shall nominate candidates for the following offices: President, Vice President, Secretary, Treasurer and four (4) at-large members of the Executive Committee.

Section 3. *Resignation or Disqualification of Member of Executive Committee*

If an Officer or Member of the Executive Committee resigns or accepts a new position which would not qualify him/her for membership in the Association, such individual shall cease to be an Officer or a Member of the Executive Committee and the President shall appoint a successor to serve any unexpired term.

Section 4. *Removal of an Executive Committee Member*

A member of the Executive Committee who is absent from three (3) consecutive meetings of the Board may be deemed to have resigned from the Board upon a majority vote of the Executive Committee.

In addition, an Officer may be removed by majority of those voting at any regular or special meeting of the membership.

The President shall appoint a successor to serve any unexpired term of any Executive Committee member who is deemed to have resigned or is removed.

ARTICLE IX

Section 1. *Amendments to Bylaws*

The Bylaws of the Association may be amended by a majority of the votes cast thereon at any annual meeting of the Association, provided that due notice of the meeting and the proposed amendment has been given to the members. In the event that amendment becomes necessary during the year, a mail ballot, with the proposed amendment attached, may be sent to all members for approval. Upon approval by the Membership, the amendment will become effective the first Monday after final tabulations of the vote. The Bylaws may also be amended by a unanimous vote of the Executive Committee.

ARTICLE X

Section 1. *Affiliation*

The Association shall maintain affiliation with the National Public Employer Labor Relations Association (NPELRA) until such time as the general membership determines it no longer wishes to maintain its affiliation with NPELRA.