BYLAWS

COMMUNICATIONS WORKERS OF AMERICA

RETIRED MEMBERS’ COUNCIL

Amended June 6, 2015
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BYLAWS OF THE CWA RETIRED MEMBERS’ COUNCIL

ARTICLE I - NAME

This organization shall be known as the Retired Members' Council, Communications Workers of America, AFL-CIO, CLC (Council).

ARTICLE II - JURISDICTION

The jurisdiction of the Council shall be Council Lifetime members and all the CWA Retired Members' Chapters duly chartered by the International Communications Workers of America (Union)

ARTICLE III - OBJECTS

The objects of the Council shall be to represent and serve the members in accordance with the Bylaws and Rules of the Council and the Constitution and policies of the Union.

ARTICLE IV - COUNCIL STRUCTURE

(1) Membership

(a) The Council shall be a unit of the Union and shall consist of Council Lifetime members and duly chartered Chapters.

(b) The Council will adopt bylaws and rules consistent with federal laws and the CWA Constitution and policies of the Union.

(c) The Vice Presidents shall have voice but not vote. They may speak on motions but not make them.

(d) All members of the General Board shall be bonded in accordance with the Constitution of the Union or any state or federal law.

(2) Executive Board

(a) The Council shall elect an Executive Board, which will consist of one representative from each of the Union’s districts, and one representative from the Media Sector, which shall consist of the Printing, Publishing and Media Workers Sector, NABET-CWA, and TNG-CWA; the IUE-CWA Division;
and the AFA-CWA Sector. The representatives shall be known as District or Sector Presidents.

(3) General Board

(a) The Council shall elect a General Board which will consist of the Executive Board and one representative from each of the Union’s districts, and one representative from the Media Sector, which shall consist of the Printing, Publishing and Media Workers Sector, NABET-CWA, and TNG-CWA; the IUE-CWA Division; and the AFA-CWA Sector. The representatives shall be known as District or Sector Vice Presidents.

(4) Executive Committee

(a) Executive President
(b) Executive Vice President
(c) Secretary-Treasurer or Secretary and Treasurer

5) Committees

(a) Audit - Finance
(b) Elections
(c) Legislative
(d) Organizing
(e) Bylaws
(f) Credentials
(g) Resolutions

ARTICLE V - COUNCIL DUES

(1) Council Lifetime dues shall be a one-time payment of $25.

ARTICLE VI - GOVERNING AUTHORITY

The affairs of the Council shall be governed by its membership in accordance with the CWA Constitution, these Bylaws and policies of the Union in the following manner:

(a) Through the actions taken by delegates to the Council meetings.
(b) Through actions and decisions of the Executive Board or the Executive Committee of the Council.
ARTICLE VII - COUNCIL MEETINGS

(1) The Council shall meet during each CWA International Union Convention. Those in attendance shall constitute a quorum.

(2) Chapter Voting Strength

(a) One delegate if the Chapter has less than 25 members in good standing.

(b) Two delegates if the Chapter has 25 or more but less than 50 members in good standing.

(c) Three delegates if the Chapter has 50 members or more but less than 75 members in good standing.

(d) One additional delegate for each 75 members or major fraction thereof above 75 members.

(e) Chapters shall elect or appoint their delegates on the basis of the number of their members on the Council’s data base sixty (60) days prior to the Council meeting.

(f) Each Chapter will determine the number of its delegates, not to exceed the number as provided in Article VII Section 2 (a), (b), (c) and (d). Each Chapter shall assign the number of votes to which it is entitled equally among the delegates.

(3) Method of Voting

(a) Each Chapter delegate and unaffiliated Council Lifetime member shall have one vote in the Council meeting, except on a roll call vote.

(b) A roll call vote of the Council may be had upon request of twenty percent (20%) of the delegates.

(c) In a roll call vote each delegate shall cast the number of votes assigned. Unaffiliated Council Lifetime members shall cast one vote each.
(4) Certification of Delegates

(a) Each Chapter shall certify to the Credentials Committee, no less than 20 days prior to the opening of the Council meeting, on forms provided by the Council, the names of the delegates

(5) The Council shall have the power to:

(a) Pass upon the credentials and seating of representatives;

(b) Establish the policies to be followed by the Council;

(c) Interpret and amend these Bylaws;

(d) Do all things necessary for the proper disposition of any matter which may come before it for consideration.

(6) The Union shall pay the normal and usual expenses incidental to the meetings of the Council together with the expenses of the Executive Board. The Council shall pay the normal and usual expenses of the District/Sector Vice Presidents. The Chapters shall pay the expenses of their respective representatives.

(9) Anyone may attend the general meetings of the Council as a guest.

ARTICLE VIII - GENERAL BOARD MEETINGS

The General Board shall meet at least once a year. Additional meetings, including conference calls, may be called upon majority vote of the Executive Board.

ARTICLE IX - DELEGATES TO THE UNION CONVENTION

The District/Sector Presidents shall also serve as delegates to CWA Conventions during their term of office and shall each carry one (1) vote. District/Sector Vice Presidents shall serve as alternates to the CWA Conventions during their term of office.

ARTICLE X - COUNCIL COMMITTEES

(1) The Council shall have the following regular committees:

(a) Audit - Finance
(2) Members of all committees shall be appointed by a majority vote of the Executive Board.

(3) Vacancies on committees shall be filled in the same manner as the original appointments.

(4) Duties of Committees:

(a) Audit - Finance
   To review the annual audit of the Council's funds prepared by an independent Certified Public Accountant and to make recommendations to the General Board concerning the financial structure of the Council.

(b) Elections
   To organize and supervise Council elections

(c) Legislative
   To assist the District/Sector Presidents and Vice Presidents in developing and pursuing the program of the Union in the legislative-political field.

(d) Organizing
   To develop strategies to assist the District/Sector Presidents and Vice Presidents in the organization of new Chapters and in the enrollment of CWA retirees as Council Lifetime members

(e) Bylaws
   To make recommendations to the Council on any proposed bylaws changes received ninety (90) days prior to the next Council meeting. To report all proposed amendments and recommendations of the Committee thirty (30) days prior to the Council meeting. The Bylaws and proposed amendments shall be posted to the Council website thirty (30) days prior to the Council meeting.
(f) Credentials
To verify all delegate credentials, including those who do not preregister, as well as confirming the voting strength of the Chapters.

(g) Resolutions
To make recommendations to the Council on any proposed resolutions submitted by the membership and received ninety (90) days prior to the next Council meeting. The committee may reformat proposed resolutions and originate resolutions.

ARTICLE XI - ORDER OF BUSINESS

(1) The order of business at Council meetings and General Board meetings shall be as follows:

(a) Call to order
(b) Roll call of General Board Members
(c) Reading and action on minutes of previous meeting
(d) Report of the Executive President of the Council
(e) Report of the District/Sector Presidents
(f) Report of committees
(g) Unfinished business
(h) New business
(i) Good and Welfare
(j) Adjournment

ARTICLE XII - EXECUTIVE COMMITTEE AND GENERAL BOARD

Section 1 - Executive Committee

(1) The Executive Committee shall be made up of the following officers of the Council:

(a) Executive President
(b) Executive Vice President
(c) Secretary-Treasurer or Secretary and Treasurer

(2) The duties of the officers shall be as follows:
(a) The Executive President shall:

(1) Be responsible for the conduct of all Council business;

(2) Preside at all meetings of the Council;

(3) Supervise and be ex offio member of all Council committees;

(4) Sign all checks drawn on the Council’s treasury

(5) Perform such other additional duties as may be assigned by the Council, the Executive Board or required by the policy or Constitution of the Union.

(b) The Executive Vice President shall:

(1) Work under the direction of the Executive President.

(2) Perform such other additional duties as may be assigned by the Council and/or the Executive Board.

(3) Perform the duties of the Executive President in the absence of the Executive President.

(c) The Secretary shall:

(1) Maintain the records of the Council.

(2) Record and maintain the minutes of all meetings of the Council and the General Board. All motions passed in a meeting or conference call which establishes an ongoing policy or rule of the Council or General Board shall be recorded in a separate file and maintained in RMC files.

(3) Perform such other additional duties as may be assigned by the Council, the Executive Board, or the Executive President.

(d) The Treasurer shall:
(1) Be custodian of all assets of the Council.

(2) Report at each Council meeting on the financial status of the Council.

(3) Approve all bills to be paid, and counter-sign all checks drawn on the Council's treasury; be responsible for overseeing the treasury report, audit and budget.

(4) Cause the proper filing of all reports or filings required by federal, state or local law.

(5) Perform such other additional duties as may be assigned by the Council, the Executive Board, or the Executive President

(3) The Executive President, Executive Vice President, Secretary-Treasurer or Secretary and Treasurer shall constitute the Executive Committee of the Council and shall have such administrative powers, duties and authorities as may be assigned by the Council or the Executive Board. The Executive Committee shall set the policy of the Council between General Board Meetings.

Section 2 – District/Sector Presidents

(1) The duties of the District/Sector Presidents shall be as follows:

(a) Organize retiree Chapters and keep them informed and involved in the activities and programs of the Council and the Union.

(b) Promote the growth of the Council by recruiting Lifetime members

(c) Assist Chapters with internal organizing

Section 3 – District/Sector Vice Presidents

(1) The duties of the District/Sector Vice Presidents shall be to assist the District/Sector Presidents in carrying out their duties as defined in Section 2.
Section 4 - Executive Board

(1) The duties of the Executive Board

(a) Set policy of the Council between Council meetings.

(b) Meet at least once a year in conjunction with the General Board.

(c) Actions and decisions of the Executive Board shall be subject to approval by the membership.

(d) A majority of the Executive Board shall constitute a quorum.

Section 5 – General Board

(1) The General Board shall meet once a year.

(2) The General Board shall be made up of District/Sector Presidents and Vice Presidents.

ARTICLE XIII - ELECTION OF GENERAL BOARD AND EXECUTIVE COMMITTEE

Section 1 – General Board Members

(a) Members of the General Board shall be elected by secret ballot vote among the Chapters within their respective district or sector.

(b) Chapter presidents shall cast the votes of the Chapter membership in accordance with Chapter Bylaws.

(c) Chapter presidents shall cast their pro rata share of the unaffiliated Council members within their District or Sector.

(d) Voting strength shall be based on the number of members in the Council’s data base as of August 1.
(e) General Board Members shall be nominated and elected during the months of August, September and October. Those elected shall take office on January 1 of the following year.

(f) The term of office for General Board Members shall be four years or until their successors have been duly elected.

(g) A vacancy in the position of District/ Sector President or an inability to serve by that individual shall cause that position to be filled by the Vice President. A vacancy in the office of Vice President or an inability to serve by that individual shall be filled by appointment of the Executive Board with the recommendation of the President.

Inability to serve shall include but is not limited to an individual having two consecutive unexcused absences from General Board meetings.

(h) The Election Committee shall develop and distribute election rules governing the election of General Board Members. These election rules shall be consistent with these Bylaws, the CWA Constitution and federal law and shall provide for reasonable nomination procedures, a 60-day time period for candidates to campaign, and a fifteen-day written notice of the election. Write-in candidates shall not be permitted.

(i) All Council Lifetime members shall be eligible to hold elective office.

(j) The nominee within each CWA district or sector receiving the most number of votes shall be declared elected.

(k) All questions concerning the conduct and challenge of elections shall be determined by the Election Committee subject to the right of appeal to the Executive Board. The Election Committee shall oversee the tallying of the ballots in all elections and shall tentatively certify the results. Absent a challenge to the election, the tentative certification shall become final twenty (20) days thereafter.

(l) Any challenge to the conduct of an election must be in writing, filed and received by the Election Committee within twenty (20) days of the tentative certification. The Election Committee shall rule on any such challenges and shall within twenty (20) days of the tentative certification, make a final determination or certification. Such
determination or certification shall be subject to the right of appeal to the Executive Board. Any challenge to the decision of the Election Committee must be in writing, filed and received by the Secretary or Secretary-Treasurer within twenty (20) days of the Committee’s ruling. The Executive Board shall rule on any such challenges within ten (10) days of receipt of the challenge. Such determination or certification shall be subject to the right of appeal to the CWA Executive Committee.

(m) The decision of the Executive Board may be appealed to the CWA Executive Committee. Such appeal shall be filed with the CWA Secretary-Treasurer within twenty (20) days of the Executive Board's decision. The CWA Executive Committee shall review the appeal and affirm, reverse or modify the decision of the Executive Board within twenty (20) days. The decision of the CWA Executive Committee is final.

Section 2 - Officers of the Executive Committee

(a) District/Sector Presidents shall be eligible to serve on the Executive Committee

(b) The officers of the Executive Committee shall be an Executive President, an Executive Vice President and a Secretary-Treasurer or a Secretary and a Treasurer.

(c) The Council shall elect the officers of the Executive Committee to four (4) year terms of office. The voting strength of the Chapters shall be based on the number of members in the Council’s data base at the time of the election. Those elected shall take office on January 1 of the following year.

(d) Chapter presidents shall cast the votes of the Chapter members in accordance with the Chapter Bylaws.

(e) Chapter presidents shall cast their pro rata share of unaffiliated Council Lifetime members within their respective District/Sector

(f) A vacancy in the office of the Executive President shall be filled by the Executive Vice President for the remainder of the term. A vacancy in the offices of Executive Vice President, Secretary, Treasurer or
Secretary-Treasurer shall be filled by an election conducted within sixty (60) days of the vacancy occurring. Those elected in this manner shall fill the remainder of the unexpired term.

**ARTICLE XIV - RECALL PETITION**

(1) A petition for recall of members of the General Board:

(a) May be referred by twenty (20) percent of the Chapters within the CWA District or Sector represented by the General Board Member.

(b) Shall be in writing and signed by the accusing member.

(c) Shall contain a description of the offense or offenses and the approximate date or dates thereof. Offenses shall include but not be limited to willfully violating the CWA Constitution or Council Bylaws or rules; disobeying or willfully failing to comply with any lawful decision of the Union or Council; misappropriating money or property of the Council.

(d) Shall be submitted within sixty (60) days from the time the accusing members become aware of the alleged offense or offenses;

(e) Shall be filed with the Secretary or Secretary-Treasurer provided, however, that a petition directed against the Secretary or Secretary-Treasurer shall be filed with the Executive President. Should the Secretary or Secretary-Treasurer or the Executive President receiving the petition conclude that the offense or offenses described are too vague or frivolous to warrant submission to a referendum that determination shall be presented in writing to the petitioners and to the accused. The determination shall become final unless appealed by one or more of the petitioners within thirty (30) days after receipt. Such an appeal shall be filed with the Secretary, or Secretary-Treasurer or Executive President and shall be addressed and decided by the Executive Board within thirty (30) days of the receipt of the appeal. The General Board Member against whom the recall petition is directed may participate in the Executive Board's deliberations but shall abstain from voting on the matter.
(f) Members of the Executive Board against whom a petition for recall has been filed for allegedly misappropriating money or property of the Council may be suspended by a majority vote of the Executive Board, pending the determination of the recall proceedings, and the Executive Board shall cause a substitute to be appointed to serve in the individual’s stead during the individual’s suspension.

(2) Charges Against Members:

(a) Shall be in writing and signed by the accusing member.

(b) Shall contain a description of the offense or offenses and the approximate date or dates thereof. Offenses shall include but not be limited to willfully violating the CWA Constitution or Council Bylaws or rules; disobeying or willfully failing to comply with any lawful decision of the Union or Council; misappropriating money or property of the Council.

(c) Shall be submitted within sixty (60) days from the time the accusing members become aware of the alleged offense or offenses.

(d) Shall be filed with the Secretary or Secretary-Treasurer provided, however, that a charge directed against the Secretary or Secretary-Treasurer shall be filed with the Executive President. Should the Secretary or Secretary-Treasurer or the Executive President receiving the charges determine that the offense or offenses described are too vague or frivolous to warrant submission to the Executive Committee that determination shall be presented in writing to the charging party and to the accused. The determination shall become final unless appealed in writing by the charging party within thirty (30) days after receipt. Such an appeal shall be filed with the Secretary or Secretary-Treasurer or Executive President and shall be addressed and decided by the Executive Committee within thirty (30) days after receipt of the appeal. The charging member and the accused may be a party to any deliberations conducted in face to face meetings or conference calls of the Executive Committee in regard to the chargers.

(e) The determination of the Executive Committee shall become final unless appealed in writing by the charging member or the accused within thirty (30) days after receipt of the Executive Committee decision.
Such an appeal shall be filed with the Secretary or Secretary-Treasurer or Executive President and shall be addressed and decided by the RMC Executive Board within thirty (30) days after receipt of the appeal. The charging members and the accused may be a party to any deliberations conducted in face to face meetings or conference calls of the Executive Board in regard to the changes.

The determination of the Executive Board shall become final unless appealed in writing by the charging member or the accused with (30) days after receipt of the Executive Board’s decision. Such an appeal shall be filed with the Secretary or Secretary/Treasurer or Executive President and shall be addressed and decided by the delegates attending the next Retired Members Council Meeting.

The determination of the delegates attending the Retired Members Council Meeting shall be final. Should the delegates determine that the charges have merit the delegates shall assess a punishment against the accused.

ARTICLE XV - AMENDMENTS TO THESE BYLAWS

These bylaws may be amended by a majority vote of the Council if such amendment has been submitted to the Bylaws Committee at least ninety (90) days prior to the Council meeting and approved by the committee, or by a seventy-five (75) percent vote of those delegates attending the Council meeting if the proposed change has not been submitted to the Bylaws Committee within that time limit.

ARTICLE XVI - FISCAL YEAR AND AUDIT

(1) The fiscal year of the Council shall be January 1 to December 31

(2) The financial records of the Council shall be audited by a Certified Public Accountant.

ARTICLE XVII - OATH OF OFFICE

Each elected officer of the General Board, after meeting all other qualifications shall be duly installed upon taking the following oath:
"I (give name) hereby accept the office of (name of office) of the Retired Members' Council of the Communications Workers of America, AFL-CIO, CLC with full knowledge of the responsibilities and duties of such office. I promise to faithfully discharge my duties according to the Bylaws and rules of the Council and the Constitution and policies of the Union.

I further promise to give my successor in office all books and records in my possession. I shall at all times endeavor to serve my Council and the Union to the best of my ability, so help me God."

As amended June 6, 2015