

1 **American Association of University Professors**
2 **at the New York Institute of Technology, Inc.**
3 **BY-LAWS**
4
5
6

7 **Article I. Name and Purposes**
8

- 9 A. The name of this body shall be: American Association of
10 University Professors at the New York Institute of Technology,
11 Inc.¹ (hereinafter referred to as "AAUP at NYIT, Inc." or as
12 "AAUP/NYIT"). This body shall be composed of two Chapters
13 (Manhattan and Old Westbury/Central Islip), each of which
14 operates under its own Constitution to which these By-Laws are
15 appended.
16
- 17 B. The AAUP at NYIT, Inc. has been recognized by the National
18 Labor Relations Board as the collective bargaining agent for
19 the faculty, librarians, and professional staff of the
20 college.
21
- 22 C. Purposes:
23
- 24 1. To conduct collective bargaining negotiations with the
25 Administration of New York Institute of Technology.
26
 - 27 2. To present the written negotiated agreement to the
28 membership for ratification.
29
 - 30 3. To assure compliance with the terms of the ratified
31 agreement.
32
 - 33 4. To represent the chapters at the AAUP national and state
34 levels.
35
 - 36 5. To represent the chapters at local meetings with other
37 higher education collective bargaining organizations.
38
 - 39 6. To act as fiduciary for the chapters as defined below.
40
41

42 **Article II. Membership**
43

- 44 A. The AAUP at NYIT, Inc. shall be represented by the Joint Council
45 (or "Council"). The Joint Council shall consist of all members
46 of the Chapters' Executive Committees. A quorum for Joint
47 Council meetings shall be a simple majority of the members
48 presently serving on the Joint Council (i.e., not counting
49 vacant offices, if any).
50

¹ - formerly known as the Council of Chapters of the American Association of University Professors at New York Institute of Technology.

1
2
3
4 **Article III. Officers**

5
6
7
8 **A. Selection of Officers**

- 9
10
11
12
13
14
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.

15
16 **B. Duties of Officers:**

- 17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47
48
49
50
51
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

1 Chapter Secretary.
2

3 5. The **Treasurer** shall:
4

- 5 a. be the chief financial officer of the Council.
6 b. maintain checking, savings, and CD accounts for the
7 combined assets of the Chapters.
8 c. transfer funds as designated by the Council to the
9 accounts of each Chapter.
10 d. consolidate the annual budgets prepared by the
11 Chapters with the budget pertaining to Joint Council
12 activities prepared by the Finance Committee into a
13 single budget for approval by the Council.
14 e. together with either of the co-chairs, sign checks
15 against accounts and transfer money from one account
16 to another. The above provision is effective only for
17 amounts greater than \$10,000; otherwise the
18 Treasurer's signature alone shall be sufficient.
19 f. In the event that the Treasurer finds it necessary to
20 replenish the contingency fund in a given year, or if
21 a single emergency expenditure exceeding 25% of the
22 originally allocated contingency fund is required, the
23 Treasurer will notify the Joint Council who, in turn,
24 will present the matter to the entire membership
25 through chapter meetings for approval. These meetings
26 must be convened by the chapter Presidents within
27 three weeks of notification by the Treasurer.
28 g. be capable of being bonded (the fee shall be paid from
29 Council funds).
30 h. chair the Finance Committee.
31 i. present investment plans to the Finance Committee for
32 approval and report on earnings to the Joint Council
33 at each meeting.
34
35

36 **Article IV. General Membership Meetings**
37

- 38 A. There shall be a joint meeting of all Chapters on the day of
39 the Fall convocation for presentation and approval of the
40 annual budget, to introduce newly-elected officers and new
41 members, and for other business as specified by the Council in
42 the agenda sent to the membership. At this meeting the Joint
43 Council will also bring the members up to date on all
44 happenings since the last general meeting.
45
46 B. Other meetings may be called by the Council as necessary.
47
48 C. A quorum for any general meeting shall be twenty-five percent
49 of the active membership of the entire bargaining unit.
50
51

52 **Article V. Standing Committees**

1
2 All committees shall keep minutes of all actions and forward
3 copies of these minutes, expeditiously, to the Secretary of the
4 Council. The committee chairs shall report, in abstract, all
5 completed and all pending items at each meeting of the Joint
6 Council.

7
8 **A. The Grievance Committee:**

- 9
10 1. Membership shall consist of the Co-Chairs and the Vice-
11 President of each Chapter.
12
13 2. The Vice-Chair of the Council shall chair this Committee.
14
15 3. The Grievance Committee shall:
16
17 a. examine all complaints from chapter members, which
18 have not been resolved by the Chapter Executive
19 Committee, and which may become the subject of a
20 grievance, and assign one of its members to discuss
21 the potential grievance with the affected faculty
22 member to determine if it has merit. A complaint from
23 a member to the committee must be in written form so
24 that it can be distributed to all its members.
25 b. assure that when a grievance is determined to exist,
26 the cognizant Chapter President shall start the
27 informal process of resolution in accordance with the
28 bargaining Agreement and document the results.
29 c. assure that further proceedings shall be in accordance
30 with the Agreement. Specific care must be taken to
31 comply with all time limits set forth in the
32 Agreement.
33 d. keep complete records of all grievance-related
34 contacts with faculty members and report on all
35 actions or inactions to the Council at regular
36 intervals to be determined by the Council.

37
38 **B. Finance Committee**

- 39
40 1. The members shall be the Chapter Treasurers, the Chapter
41 Co-Chairs and the Vice-Chair of the Council.
42
43 2. The Joint Council Treasurer shall chair this committee.
44
45 3. The Finance Committee shall:
46
47 a. prepare the projected annual budget based on requests
48 submitted by the Chapters and requests from other
49 committees, including a contingency fund for emergency
50 expenditures.
51 b. format the budget, after Council approval, for
52 presentation to the membership.

- 1 c. monitor expenditures in accordance with the approved
- 2 budget.
- 3 d. evaluate and authorize emergency spending, as
- 4 requested by the Council, from the contingency fund of
- 5 the budget. The limit of a single expenditure shall
- 6 be 25% of the contingency fund.
- 7 e. evaluate and approve the investment plan submitted by
- 8 the Joint Council Treasurer.
- 9

10 **C. Legal Affairs Committee**

- 11
- 12 1. Members shall be the Council Co-Chairs and the chairs of
- 13 each Chapter's Legal Representation Committee.
- 14
- 15 2. The Legal Affairs Committee shall elect its own chair.
- 16
- 17 3. The Legal Affairs Committee shall:
- 18
- 19 a. monitor and report at least annually to the Council on
- 20 the effectiveness and performance of the legal
- 21 counsel.
- 22 b. recommend annually the retention or replacement of the
- 23 legal counsel.
- 24 c. search for and recommend the employment of new legal
- 25 counsel when requested to do so by the Joint Council.
- 26

27 **D. Ballot Committee**

- 28
- 29 1. The members of the Ballot Committee shall be the Chairs of
- 30 the Chapters' Nominations and Elections Committee and such
- 31 other members as the Chairs shall select from those
- 32 committees.
- 33
- 34 2. The Ballot Committee shall elect its own chair.
- 35
- 36 3. The Ballot Committee shall:
- 37
- 38 a. prepare and supervise all balloting at joint general
- 39 membership meetings.
- 40 b. verify eligibility of each member to vote.
- 41 c. verify and announce the results of the balloting.
- 42 d. verify the validity of a proxy, when permitted.
- 43

44 A proxy vote shall be permitted only for a member who has a
45 regularly scheduled class or other official obligation which
46 conflicts with the time of the meeting. In determining the
47 conflict, travel time between campuses shall be taken into
48 account. A request for a proxy ballot shall be accepted if it
49 explains the conflict in writing, is submitted to and verified by
50 the chair of the Ballot Committee before the meeting starts, and
51 shall note who has the right to cast the proxy vote. Proxy
52 holders must be active members and may hold only one proxy each.

1 The use of a proxy shall not be permitted during a contract
2 ratification vote.
3
4
5

6 **Article VI. Procedures for Contract Negotiation**
7

8 A. The Council Collective Bargaining Negotiating Team shall
9 consist of no fewer than four members chosen from the Council,
10 as follows:
11

- 12 1. The Presidents of the Chapters, and
- 13
- 14 2. all other members of the Council who are willing and able
15 to commit themselves to the minimum attendance
16 requirements established by the Joint Council for meetings
17 associated with the negotiating process (see section B.
18 below). Such a council member who is willing and able to
19 serve on the Negotiating Team is referred to as an "Other
20 Team Member" herein.
21

22 B. Minimum Attendance Requirements for Other Team Members
23

24 An Other Team Member must normally meet the following
25 attendance requirements to remain a member in good standing
26 and to be able to make motions and vote at meetings of the
27 Negotiating Team and at negotiation sessions with the
28 Administration:
29

- 30 1. Attendance at a minimum of 50% of the meetings of the
31 Negotiating Team and at a minimum of 50% of the
32 negotiation sessions with the NYIT Administration during
33 the period commencing with the beginning of the Spring
34 semester prior to the expiration of the current Agreement
35 and ending on August 20 of that year, and
36
- 37 2. Attendance at a minimum of 60% of the meetings of the
38 Negotiating Team and at a minimum of 60% of the
39 negotiation sessions with the NYIT Administration during
40 the period commencing on August 20 of the year of contract
41 expiration, and terminating at the time the negotiation of
42 the new agreement is concluded.
43
- 44 3. In addition to the minimum attendance requirements
45 appearing in paragraphs 1. and 2. above, an Other Team
46 Member must not be absent from two consecutive meetings
47 held on different days. For the purposes of this
48 requirement, these two meetings may be either: (a) two
49 Negotiating Team meetings, (b) two negotiation sessions
50 with the Administration, or (c) one meeting of each type.
51

52 For the purpose of meeting the above minimum attendance
53 requirements, attendance shall be credited for all meetings

1 attended up to and including the current meeting.
2 "Attendance" at a given meeting (except for the current
3 meeting) is defined as the physical presence of the member for
4 at least half of the total length of the meeting commencing
5 from the scheduled starting time.
6

7 At the beginning of each meeting, the Secretary of the Team,
8 or the Secretary of the Joint Council, shall certify which
9 Other Team Members attending the meeting are active members in
10 good standing, using the above criteria.
11

- 12 C. If, as certified by the Secretary, the attendance of an Other
13 Team Member falls below the established minimum requirements
14 referred to in paragraph VI.B. above, then the Other Team
15 Member must withdraw from voting membership on the Team, but
16 may continue to attend both Negotiating Team meetings and
17 negotiating sessions. Such an Other Team Member must refrain
18 from making or voting on motions in a meeting until such time
19 as the minimum attendance requirements are fulfilled.
20
- 21 D. A quorum of the Negotiating Team shall be four voting members
22 of the Team. At the beginning of each Team meeting and at the
23 beginning of each negotiation session, the Team Secretary
24 shall determine whether or not four voting members are
25 present.
26

27 If less than four voting members are in attendance at the
28 start of a Negotiating Team meeting or at the start of a
29 negotiation session with the Administration, but additional
30 Team members are in attendance who do not meet the attendance
31 requirements set forth in section B. above, then one or more
32 of these additional Team members shall be given voting member
33 status to enable the Negotiating Team to have a quorum for
34 that particular meeting or negotiating session. In such a
35 case, the following procedure shall be employed to select
36 additional voting members for that day's meeting(s):
37

- 38 1. First, the requirement of attending two consecutive
39 meetings (section B.3. above) shall be waived. Members
40 who meet only the percentage requirement in section B.1.
41 or B.2. above (as applicable) shall then be given voting
42 member status for that day's meeting(s).
43
- 44 2. If, however, there are still fewer than four voting
45 members of the Negotiating Team in attendance, then the
46 percentage attendance requirement in section B.1. or B.2.
47 above (as applicable) shall be reduced stepwise by 5%
48 increments until at least four members of the Negotiating
49 Team have voting member status for that day's meeting(s).
50

- 51 E. During active collective bargaining, the Team spokespersons
52 shall be the two Chapter Presidents, and the counsel to the
53 Joint Council. At its discretion, the Council may recommend

1 to the general membership the temporary employment of a
2 professional negotiator. Also, under appropriate
3 circumstances, and upon a simple majority vote in caucus, the
4 Team may allow one or more of its other members to speak to
5 particular issues, ask questions, or present consensus
6 opinions.
7

- 8 F. Members of the Council who are not members of the Negotiating
9 Team may attend all caucuses of the Team, and all negotiating
10 sessions, as non-voting observers. For this purpose the
11 Secretary of the Team shall inform all members of the Council,
12 in a timely fashion, of scheduled Team meetings and AAUP-NYIT
13 negotiating sessions.
14
- 15 G. The Negotiating Team shall ordinarily conduct itself
16 informally for the most part, as if it were a "Committee of
17 the Whole," during preparatory meetings and caucuses. At the
18 time of Team formation, the Team shall agree to rules and
19 procedures to structure and expedite its consideration of
20 issues to be negotiated.
21
- 22 H. During Team meetings and caucuses, either (or both) of the
23 Chapter Presidents shall preside over and direct discussions
24 of appropriate topics.
25
- 26 I. The Team shall elect one of its members to act as Secretary.
27 In the event that a Team Secretary is not available from Team
28 membership, such an individual may be selected from among
29 other members of the Bargaining Unit, or may be hired from
30 outside the Bargaining Unit.
31
- 32 J. The Team Secretary shall record, and announce upon request of
33 Team members:
34
- 35 1. The attendance record of Team members at all meetings.
 - 36 2. All major decisions, votes, and consensus opinions during
37 caucuses and other Team meetings.
 - 38 3. The status of major proposals and negotiating points and
39 positions as they exist at the conclusion of each
40 negotiating session.
41
42

43 **Article VII. Procedures for Contract Ratification**

44 **A. Informational Chapter Meetings**

45
46 Separate informational chapter meetings shall be called by
47 each Chapter President to discuss proposals on the negotiating
48 table and those being considered by the Negotiating Team.
49 Notification lead time: meetings shall be held no sooner than
50 one calendar week after distribution of an agenda of topics
51 for discussion as created by the Executive Committee.
52

1 **B. Vote on Proposed Settlement**

- 2
- 3 1. After a tentative agreement has been reached between the
- 4 Negotiating Team and the Administration concerning the
- 5 terms of a new contract, the Negotiating Team shall
- 6 immediately transmit all relevant details of the tentative
- 7 agreement to the Joint Council. The Joint Council shall
- 8 then convene a joint membership meeting as soon as
- 9 possible, at which time all important contract changes
- 10 agreed to at the bargaining table shall be presented to
- 11 the membership. The legal counsel shall be present at
- 12 this meeting to advise the membership regarding intent,
- 13 alternatives and interpretation.
- 14
- 15 2. (a) If the members vote at this meeting to approve these
- 16 proposed contract changes, then the Joint Council
- 17 shall proceed to prepare the final draft of the
- 18 proposed contract for mailing to the membership.
- 19
- 20 (b) If the members vote at this meeting to reject some or
- 21 all of these proposed contract changes, then the
- 22 members shall provide instructions to the Joint
- 23 Council as to which provision(s) in the proposed
- 24 settlement need to be changed before they will approve
- 25 the draft.
- 26

27 **C. Approval of the Final Contract Draft by the Negotiating Team**

28 **and by the Joint Council**

- 29
- 30 1. The Negotiating Team shall work as expeditiously as
- 31 possible to prepare a correct and consistent Final
- 32 Contract Draft to be presented to all members of the Joint
- 33 Council. The Joint Council members shall also receive an
- 34 explanation of all changes from the previous (expiring)
- 35 Agreement, including provisions pertaining to
- 36 compensation, benefits, workload, and personnel issues, in
- 37 summary form.
- 38
- 39 2. As soon as possible, the Council shall meet and vote on
- 40 the Draft. Approval of the Draft requires a simple
- 41 majority of those Council members present and voting.
- 42
- 43 3. As soon as possible after the approval of the Joint
- 44 Council, the Final Contract Draft shall be submitted to
- 45 the NYIT Administration for its approval.
- 46

47 **D. Vote on Final Contract Draft**

- 48
- 49 1. After the Final Contract Draft has been approved by both
- 50 the Joint Council and by the NYIT Administration, it shall
- 51 be mailed to all active members at their home address by
- 52 first-class mail. Members shall simultaneously receive in

1 the mail (along with the contract draft) a summary
2 highlighting the major proposed changes in the contract.
3

- 4 2. Presentation of this Final Contract Draft shall be made at
5 a joint ratification meeting to which all active members
6 of the bargaining unit shall be invited. This meeting
7 shall be held at least one calendar week after this
8 Contract Draft has been mailed to each member. The legal
9 counsel shall be present at this meeting to advise the
10 membership on the implications of acceptance or rejection
11 of the proposed Agreement.
12
13 3. This meeting shall be restricted to a vote on acceptance
14 or rejection of the proposed Agreement.
15
16 4. Ratification of the agreement shall be by a simple
17 majority of the members present and voting.
18
19 5. Proxy voting shall not be permitted.
20
21

22 **Article VIII. Ratification of the By-Laws**

- 23
24 A. A copy of these proposed by-laws shall be distributed to each
25 member.
26
27 B. A discussion meeting shall be held within two (2) weeks of the
28 distribution in conjunction with the discussion meeting for
29 the proposed Chapter Constitution.
30
31 C. Following the discussion meeting, a final version of these
32 by-laws shall be mailed within two (2) weeks by each current
33 Chapter Secretary to each Chapter member's home address on
34 record.
35
36 D. Active members shall have two (2) weeks from the date of
37 initial mailing to review and respond to the mailing. An
38 Official Ballot enclosed with the final version shall be
39 marked for acceptance or rejection and returned, within the
40 two-week period after the original mailing, to the Current
41 chapter Nominations and Elections Committees for tabulation.
42 The returned ballots must be postmarked within the two-week
43 period in order to be counted. The by-laws shall be
44 considered ratified if at least two-thirds (2/3) of the
45 respondents vote affirmatively.
46
47 E. These by-laws shall take effect immediately upon ratification.
48
49

50 **Article IX. Dissolution of the Chapter**

- 51
52 A. No part of the earnings of the chapter shall inure to the

1 benefit of any member, trustee, director, or officer of the
2 chapter or any private individual (except that reasonable
3 compensation may be paid for services rendered to or for the
4 chapter) and no member, trustee, director, or officer of the
5 chapter or any private individual shall be entitled to share
6 in the distribution of any of the assets of the chapter on
7 dissolution of the chapter.
8

- 9 B. In the event of dissolution of the chapter, all of the
10 remaining assets and property of the chapter shall, after
11 necessary expenses thereof, be distributed to another
12 organization exempt under section 501(c)(3) or (5) of the
13 Internal Revenue Code of 1954 as amended or the corresponding
14 provisions of any subsequent federal tax laws, or the federal
15 government or state or local government for a public purpose.
16
17

18 **Article X. Amendments to the By-Laws**

- 19
20 A. These by-laws may be amended by action of active members as
21 follows:
22
23 1. A member may submit, in writing, a motion to amend at any
24 chapter meeting which shall also cause the motion to
25 appear on the agenda for the next meeting of all other
26 chapters.
27
28 2. Upon passage of the "motion to amend" by all chapters, the
29 Council Secretary shall mail copies of the proposed
30 amendment to all members at least fifteen (15) school days
31 prior to a subsequent meeting of each chapter, or of all
32 chapters meeting jointly, at which the proposed amendment
33 shall be on the agenda.
34
35 3. Adoption of the amendment shall require a two-thirds (2/3)
36 affirmative vote by the members present and voting.
37
38 4. A quorum for amendment of these by-laws shall be 25% of
39 the active members of each chapter, or in the case of a
40 joint meeting, 25% of the entire bargaining unit.
41
42 5. Amendments to the by-laws shall each contain an
43 effectivity date.
44
45

46 **Article XI. Parliamentary Authority**

47
48 The President or other individual who chairs all meetings
49 (including membership meetings, Joint Council meetings, and
50 committee meetings) shall have the right to make motions,
51 participate in debate, and vote on all motions in addition to
52 chairing the meeting (without being required to relinquish the

1 Chair). Otherwise, the rules contained in the current edition
2 of *Robert's Rules of Order Newly Revised* shall govern in all
3 cases to which they are applicable and in which they are not
4 inconsistent with this Constitution and By-laws and any
5 special rules of order which may be adopted. For all
6 membership meetings, the Chapter President (or other
7 individual chairing the meeting) shall appoint a
8 Parliamentarian to rule on matters of order.

9
10 **Rev. 9/8/01**