American Association of University Professors
at the New York Institute of Technology, Inc.

BY-LAWS

Article I. Name and Purposes

A. The name of this body shall be: American Association of University Professors at the New York Institute of Technology, Inc.\(^1\) (hereinafter referred to as "AAUP at NYIT, Inc." or as "AAUP/NYIT"). This body shall be composed of two Chapters (Manhattan and Old Westbury/Central Islip), each of which operates under its own Constitution to which these By-Laws are appended.

B. The AAUP at NYIT, Inc. has been recognized by the National Labor Relations Board as the collective bargaining agent for the faculty, librarians, and professional staff of the college.

C. Purposes:

1. To conduct collective bargaining negotiations with the Administration of New York Institute of Technology.

2. To present the written negotiated agreement to the membership for ratification.

3. To assure compliance with the terms of the ratified agreement.

4. To represent the chapters at the AAUP national and state levels.

5. To represent the chapters at local meetings with other higher education collective bargaining organizations.

6. To act as fiduciary for the chapters as defined below.

Article II. Membership

A. The AAUP at NYIT, Inc. shall be represented by the Joint Council (or "Council"). The Joint Council shall consist of all members of the Chapters’ Executive Committees. A quorum for Joint Council meetings shall be a simple majority of the members presently serving on the Joint Council (i.e., not counting vacant offices, if any).

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\(^1\) - formerly known as the Council of Chapters of the American Association of University Professors at New York Institute of Technology.
Article III. Officers

A. Selection of Officers

1. The Presidents of each Chapter are ex-officio Co-Chairs of the Council.
2. The Council shall elect, each year, its own Vice-Chair from the Chapter Vice-Presidents.
3. The Council shall elect, each year, its own Secretary from the Chapter Secretaries.
4. The Council shall elect, each year, its own Treasurer from the Chapter Treasurers.

B. Duties of Officers:

1. Either Co-Chair, after consultation with the other Co-Chair(s), may:
   a. call meetings of the Council as needed.
   b. represent the Council in meetings with the College President or his designated representative.
   c. represent the Council in conferences with the legal counsel.
   d. nominate the chair for the standing committees, except as noted below, subject to approval by a majority of the Council.

2. Each Co-Chair shall be an ex-officio member of all committees.

3. The Vice-Chair shall:
   a. be the Grievance Officer and chair the Grievance Committee.
   b. serve ex-officio on all committees.

4. The Secretary shall:
   a. keep minutes of all Council meetings.
   b. send notices to all Council members as requested by the Co-Chairs.
   c. maintain a membership list.
   d. be the repository for all contractual document originals and other papers which affect relationships with the college, government agencies, and the national and state AAUP.
   e. distribute a sign-in sheet at each Council meeting and at each joint general membership meeting, and retain it for the records.
   f. distribute copies of all Council documents to each
Chapter Secretary.

5. The **Treasurer** shall:

   a. be the chief financial officer of the Council.
   b. maintain checking, savings, and CD accounts for the combined assets of the Chapters.
   c. transfer funds as designated by the Council to the accounts of each Chapter.
   d. consolidate the annual budgets prepared by the Chapters with the budget pertaining to Joint Council activities prepared by the Finance Committee into a single budget for approval by the Council.
   e. together with either of the co-chairs, sign checks against accounts and transfer money from one account to another. The above provision is effective only for amounts greater than $10,000; otherwise the Treasurer's signature alone shall be sufficient.
   f. In the event that the Treasurer finds it necessary to replenish the contingency fund in a given year, or if a single emergency expenditure exceeding 25% of the originally allocated contingency fund is required, the Treasurer will notify the Joint Council who, in turn, will present the matter to the entire membership through chapter meetings for approval. These meetings must be convened by the chapter Presidents within three weeks of notification by the Treasurer.
   g. be capable of being bonded (the fee shall be paid from Council funds).
   h. chair the Finance Committee.
   i. present investment plans to the Finance Committee for approval and report on earnings to the Joint Council at each meeting.

**Article IV. General Membership Meetings**

A. There shall be a joint meeting of all Chapters on the day of the Fall convocation for presentation and approval of the annual budget, to introduce newly-elected officers and new members, and for other business as specified by the Council in the agenda sent to the membership. At this meeting the Joint Council will also bring the members up to date on all happenings since the last general meeting.

B. Other meetings may be called by the Council as necessary.

C. A quorum for any general meeting shall be twenty-five percent of the active membership of the entire bargaining unit.

**Article V. Standing Committees**
All committees shall keep minutes of all actions and forward copies of these minutes, expeditiously, to the Secretary of the Council. The committee chairs shall report, in abstract, all completed and all pending items at each meeting of the Joint Council.

A. The Grievance Committee:

1. Membership shall consist of the Co-Chairs and the Vice-President of each Chapter.

2. The Vice-Chair of the Council shall chair this Committee.

3. The Grievance Committee shall:

   a. examine all complaints from chapter members, which have not been resolved by the Chapter Executive Committee, and which may become the subject of a grievance, and assign one of its members to discuss the potential grievance with the affected faculty member to determine if it has merit. A complaint from a member to the committee must be in written form so that it can be distributed to all its members.

   b. assure that when a grievance is determined to exist, the cognizant Chapter President shall start the informal process of resolution in accordance with the bargaining Agreement and document the results.

   c. assure that further proceedings shall be in accordance with the Agreement. Specific care must be taken to comply with all time limits set forth in the Agreement.

   d. keep complete records of all grievance-related contacts with faculty members and report on all actions or inactions to the Council at regular intervals to be determined by the Council.

B. Finance Committee

1. The members shall be the Chapter Treasurers, the Chapter Co-Chairs and the Vice-Chair of the Council.

2. The Joint Council Treasurer shall chair this committee.

3. The Finance Committee shall:

   a. prepare the projected annual budget based on requests submitted by the Chapters and requests from other committees, including a contingency fund for emergency expenditures.

   b. format the budget, after Council approval, for presentation to the membership.
c. monitor expenditures in accordance with the approved budget.
d. evaluate and authorize emergency spending, as requested by the Council, from the contingency fund of the budget. The limit of a single expenditure shall be 25% of the contingency fund.
e. evaluate and approve the investment plan submitted by the Joint Council Treasurer.

C. Legal Affairs Committee

1. Members shall be the Council Co-Chairs and the chairs of each Chapter's Legal Representation Committee.
2. The Legal Affairs Committee shall elect its own chair.
3. The Legal Affairs Committee shall:
   a. monitor and report at least annually to the Council on the effectiveness and performance of the legal counsel.
   b. recommend annually the retention or replacement of the legal counsel.
   c. search for and recommend the employment of new legal counsel when requested to do so by the Joint Council.

D. Ballot Committee

1. The members of the Ballot Committee shall be the Chairs of the Chapters' Nominations and Elections Committee and such other members as the Chairs shall select from those committees.
2. The Ballot Committee shall elect its own chair.
3. The Ballot Committee shall:
   a. prepare and supervise all balloting at joint general membership meetings.
   b. verify eligibility of each member to vote.
   c. verify and announce the results of the balloting.
   d. verify the validity of a proxy, when permitted.

A proxy vote shall be permitted only for a member who has a regularly scheduled class or other official obligation which conflicts with the time of the meeting. In determining the conflict, travel time between campuses shall be taken into account. A request for a proxy ballot shall be accepted if it explains the conflict in writing, is submitted to and verified by the chair of the Ballot Committee before the meeting starts, and shall note who has the right to cast the proxy vote. Proxy holders must be active members and may hold only one proxy each.
The use of a proxy shall not be permitted during a contract ratification vote.

Article VI. Procedures for Contract Negotiation

A. The Council Collective Bargaining Negotiating Team shall consist of no fewer than four members chosen from the Council, as follows:

1. The Presidents of the Chapters, and

2. all other members of the Council who are willing and able to commit themselves to the minimum attendance requirements established by the Joint Council for meetings associated with the negotiating process (see section B. below). Such a council member who is willing and able to serve on the Negotiating Team is referred to as an “Other Team Member” herein.

B. Minimum Attendance Requirements for Other Team Members

An Other Team Member must normally meet the following attendance requirements to remain a member in good standing and to be able to make motions and vote at meetings of the Negotiating Team and at negotiation sessions with the Administration:

1. Attendance at a minimum of 50% of the meetings of the Negotiating Team and at a minimum of 50% of the negotiation sessions with the NYIT Administration during the period commencing with the beginning of the Spring semester prior to the expiration of the current Agreement and ending on August 20 of that year, and

2. Attendance at a minimum of 60% of the meetings of the Negotiating Team and at a minimum of 60% of the negotiation sessions with the NYIT Administration during the period commencing on August 20 of the year of contract expiration, and terminating at the time the negotiation of the new agreement is concluded.

3. In addition to the minimum attendance requirements appearing in paragraphs 1. and 2. above, an Other Team Member must not be absent from two consecutive meetings held on different days. For the purposes of this requirement, these two meetings may be either: (a) two Negotiating Team meetings, (b) two negotiation sessions with the Administration, or (c) one meeting of each type.

For the purpose of meeting the above minimum attendance requirements, attendance shall be credited for all meetings
attended up to and including the current meeting.
"Attendance" at a given meeting (except for the current
meeting) is defined as the physical presence of the member for
at least half of the total length of the meeting commencing
from the scheduled starting time.

At the beginning of each meeting, the Secretary of the Team,
or the Secretary of the Joint Council, shall certify which
Other Team Members attending the meeting are active members in
good standing, using the above criteria.

C. If, as certified by the Secretary, the attendance of an Other
Team Member falls below the established minimum requirements
referred to in paragraph VI.B. above, then the Other Team
Member must withdraw from voting membership on the Team, but
may continue to attend both Negotiating Team meetings and
negotiating sessions. Such an Other Team Member must refrain
from making or voting on motions in a meeting until such time
as the minimum attendance requirements are fulfilled.

D. A quorum of the Negotiating Team shall be four voting members
of the Team. At the beginning of each Team meeting and at the
beginning of each negotiation session, the Team Secretary
shall determine whether or not four voting members are
present.

If less than four voting members are in attendance at the
start of a Negotiating Team meeting or at the start of a
negotiation session with the Administration, but additional
Team members are in attendance who do not meet the attendance
requirements set forth in section B. above, then one or more
of these additional Team members shall be given voting member
status to enable the Negotiating Team to have a quorum for
that particular meeting or negotiating session. In such a
case, the following procedure shall be employed to select
additional voting members for that day’s meeting(s):

1. First, the requirement of attending two consecutive
meetings (section B.3. above) shall be waived. Members
who meet only the percentage requirement in section B.1.
or B.2. above (as applicable) shall then be given voting
member status for that day’s meeting(s).

2. If, however, there are still fewer than four voting
members of the Negotiating Team in attendance, then the
percentage attendance requirement in section B.1. or B.2.
above (as applicable) shall be reduced stepwise by 5%
increments until at least four members of the Negotiating
Team have voting member status for that day’s meeting(s).

E. During active collective bargaining, the Team spokespersons
shall be the two Chapter Presidents, and the counsel to the
Joint Council. At its discretion, the Council may recommend
to the general membership the temporary employment of a
professional negotiator. Also, under appropriate
circumstances, and upon a simple majority vote in caucus, the
Team may allow one or more of its other members to speak to
particular issues, ask questions, or present consensus
opinions.

F. Members of the Council who are not members of the Negotiating
Team may attend all caucuses of the Team, and all negotiating
sessions, as non-voting observers. For this purpose the
Secretary of the Team shall inform all members of the Council,
in a timely fashion, of scheduled Team meetings and AAUP-NYIT
negotiating sessions.

G. The Negotiating Team shall ordinarily conduct itself
informally for the most part, as if it were a "Committee of
the Whole," during preparatory meetings and caucuses. At the
time of Team formation, the Team shall agree to rules and
procedures to structure and expedite its consideration of
issues to be negotiated.

H. During Team meetings and caucuses, either (or both) of the
Chapter Presidents shall preside over and direct discussions
of appropriate topics.

I. The Team shall elect one of its members to act as Secretary.
In the event that a Team Secretary is not available from Team
membership, such an individual may be selected from among
other members of the Bargaining Unit, or may be hired from
outside the Bargaining Unit.

J. The Team Secretary shall record, and announce upon request of
Team members:

1. The attendance record of Team members at all meetings.
2. All major decisions, votes, and consensus opinions during
caucuses and other Team meetings.
3. The status of major proposals and negotiating points and
positions as they exist at the conclusion of each
negotiating session.

Article VII. Procedures for Contract Ratification

A. Informational Chapter Meetings

Separate informational chapter meetings shall be called by
each Chapter President to discuss proposals on the negotiating
table and those being considered by the Negotiating Team.
Notification lead time: meetings shall be held no sooner than
one calendar week after distribution of an agenda of topics
for discussion as created by the Executive Committee.
B. **Vote on Proposed Settlement**

1. After a tentative agreement has been reached between the Negotiating Team and the Administration concerning the terms of a new contract, the Negotiating Team shall immediately transmit all relevant details of the tentative agreement to the Joint Council. The Joint Council shall then convene a joint membership meeting as soon as possible, at which time all important contract changes agreed to at the bargaining table shall be presented to the membership. The legal counsel shall be present at this meeting to advise the membership regarding intent, alternatives and interpretation.

2. (a) If the members vote at this meeting to approve these proposed contract changes, then the Joint Council shall proceed to prepare the final draft of the proposed contract for mailing to the membership.

   (b) If the members vote at this meeting to reject some or all of these proposed contract changes, then the members shall provide instructions to the Joint Council as to which provision(s) in the proposed settlement need to be changed before they will approve the draft.

C. **Approval of the Final Contract Draft by the Negotiating Team and by the Joint Council**

1. The Negotiating Team shall work as expeditiously as possible to prepare a correct and consistent Final Contract Draft to be presented to all members of the Joint Council. The Joint Council members shall also receive an explanation of all changes from the previous (expiring) Agreement, including provisions pertaining to compensation, benefits, workload, and personnel issues, in summary form.

2. As soon as possible, the Council shall meet and vote on the Draft. Approval of the Draft requires a simple majority of those Council members present and voting.

3. As soon as possible after the approval of the Joint Council, the Final Contract Draft shall be submitted to the NYIT Administration for its approval.

D. **Vote on Final Contract Draft**

1. After the Final Contract Draft has been approved by both the Joint Council and by the NYIT Administration, it shall be mailed to all active members at their home address by first-class mail. Members shall simultaneously receive in
the mail (along with the contract draft) a summary
highlighting the major proposed changes in the contract.

2. Presentation of this Final Contract Draft shall be made at
a joint ratification meeting to which all active members
of the bargaining unit shall be invited. This meeting
shall be held at least one calendar week after this
Contract Draft has been mailed to each member. The legal
counsel shall be present at this meeting to advise the
membership on the implications of acceptance or rejection
of the proposed Agreement.

3. This meeting shall be restricted to a vote on acceptance
or rejection of the proposed Agreement.

4. Ratification of the agreement shall be by a simple
majority of the members present and voting.

5. Proxy voting shall not be permitted.

Article VIII.  Ratification of the By-Laws

A. A copy of these proposed by-laws shall be distributed to each
member.

B. A discussion meeting shall be held within two (2) weeks of the
distribution in conjunction with the discussion meeting for
the proposed Chapter Constitution.

C. Following the discussion meeting, a final version of these
by-laws shall be mailed within two (2) weeks by each current
Chapter Secretary to each Chapter member’s home address on
record.

D. Active members shall have two (2) weeks from the date of
initial mailing to review and respond to the mailing. An
Official Ballot enclosed with the final version shall be
marked for acceptance or rejection and returned, within the
two-week period after the original mailing, to the Current
chapter Nominations and Elections Committees for tabulation.
The returned ballots must be postmarked within the two-week
period in order to be counted. The by-laws shall be
considered ratified if at least two-thirds (2/3) of the
respondents vote affirmatively.

E. These by-laws shall take effect immediately upon ratification.

Article IX.  Dissolution of the Chapter

A. No part of the earnings of the chapter shall inure to the
benefit of any member, trustee, director, or officer of the chapter or any private individual (except that reasonable compensation may be paid for services rendered to or for the chapter) and no member, trustee, director, or officer of the chapter or any private individual shall be entitled to share in the distribution of any of the assets of the chapter on dissolution of the chapter.

B. In the event of dissolution of the chapter, all of the remaining assets and property of the chapter shall, after necessary expenses thereof, be distributed to another organization exempt under section 501(c)(3) or (5) of the Internal Revenue Code of 1954 as amended or the corresponding provisions of any subsequent federal tax laws, or the federal government or state or local government for a public purpose.

Article X. Amendments to the By-Laws

A. These by-laws may be amended by action of active members as follows:

1. A member may submit, in writing, a motion to amend at any chapter meeting which shall also cause the motion to appear on the agenda for the next meeting of all other chapters.

2. Upon passage of the "motion to amend" by all chapters, the Council Secretary shall mail copies of the proposed amendment to all members at least fifteen (15) school days prior to a subsequent meeting of each chapter, or of all chapters meeting jointly, at which the proposed amendment shall be on the agenda.

3. Adoption of the amendment shall require a two-thirds (2/3) affirmative vote by the members present and voting.

4. A quorum for amendment of these by-laws shall be 25% of the active members of each chapter, or in the case of a joint meeting, 25% of the entire bargaining unit.

5. Amendments to the by-laws shall each contain an effectivity date.

Article XI. Parliamentary Authority

The President or other individual who chairs all meetings (including membership meetings, Joint Council meetings, and committee meetings) shall have the right to make motions, participate in debate, and vote on all motions in addition to chairing the meeting (without being required to relinquish the
Chair). Otherwise, the rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern in all cases to which they are applicable and in which they are not inconsistent with this Constitution and By-laws and any special rules of order which may be adopted. For all membership meetings, the Chapter President (or other individual chairing the meeting) shall appoint a Parliamentarian to rule on matters of order.

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