

# **SACRAMENTO COUNTY MANAGEMENT ASSOCIATION (SCMA)**

## **BYLAWS**

Adopted 10/2000  
Adopted 04/2006  
Adopted 11/2009  
Adopted 1/2011

## **PREAMBLE**

The Sacramento County Management Association (SCMA) has been formed to meet, advocate, negotiate and discuss with Sacramento County Government matters pertaining to salaries, equity and parity with other like state, county, and local governments throughout California; promote high standards of employment practices and conduct among its members; encourage its members to improve professional and leadership skills; develop, maintain, and improve relations with the public we serve, Sacramento County government, represented and unrepresented Sacramento County management, line staff employees, and members of the Association; open channels of communication among County managers and Sacramento County Government; gather the Association membership for events; and provide information to the Association members concerning matters of interest.

## **SECTION 1 – NAME OF ORGANIZATION**

The organization shall be known as the Sacramento County Management Association (SCMA), hereinafter known as the Association, with the principal office of the Association in Sacramento County, California.

## **SECTION 2 – REPRESENTATION CATEGORIES**

- 2.1 Represented individuals are those persons whose job classification has been assigned to a bargaining unit represented by the Association, currently 032 Management and 033 Civil Attorney. To be a member of the Association, the represented individual must meet the criteria below.
- 2.2 Voting Member: A person whose classification has been assigned to a bargaining unit represented by the Association, who applies for membership (voting rights) in the Association, pays the required dues, and remains in good standing.
- 2.3 Honorary Member: An Honorary Membership may be granted to a living retired or former member of the Association or to a living non-member upon approval by the Board of Directors. An Honorary Member shall be accorded a voice but shall not have a vote in any matters of the Association. The process is as follows:
  - a. Nominations may be made by any Voting Member;
  - b. An Honorary Membership is to be awarded only to members or non-members who have rendered valuable service to the Association;
  - c. All nominations for Honorary Membership shall be submitted to the Board of Directors accompanied by a written recommendation from a Voting Member; and,

- d. A list of approved Honorary Members shall be presented to the Voting Members at the first Association meeting following approval of the Honorary Membership(s) by the Board of Directors.

### **SECTION 3 – ASSOCIATION OBLIGATIONS**

Association obligations, at the discretion of the Association, may include, but not be limited to, organizing new units and/or classifications; contract negotiations and enforcement; and representation at disciplinary hearings. Members or represented individuals shall direct inquiries regarding employee/employer relations to the Association's Board of Directors, and shall have the right to appeal any matter to the Board of Directors.

### **SECTION 4 – OFFICERS**

The Officers of this Association shall be Voting Members (as defined in Section 2.2 herein) and shall be elected by the Board of Directors each fiscal year during the July meeting of the Board of Directors. Officer positions consist of the President, Vice President, Treasurer and Secretary. Their duties shall include, but are not limited to, the following:

#### **4.1 President**

- a. Preside at all meetings of the Association and of the Board of Directors;
- b. Identify committees and appoint committee chairs as deemed appropriate by the Voting Members or the Board of Directors;
- c. Appoint departmental and/or site representatives. Such representatives shall serve to disseminate information to their assigned members and to encourage and facilitate eligible employees to join the Association;
- d. Call meetings of the Association and the Board of Directors;
- e. Review or sign official documents or correspondence; and,
- f. Officially represent the Association.

#### **4.2 Vice President**

- a. Perform the duties of the President when the President is absent;
- b. Assist the President in conducting meetings of the Association; and,
- c. Serve the remainder of the President's term should the President resign or be incapable to serve out the full term.

#### **4.3 Treasurer**

- a. Review the deposit, collection, and disbursement of all funds;
- b. Process all transactions within ten (10) business days of receipt;
- c. Keep an itemized account of all receipts and disbursements of Association funds;
- d. Prepare a monthly report of all receipts and disbursements to be distributed to the Board of Directors;
- e. Prepare annual financial reports for the Association which are accessible for review. At minimum, documents shall include an "Asset/Liability" statement, a "Profit and Loss" (P&L) statement, and a proposed annual budget for the fiscal year (July 1 – June 30); and,
- f. Provide documentation to the Auditing Committee.

#### 4.4 Secretary

- a. Review and keep records of the correspondence and business of the Association;
- b. Review and keep the names, addresses, and emails of all members of the Association;
- c. Prepare, review, and edit the minutes of regular and special meetings of the Association and Board of Directors' meetings at the direction of the Board of Directors;
- d. Maintain the official copy of the Bylaws of the Association and make copies available upon request; and,
- e. Maintain and archive documentation of the Association and coordinate the storage of said documentation with the Website Committee.

4.5 The order of ascendancy to the Office of President shall be: In the absence of the President, the Vice President shall preside; in the absence of the President and Vice President, the Treasurer shall preside; in the absence of the President, Vice President, and Treasurer, the Secretary shall preside.

4.6 Any Officer may be removed for cause as determined by a two-thirds (2/3) vote of the Board of Directors. Cause can include, but is not limited to, those listed under Section 6.3(a) through (o). If an officer has been removed pursuant to this section, the Board of Directors shall send written notice of that result to the Officer's address of record within a reasonable amount of time.

### **SECTION 5 – BOARD OF DIRECTORS**

5.1 The Board of Directors shall consist of twelve (12) qualified Voting Members. Ten (10) members shall be elected from Bargaining Unit 032 by Voting Members in Bargaining Unit 032 and two (2) members shall be elected from Bargaining Unit 033 by Voting Members in Bargaining Unit 033.

5.2 At any Board of Directors' meetings, fifty percent (50%) of the Board of Directors shall compose a quorum to conduct Association business.

5.3 Duties of the Board of Directors shall include, but not be limited to, the following:

- a. Establish, interpret, administer and execute the Association's goals, objectives, policies and procedures; and be accountable for the overall direction of the Association;
- b. Advise the President;
- c. Meet as often as required;
- d. Attend all Board of Directors' meetings, and general membership meetings and events;
- e. Take any appropriate action on business brought before it by committees;
- f. Recommend dues and assessments for approval by Voting Members as outlined in Section 9;
- g. Take action necessary or appropriate to comply with any laws, regulations, and contracts;
- h. Determine the merit of potential action on behalf of a member or the Association;

- i. Perform all fiduciary responsibilities and obligations, and be fiscally responsible with Association funds; and,
  - j. Approve annual Association budget.
- 5.4 Should a position on the Board of Directors become vacant for any reason after the election, the Board of Directors may appoint a Voting Member to the position by majority vote regardless of their bargaining unit. The appointment will be made until the next election for said position.
- 5.5 A Director may appoint a Voting Member to act on the Director's behalf at any Board of Directors' meeting provided the Director who is to be absent notifies the President and/or the Board of Directors of the identity of the Voting Member prior to the meeting. Notification by telephone call or e-mail shall be sufficient for purposes of this section. The Voting Member may exercise all powers herein assigned to a Member of the Board of Directors, except that the Voting Member may not appoint a further designee, serve as Chairperson of the Board of Directors, or publicly express the viewpoint of the Board of Directors.

## **SECTION 6 – BOARD OF DIRECTOR REMOVAL**

The entire Board of Directors or any individual Director may be removed from office as set forth in this section. A Director may be removed for absenteeism, by recall election, or for cause. A Director shall automatically be removed when no longer a Voting Member.

- 6.1 Any Director who is not in attendance at least half of the scheduled meeting time of each regularly scheduled Board of Directors' meeting shall be considered absent. Any Director who has been absent from three (3) regularly scheduled Board of Directors' meetings within the fiscal year may be removed from office by a majority vote of the Board of Directors then present at a regular meeting.
- 6.2 All members of the Board of Directors are subject to recall by a recall election for that purpose. The process is as follows:
- a. A notice of recall letter shall be submitted to the Secretary in writing. Once this letter is acknowledged and received by the Secretary, the forty-five (45) calendar day period starts. A petition for a recall election must then be signed and dated by at least twenty percent (20%) of Voting Members; must contain the specific reasons for the recall election, and must be filed with the Secretary of the Association within forty-five (45) calendar days from inception of the recall letter acknowledgment received from the Secretary. Failure to provide a proper petition with a minimum of twenty percent (20%) of Voting Members, as verified by the Secretary, will invalidate the call for a recall election;
  - b. A recall election must be conducted according to the same procedures as set forth in Sections 7.5 for timeline; 7.6 if more than one (1) Board of Director is recalled, and 7.9 and 7.10 for voting process and handling;
  - c. A Director shall be recalled and disqualified from completing the term of office in the event that a majority of Voting Members vote in favor for the recall of the designated Director(s); and,
  - d. The successor to a recalled Director shall be selected in accordance with Section 5.4.

- 6.3 Any Director, by virtue of such position, shall be subject to removal from the Board of Directors for cause through suspension or expulsion. Suspension or expulsion shall be by a two-thirds (2/3) vote of the Board of Directors provided that a statement of the charges shall have been mailed, by registered or certified mail, to a Director under charge to the Director's last reported address at least fifteen (15) calendar days before the final action is taken thereon. This statement shall be accompanied by a notice of the time and place where the meeting is to be held to take action. Such Director shall be given the opportunity to present a defense at that time. Procedures for such proceedings shall be determined at the discretion of the Board of Directors. Cause for removal, suspension or expulsion, shall include, but not be limited to, any of the following acts committed by a Director:
- a. Violating any provisions of the Bylaws, any lawful Board of Directors' policy or directive, or any established rules of the Association;
  - b. Failing to pay dues, fines, assessments, fees, or other financial obligations in a timely manner;
  - c. Obtaining membership by fraudulent means or by misrepresentation;
  - d. Advocating or attempting to bring about the decertification of the Association or the withdrawal of any member or group of members from the Association, or other similar act;
  - e. Working in the interest of, or accepting membership in, any organization dual to the Association;
  - f. Unreasonably, unlawfully, or improperly disturbing the peace or harmony of any Board of Director or Association meeting;
  - g. Embezzling, misappropriating, fraudulently receiving, wrongfully handling, or failing to account for the funds of the Association or any employee benefit fund;
  - h. Using the name of the Association for soliciting funds, advertising, or similar activities, except as expressly authorized by the Board of Directors;
  - i. Furnishing a complete or partial list of the membership of the Association without specific authorization in writing from the President to any person other than those whose governmental position, Association office, or employee benefit fund position entitles them to have a list;
  - j. Deliberately and improperly interfering with any Officer, Director, or representative of the Association in the discharge of his or her official duties;
  - k. Deliberately engaging in conduct in violation of the responsibility of Directors;
  - l. Deliberately interfering with the performance of the legal or contractual rights or obligations of the Association;
  - m. Engaging in dishonest acts or illegal acts which involve the Association;
  - n. Engaging in conduct unbecoming a Director of the Association, or in acts harmful to the welfare of the Association; and,
  - o. Failing to faithfully perform the duties of the position, becoming negligent in the performance of the duties of the position, or accepting dual compensation of expenses for the performance of duties related to the position.
- 6.4 In the event that a Director is no longer employed by a public agency within a bargaining unit for which the Association is the exclusive bargaining representative, the position on the Board of Directors held by that Director shall be declared vacant. In the event that the Director's loss of qualifying employment was due to an adverse action taken against the Director by his public employer, the Director's position shall not be declared vacant until after the Director has unsuccessfully exhausted all administrative remedies to challenge his or her removal from qualifying employment

and gain reinstatement, or until the Association makes a final determination not to represent the Director in that challenge, whichever occurs first.

## **SECTION 7 – ELECTIONS**

- 7.1 The Board of Directors of the Association shall be elected by confidential ballot prior to June 30, on a date specified by the Board of Directors. The elected Board of Director members shall assume office at the first Board of Directors' meeting of the fiscal year which shall be held no later than July 31.
- 7.2 At least sixty (60) calendar days prior to an election date set by the Board of Directors, the Election Committee shall distribute nomination papers to all Voting Members and post them to the SCMA website.
- 7.3 Any Voting Member may be nominated for a position on the Board of Directors for their respective bargaining unit by filing nomination papers with the Election Chairperson by a date specified. Said date shall be no later than thirty (30) calendar days prior to the election date set by the Board of Directors.
- 7.4 If five or less Management (032) or only one Civil Attorney (033) is nominated (i.e. the number of nominations received does not exceed the number of vacant seats for the bargaining unit), the nominees shall be automatically elected to the Board of Directors on the day of the election in lieu of an election. No election will be held for that bargaining unit. At the first meeting of the fiscal year, the Board of Directors shall declare those new members elected.
- 7.5 A confidential ballot containing the names of the nominees for their bargaining unit shall be provided to each Voting Member no less than fifteen (15) calendar days prior to the day of the election. The ballot shall designate the name, agency and department of each nominee, a brief qualifications statement of no more than three hundred (300) words (if the nominee so chooses), and shall contain such instructions as may be prescribed by the Board of Directors regarding the election.
- 7.6 Each nominee name shall be listed by last name in a random election alphabet determined by drawing each letter of the alphabet randomly thus creating a new order alphabet. Election is "at-large" meaning each nominee may be voted on by all Voting Members within their respective bargaining unit.
- 7.7 The five management (032) and one Civil Attorney (033) nominee(s) who receives the highest number of votes shall be elected each year. The term is for two (2) calendar years beginning July 1 through June 30.
- 7.8 For Bargaining Unit 032, if a tie vote occurs within the top five nominees, each of the top five (5) nominees will be awarded one position. If two (2) or more nominees receive an equal number of votes, and the tie is between the fifth and sixth nominee, the nominees shall draw lots (to be determined by the Board of Directors) to determine who is to be elected. For Bargaining Unit 033, if a tie vote occurs within the top two (2) nominees, the nominees shall draw lots (to be determined by the Board of Directors) to determine who is to be elected. Nominees who receive the most votes, shall be notified by the Election Committee Chairperson by email and/or telephone within seventy-two (72) hours after the election has been certified.

- 7.9 Ballots shall be returned to the Election Chairperson in the manner prescribed no later than 5:00 p.m. on the designated date of the election as determined by the Board of Directors.
- 7.10 Immediately upon the close of the polls, the votes shall be counted and certified. No nominee shall participate in the balloting process. The election results shall be reported by the Election Chairperson to the Board of Directors in writing within twenty-four (24) hours.
- 7.11 To accommodate the transition from calendar year to fiscal year, the Board of Directors whose term began January 2010 will serve through June 30, 2011 and those whose term began in January 2011 will serve through June 30, 2012.

### **SECTION 8 – ASSOCIATION MEETINGS**

- 8.1 Association meetings shall be held at least once a year at such a time and place as may be determined by the Board of Directors for the transaction of such business as may be appropriate. Additional meetings may be held as directed by the Board of Directors.
- 8.2. Special meetings of Voting Members may be called by the President, by a simple majority of the Board of Directors, or by a petition of twenty percent (20%) of Voting Members signed and delivered to the President. No business except what has been stated by the President, the Board of Directors, and/or by petition (whichever method was used to call the special meeting) shall be transacted at the designated special meeting.
- 8.3 Notice of the time, place and purpose of any meeting of the Association membership shall be communicated to each Voting Member no later than ten (10) County business days prior to such meeting.
- 8.4 Any number of Voting Members present at any regularly scheduled Association meeting or special Association meeting shall constitute a quorum for the transaction of business.

### **SECTION 9 - DUES AND ASSESSMENTS**

- 9.1 Dues shall be assessed for all Association members in amounts ratified by the Voting Members. Payment of dues will be done by payroll withholding. The Association member must sign a payroll deduction form authorizing the County to deduct an amount equal to the bi-weekly dues.
- 9.2 Changes in annual dues shall be determined by the Board of Directors with the approval of the majority of Voting Members. Voting shall occur at a regularly scheduled Association meeting, special Association meeting, by mail ballot, or by an online voting system.
- 9.3 Special assessments shall be determined by a majority vote of Voting Members at a regularly scheduled Association meeting, special Association meeting, by mail ballot, or by an online voting system.

- 9.4 Any Association member may terminate their membership by written declaration pursuant to the Memorandum of Understanding/Collective Bargaining Agreement. The effective date of the termination of membership shall be ten (10) working days following the end of the pay period during which the request was made. The written declaration must be received by a member of the Board of Directors.
- 9.5 The Board of Directors is authorized to temporarily suspend the dues assessment of individuals for hardship reasons on a case by case basis as determined by the Board of Directors.

## **SECTION 10 – STANDING COMMITTEES**

- 10.1 The Board of Directors shall have six (6) standing committees: Association Meetings, Bylaws, Elections, Website, Membership and Audit.
- 10.2 The Association Meeting Committee is responsible for coordinating all aspects of general membership meetings subject to approval by the Board of Directors.
- 10.3 The Bylaws Committee shall regularly review the Bylaws and propose any recommended changes to the Board of Directors. This committee shall consist of the chairperson and a minimum of two (2) Voting Members.
- 10.4 The Elections Committee is responsible for all aspects of the annual election process. This committee shall consist of the chairperson and a minimum of two (2) Voting Members.
- 10.5 The Website Committee is responsible for maintaining and updating the Association website; maintaining and archiving documents; and sending electronic communications.
- 10.6 The Membership Committee is responsible for retention and recruitment of eligible members. This committee shall consist of the chairperson and a minimum of two (2) Voting Members.
- 10.7 The Audit Committee shall audit the Treasurer's accounts at the close of the fiscal year and report back during the August Board of Directors' meeting. The audit shall include, but not be limited to, a review of the Bylaws and meeting minutes in relation to the expenditures and the fulfillment of the Board of Directors' responsibilities. This committee shall consist of three Voting Members appointed by the Board of Directors.
- 10.8 The chairperson of each committee shall be appointed and serve at the pleasure of the President. The chairperson has discretion to appoint or remove committee members. The chairperson and/or committee member shall be a Voting Member of the Association.
- 10.9 The term of office of the committee chairperson and the committee members expires at the end of each fiscal year during which they were appointed.
- 10.10 Each committee shall meet at such times and places as the majority of members shall determine or as determined by the chairperson.

- 10.11 Each committee may fix rules for its own governance and course of proceedings consistent with the Bylaws, and any special direction of the Board of Directors.
- 10.12 Each committee chairperson shall report to the Board of Directors as often as the Board of Directors deems necessary.
- 10.13 The Board of Directors shall be empowered to designate any special committees.

## **SECTION 11 – GRIEVANCE COMMITTEE**

- 11.1 The Board of Directors is expressly authorized to designate a Grievance Committee. The committee shall consist of three (3) Voting Members.
- 11.2 Members of the Grievance Committee shall serve for a period of 12 months. Failure to maintain Voting Member status will result in automatic removal from the Grievance Committee.
- 11.3 The Grievance Committee shall have the responsibility of receiving, reviewing, considering and, when appropriate, authorizing representation to a member or Bargaining Unit employee who desires to pursue a grievable dispute with his or her employer or to challenge a disciplinary action taken against the employee, including an appeal of an involuntary termination from employment. The Grievance Committee shall make the decision as to whether the Association is to submit the grievance or appeal. The Grievance Committee shall evaluate each case on its individual facts and circumstances and shall make a decision regarding coverage based on the following criteria:
  - a. The merits of the grievance or appeal;
  - b. The reasonable likelihood of a favorable decision on the issues presented; and,
  - c. The impact, if any, on the membership as a whole in the event the Association was to achieve a favorable or unfavorable decision on the issues presented; and,
  - d. The cost of pursuing the grievance.
- 11.4 All decisions of the Grievance Committee are final except that decisions regarding whether or not the Association should represent the employee in arbitration or in a hearing on the issue of whether the employee was terminated from employment for good or just cause may be appealed to the Board of Directors. The appeal shall be submitted in writing to the Board of Directors and shall contain a statement of the nature of the grievance or appeal, and any other matter the employee desires to bring to the attention of the Board of Directors. The employee shall submit the appeal within fifteen (15) days from the date he or she is first advised of the Grievance Committee's decision or disposition of the grievance or appeal.
- 11.5 The Board of Directors shall consider the appeal at the next regularly scheduled Board of Directors' meeting. The Board of Directors shall treat the appeal as either a request for a review or a request for reconsideration. The employee may address the Board of Directors on the issue and submit additional documentation or evidence; however, there will be no taking of testimony or calling of witnesses. No attorneys or lay representatives for the employee shall be allowed at the meeting. The Board of Directors shall advise the member of its decision within thirty (30) calendar days from the date of its meeting. The decision of the Board of Directors shall be final and

binding. There shall be no further appeal taken. Any member who does not appeal the decision or disposition of the Grievance Committee, as provided above, to the Board of Directors shall be deemed to have acquiesced in and agreed to said decision or disposition.

- 11.6 The Grievance Committee shall also hear requests to initiate civil litigation on behalf of the Association and/or employees represented by the Association.

## **SECTION 12 – NEGOTIATING COMMITTEE**

- 12.1 The Board of Directors is expressly authorized to designate a Negotiating Committee as needed. The committee shall consist of the President of the Association or his/her designee and four (4) additional Voting Members. Of the five (5) committee members, at least one (1) member shall be from Bargaining Unit 033. The Board of Directors will ensure that members of the Negotiating Committee are selected at least six (6) months prior to expiration of the Memorandum of Understanding/Collective Bargaining Agreement. If the Negotiating Committee reaches a tentative agreement with the County on a Memorandum of Understanding/Collective Bargaining Agreement, the final recommendation of the Negotiating Committee shall be submitted to Voting Members for contract ratification. Ratification shall require a simple majority of Voting Members casting ballots.
- 12.2 Members of a Negotiating Committee shall serve until such time as a Memorandum of Understanding/Collective Bargaining Agreement is ratified by the membership, until such time as that committee member voluntarily removes himself/herself from that position in writing, or until such time as that committee member is removed for cause as identified in Section 6.3(a) through (o). Failure to maintain Voting Member status will result in automatic removal from the Negotiating Committee.
- 12.3 If replacement of a vacant position is deemed necessary, the Board of Directors may select a Voting Member to fill the vacancy with input from the Negotiating Committee.

## **SECTION 13 – AMENDMENTS**

- 13.1 The Bylaws may be amended by a vote of two-thirds (2/3) of Voting Members casting ballots.
- 13.2 A brief description of the proposed change in Bylaws must be distributed to each Voting Member no later than fifteen (15) days prior to the amendment certification date.
- 13.3 Voting can be conducted at a regularly scheduled Association meeting, special Association meeting, by mail ballot, or by an online voting system.

## **SECTION 14 – MEMBERSHIP STATUS/DISCIPLINE**

- 14.1 Discipline may consist of reprimand, fine, suspension or expulsion.

14.2 The Board of Directors or any member may file charges against any member for acts or omissions as hereinafter described in this section, including, but not limited to, the acts or omissions of such individual while a member of the Association or while an Officer, Director or employee of the Association. Any member shall be subject to discipline if any of the following occur, and each of the following shall constitute the basis for the filing of charges:

- a. Violation of any provision of these Bylaws;
- b. Misappropriation, embezzlement or improper or illegal use of Association funds;
- c. Any action by any officer, director, employee or member of the Association which results in expenditure of funds without proper authorization;
- d. Any activity which assists or is intended to assist a competing organization within the jurisdiction of the Association;
- e. Refusal or deliberate failure to carry out a legally authorized decision of the Board of Directors, or the President of the Association;
- f. Instituting or urging others to institute legal action outside the Association, before any forum whatsoever, against the Association, or any officer, director, employee or member, without first exhausting all internal remedies within the Association, provided that the foregoing shall not apply where action was instituted in order to prevent the loss of rights under an applicable statute of limitations and the member has diligently pursued his or her internal remedies;
- g. Using the name or assets (including mailing lists) or good will of the Association in an unauthorized manner or for an unauthorized purpose;
- h. Deliberately interfering with any official of the Association in the discharge of his or her lawful duties;
- i. Conviction of a crime, the nature of which is such as to bring the Association as an organization into disrepute;
- j. Knowingly submitting any false financial report or statement to the Association; and/or,
- k. Disrupting Association meetings or disrupting the Association in its official business.

### 14.3 Filing Charges

- a. Charges shall be in writing and shall be signed by the member or members bringing the charge(s);
- b. The charges shall be specific, citing in detail the nature, the date, and the circumstances of the alleged offense and, where appropriate, citation to the portion of the Association Bylaws that is alleged to have been violated;
- c. The charge shall be filed with the President of the Association or, if he/she is a directly interested party, the Vice President of the Association, or if both are charged, the Secretary of the Association;
- d. Such officer shall forward such charge to members of the Hearing Committee within ten (10) working days;
- e. The charges shall be served by registered mail, return receipt requested, to the address last made known to the Association by the member(s) involved. Alternatively, service may be made personally; and,
- f. Without a hearing, the Hearing Committee, by conference or conference call, may by unanimous vote determine the charges have no merit. Such decision may be appealed in the same manner as discussed in Section 14.10 below.

14.4 The Hearing Committee shall be composed of the same individuals as are appointed to serve as the Grievance Committee as set forth in Section 11, above.

#### 14.5 Hearing Procedure

- a. The Hearing Committee shall receive a copy of charges filed against a member, employee, or officer of the Association from the President, Vice President, or Secretary of the Association;
- b. Members of the Hearing Committee may also be members of the Board of Directors of the Association, but any such member of the Hearing Committee shall not participate whatsoever in proceedings involving appeal to the Board of Directors, as hereafter described, concerning any hearing in which they have participated;
- c. The Hearing Committee shall assure a copy of the charge(s) is sent to the accused to their last known address on the books of the Association, or personally handed to them within fifteen (15) working days after the charges are received from the Association;
- d. The Hearing Committee shall similarly serve on the parties involved a statement of the date, time and place of such hearing on such charges no less than ten (10) working days before the scheduled hearing date;
- e. The hearing may be scheduled no less than thirty (30) and no more than ninety (90) calendar days after the receipt of the charges by the accused except with mutual consent of the parties for an earlier date or extension(s), and approval by the Hearing Committee;
- f. The Hearing Committee may set forth rules and regulations as to the procedures of a hearing, as long as they are not inconsistent with the Association Bylaws; and,
- g. With approval of the officer with whom the charges were filed, the Hearing Committee may utilize an attorney, as an ex-officio member, to advise on procedural matters and to represent the interests of the Association membership.

#### 14.6 The Charging Party

- a. The charging party or his/her chosen representative shall present the charges at the scheduled hearing(s);
- b. The burden of proof involved is the preponderance of evidence and the burden lies with the charging party;
- c. The charging party has the right to select a person of his/her own choosing, who is a member or officer of the Association, to present the case. In no case is representation by a person receiving remuneration allowed;
- d. The charging party has the right to present testimony and documents/evidence in support of the allegations; and,
- e. The charging party has the right to cross-examine any witness who testifies for the accused, including the accused if he/she testifies on his/her behalf.

#### 14.7 The Accused

- a. The accused shall have the right to be presumed innocent unless proven guilty;
- b. The accused shall have the right to choose either an open or a closed hearing;

- c. The accused has the right to be represented by a person of his/her own choosing who is a member or officer of the Association. In no case is representation by a person receiving remuneration allowed; and,
- d. The accused shall have the right to cross-examine any witness against them, the right to present a written answer to the charge, and to present witnesses in their own behalf.

#### 14.8 Witnesses

- a. The party planning to call a witness shall make arrangements for the witness to be available at the hearing and shall pay all associated costs.

#### 14.9 Hearing Committee Decision

- a. All decisions shall be rendered by the Hearing Committee and transmitted to the parties within thirty (30) calendar days following completion of the hearing except by mutual consent of the charging party and the accused.
- b. The Hearing Committee decision shall be in writing and shall be transmitted by registered mail, return receipt requested, to the charging party and to the accused, simultaneously or alternately by personal service.

#### 14.10 Appeals

- a. The appeal body shall be the Board of Directors of the Association, excluding any of its members who were members of the Hearing Committee in the matter from which an appeal is taken;
- b. Either party may, within thirty (30) calendar days following receipt of the decision, file an appeal on the decision and/or issues raised in the hearing.
  - 1. The appeal shall be filed to the appeal body and the opposing party simultaneously;
  - 2. The appeal shall be in writing and shall be accompanied by a copy of the original charge and of the decision which is being appealed;
  - 3. The appeal shall set forth in substance the appellant's reasons for believing the Hearing Committee was in error and the nature of the error.
  - 4. The appeal shall be served by registered mail, return receipt requested, or in person upon the appeal body and the opposing party; and,
  - 5. The opposing party shall have thirty (30) calendar days in which to respond to the appeal.
- c. The appeal body shall determine the matter, if reasonably possible and after allowing for the time frames for a response from the opposing party, at the next scheduled meeting of the Board of Directors. Except in the case of an emergency expulsion or suspension, the Board of Directors can, in its discretion, stay the discipline imposed until the appellate process is exhausted or waived. The Hearing Committee must label a suspension or expulsion as an emergency one, as well as state the facts constituting the emergency, if such suspension or expulsion is not to be stayed pending an appeal.
- d. The appeal body may, in its discretion, hold an entirely new hearing on the matter, if it does not wish to determine the appeal based on the record before it.
- e. The appeal body may set forth rules and regulations as to the procedures of a hearing and/or appeal, as long as they are not inconsistent with the Association Bylaws.

- f. The appeal body shall render its decision in writing and transmit such decision to both parties within thirty (30) calendar days following the completion of the appeal hearing except by mutual consent of the parties involved. Such decision shall be in writing and shall be transmitted by registered mail, return receipt requested, to both appellant and respondent, simultaneously.

#### 14.11 Exhaustion of Remedies

- a. No Officer or member of the Association shall resort to judicial proceedings of any kind, before any forum, with regard to any matter pertaining to this Association, until all remedies provided for within the Bylaws have been fully exhausted, provided the foregoing shall not apply where the action was initiated to prevent the loss of rights under an applicable statute of limitations and the member or officer has diligently pursued his/her internal remedies.
- b. Filing charges outside of the Association without exhausting all Association remedies may result in disciplinary action, as determined by the Board of Directors.

### **SECTION 15 – DISSOLUTION**

- 15.1 This Association shall be dissolved and its affairs concluded by a two-thirds (2/3) vote of the Association's Voting Members.
- 15.2 Voting can be conducted at a regularly scheduled Association meeting, special Association meeting, by mail ballot, or written notice directing Voting Members to an online voting system.

### **SECTION 16 – VESTED INTEREST**

No individual member of the Association has a vested interest in monies or properties of the Association. If the Association is dissolved, all assets will be contributed to one or more 501(c)(3) not-for-profit organization(s) as designated by a majority vote of the Board of Directors within thirty (30) calendar days of dissolution.