



BYLAWS

COMMUNICATIONS WORKERS
OF AMERICA

**RETIRED
MEMBERS' COUNCIL**

Amended July 9, 2011

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1 BYLAWS OF THE CWA RETIRED MEMBERS' COUNCIL

2
3 ARTICLE I - NAME

4
5 This organization shall be known as the Retired Members' Council, Communications
6 Workers of America, AFL-CIO, CLC (Council).

7
8 ARTICLE II - JURISDICTION

9
10 The jurisdiction of the Council shall be Council Lifetime members and all the CWA
11 Retired Members' Chapters duly chartered by the International Communications Workers
12 of America (Union)

13
14 ARTICLE III - OBJECTS

15
16 The objects of the Council shall be to represent and serve the members in accordance with
17 the Bylaws and Rules of the Council and the Constitution and policies of the Union.

18
19 ARTICLE IV - COUNCIL STRUCTURE

20
21 (1) Membership

- 22
23 (a) The Council shall be a unit of the Union and shall consist of Council Lifetime
24 members and duly chartered Chapters.
25
26 (b) The Council will adopt bylaws and rules consistent with federal laws and the
27 CWA Constitution and policies of the Union.
28
29 (c) The Vice Presidents shall have voice but not vote. They may speak on
30 motions but not make them.
31
32 (d) All members of the General Board shall be bonded in accordance with the
33 Constitution of the Union or any state or federal law.

34
35 (2) Executive Board

- 36
37 (a) The Council shall elect an Executive Board, which will consist of one
38 representative from each of the Union's districts, and one representative from
39 the Media Sector, which shall consist of the Printing, Publishing and Media
40 Workers Sector, NABET-CWA, and TNG-CWA; the IUE-CWA Division;

41 and the AFA-CWA Sector. The representatives shall be known as District or
42 Sector Presidents.

43
44 (3) General Board

- 45
46 (a) The Council shall elect a General Board which will consist of the Executive
47 Board and one representative from each of the Union's districts, and one
48 representative from the Media Sector, which shall consist of the Printing,
49 Publishing and Media Workers Sector, NABET-CWA, and TNG-CWA; the
50 IUE-CWA Division; and the AFA-CWA Sector. The representatives shall be
51 known as District or Sector Vice Presidents.

52
53 (4) Executive Committee

- 54
55 (a) Executive President
56 (b) Executive Vice President
57 (c) Secretary-Treasurer or Secretary and Treasurer

58
59 5) Committees

- 60
61 (a) Audit - Finance
62 (b) Elections
63 (c) Legislative
64 (d) Organizing
65 (e) Bylaws
66 (f) Credentials
67 (g) Resolutions

68
69 ARTICLE V - COUNCIL DUES

- 70
71 (1) Council Lifetime dues shall be a one-time payment of \$25.

72
73 ARTICLE VI - GOVERNING AUTHORITY

74
75 The affairs of the Council shall be governed by its membership in accordance with
76 the CWA Constitution, these Bylaws and policies of the Union in the following manner:

- 77
78 (a) Through the actions taken by delegates to the Council meetings.
79
80 (b) Through actions and decisions of the Executive Board or the Executive
81 Committee of the Council.

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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.

- 121
- 122 (4) Certification of Delegates
- 123
- 124 (a) Each Chapter shall certify to the Credentials Committee, no less than 20 days
- 125 prior to the opening of the Council meeting, on forms provided by the Council, the
- 126 names of the delegates
- 127
- 128 (5) The Council shall have the power to:
- 129
- 130 (a) Pass upon the credentials and seating of representatives;
- 131
- 132 (b) Establish the policies to be followed by the Council;
- 133
- 134 (c) Interpret and amend these Bylaws;
- 135
- 136 (d) Do all things necessary for the proper disposition of any matter
- 137 which may come before it for consideration.
- 138
- 139 (6) The Union shall pay the normal and usual expenses incidental to the meetings of the
- 140 Council together with the expenses of the Executive Board. The Council shall pay
- 141 the normal and usual expenses of the District/Sector Vice Presidents. The Chapters
- 142 shall pay the expenses of their respective representatives.
- 143
- 144 (9) Anyone may attend the general meetings of the Council as a guest.
- 145

146 ARTICLE VIII - GENERAL BOARD MEETINGS

147

148 The General Board shall meet at least once a year. Additional meetings, including

149 conference calls, may be called upon majority vote of the Executive Board.

150

151 ARTICLE IX - DELEGATES TO THE UNION CONVENTION

152

153 The District/Sector Presidents shall also serve as delegates to CWA Conventions during

154 their term of office and shall each carry one (1) vote. District/Sector Vice Presidents shall

155 serve as alternates to the CWA Conventions during their term of office.

156

157 ARTICLE X - COUNCIL COMMITTEES

158

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

160

- 161 (a) Audit - Finance

- 162 (b) Election
163 (c) Legislation
164 (d) Organizing
165 (e) Bylaws
166 (f) Credentials
167 (g) Resolutions
168
169 (2) Members of all committees shall be appointed by a majority vote of the Executive
170 Board.
171
172 (3) Vacancies on committees shall be filled in the same manner as the original
173 appointments.
174
175 (4) Duties of Committees:
176
177 (a) Audit - Finance
178 To review the annual audit of the Council's funds prepared by an independent
179 Certified Public Accountant and to make recommendations to the General
180 Board concerning the financial structure of the Council.
181
182 (b) Elections
183 To organize and supervise Council elections
184
185 (c) Legislative
186 To assist the District/Sector Presidents and Vice Presidents in developing and
187 pursuing the program of the Union in the legislative-political field.
188
189 (d) Organizing
190 To develop strategies to assist the District/Sector Presidents and Vice
191 Presidents in the organization of new Chapters and in the enrollment of CWA
192 retirees as Council Lifetime members
193
194 (e) Bylaws
195 To make recommendations to the Council on any proposed bylaws changes
196 received ninety (90) days prior to the next Council meeting. To report all
197 proposed amendments and recommendations of the Committee thirty (30)
198 days prior to the Council meeting. The Bylaws and proposed amendments
199 shall be posted to the Council website thirty (30) days prior to the Council
200 meeting.
201
202

203 (f) Credentials
204 To verify all delegate credentials, including those who do not preregister, as
205 well as confirming the voting strength of the Chapters.

206
207 (g) Resolutions
208 To make recommendations to the Council on any proposed resolutions
209 submitted by the membership and received ninety (90) days prior to the next
210 Council meeting. The committee may reformat proposed resolutions and
211 originate resolutions.

212
213
214 ARTICLE XI - ORDER OF BUSINESS

215
216 (1) The order of business at Council meetings and General Board meetings shall be as
217 follows:

- 218
- 219 (a) Call to order
- 220 (b) Roll call of General Board Members
- 221 (c) Reading and action on minutes of previous meeting
- 222 (d) Report of the Executive President of the Council
- 223 (e) Report of the District/Sector Presidents
- 224 (f) Report of committees
- 225 (g) Unfinished business
- 226 (h) New business
- 227 (i) Good and Welfare
- 228 (j) Adjournment
- 229

230
231 ARTICLE XII - EXECUTIVE COMMITTEE AND GENERAL BOARD

232
233 Section 1 - Executive Committee

234
235 (1) The Executive Committee shall be made up of the following officers of
236 the Council:

- 237
- 238 (a) Executive President
- 239 (b) Executive Vice President
- 240 (c) Secretary-Treasurer or Secretary and Treasurer
- 241

242 (2) The duties of the officers shall be as follows:
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- (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 officio 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
 - (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.

- 284 (2) Report at each Council meeting on the financial status of
285 the Council.
286
287 (3) Approve all bills to be paid, and counter-sign all checks
288 drawn on the Council's treasury; be responsible for
289 overseeing the treasury report, audit and budget.
290
291 (4) Cause the proper filing of all reports or filings required by
292 federal, state or local law.
293
294 (5) Perform such other additional duties as may be assigned
295 by the Council, the Executive Board, or the Executive
296 President
297
298 (3) The Executive President, Executive Vice President, Secretary-
299 Treasurer or Secretary and Treasurer shall constitute the Executive
300 Committee of the Council and shall have such administrative powers,
301 duties and authorities as may be assigned by the Council or the
302 Executive Board. The Executive Committee shall set the policy of the
303 Council between General Board Meetings.
304

305 Section 2 – District/Sector Presidents
306

- 307 (1) The duties of the District/Sector Presidents shall be as follows:
308
309 (a) Organize retiree Chapters and keep them informed and involved
310 in the activities and programs of the Council and the Union.
311
312 (b) Promote the growth of the Council by recruiting Lifetime
313 members
314
315 (c) Assist Chapters with internal organizing
316

317 Section 3 – District/Sector Vice Presidents
318

- 319 (1) The duties of the District/Sector Vice Presidents shall be to assist the
320 District/Sector Presidents in carrying out their duties as defined in
321 Section 2.
322
323
324

325 Section 4 - Executive Board

- 326
- 327 (1) The duties of the Executive Board
- 328
- 329 (a) Set policy of the Council between Council meetings.
- 330
- 331 (b) Meet at least once a year in conjunction with the General Board.
- 332
- 333 (c) Actions and decisions of the Executive Board shall be subject to
- 334 approval by the membership.
- 335
- 336 (d) A majority of the Executive Board shall constitute a quorum.
- 337

338 Section 5 –General Board

- 339
- 340 (1) The General Board shall meet once a year.
- 341
- 342 (2) The General Board shall be made up of District/Sector Presidents
- 343 and Vice Presidents.
- 344

345 ARTICLE XIII - ELECTION OF GENERAL BOARD AND

346 EXECUTIVE COMMITTEE

347

348 Section 1 –General Board Members

- 349
- 350 (a) Members of the General Board shall be elected by secret ballot vote
- 351 among the Chapters within their respective district or sector.
- 352
- 353 (b) Chapter presidents shall cast the votes of the Chapter membership in
- 354 accordance with Chapter Bylaws.
- 355
- 356 (c) Chapter presidents shall cast their pro rata share of the unaffiliated
- 357 Council members within their District or Sector.
- 358
- 359 (d) Voting strength shall be based on the number of members in the
- 360 Council’s data base as of August 1.
- 361
- 362 (e) General Board Members shall be nominated and elected during the
- 363 months of August, September and October. Those elected shall take
- 364 office on January 1 of the following year.
- 365

- 366 (f) The term of office for General Board Members shall be four years or
367 until their successors have been duly elected.
368
- 369 (g) A vacancy in the position of District/ Sector President or an inability to
370 serve by that individual shall cause that position to be filled by the Vice
371 President. A vacancy in the office of Vice President or an inability to
372 serve by that individual shall be filled by appointment of the Executive
373 Board with the recommendation of the President.
374
- 375 Inability to serve shall include but is not limited to an individual having
376 two consecutive unexcused absences from General Board meetings.
377
- 378 (h) The Election Committee shall develop and distribute election rules
379 governing the election of General Board Members. These election
380 rules shall be consistent with these Bylaws, the CWA Constitution and
381 federal law and shall provide for reasonable nomination procedures, a
382 60-day time period for candidates to campaign, and a fifteen-day
383 written notice of the election. Write-in candidates shall not be
384 permitted.
385
- 386 (i) All Council Lifetime members shall be eligible to hold elective office.
387
- 388 (j) The nominee within each CWA district or sector receiving the most
389 number of votes shall be declared elected.
390
- 391 (k) All questions concerning the conduct and challenge of elections shall
392 be determined by the Election Committee subject to the right of appeal
393 to the Executive Board. The Election Committee shall oversee the
394 tallying of the ballots in all elections and shall tentatively certify the
395 results. Absent a challenge to the election, the tentative certification
396 shall become final twenty (20) days thereafter.
397
- 398 (l) Any challenge to the conduct of an election must be in writing, filed
399 and received by the Election Committee within twenty (20) days of the
400 tentative certification. The Election Committee shall rule on any such
401 challenges and shall within twenty (20) days of the tentative
402 certification, make a final determination or certification. Such
403 determination or certification shall be subject to the right of appeal to
404 the Executive Board. Any challenge to the decision of the Election
405 Committee must be in writing, filed and received by the Secretary or
406 Secretary-Treasurer within twenty (20) days of the Committee's ruling.

407 The Executive Board shall rule on any such challenges within ten (10)
408 days of receipt of the challenge. Such determination or certification
409 shall be subject to the right of appeal to the CWA Executive
410 Committee.

- 411
- 412 (m) The decision of the Executive Board may be appealed to the CWA
413 Executive Committee. Such appeal shall be filed with the CWA
414 Secretary-Treasurer within twenty (20) days of the Executive Board's
415 decision. The CWA Executive Committee shall review the appeal and
416 affirm, reverse or modify the decision of the Executive Board within
417 twenty (20) days. The decision of the CWA Executive Committee is
418 final.

419

420 Section 2 - Officers of the Executive Committee

- 421
- 422 (a) District/Sector Presidents shall be eligible to serve on the Executive
423 Committee
- 424
- 425 (b) The officers of the Executive Committee shall be an Executive
426 President, an Executive Vice President and a Secretary-Treasurer or a
427 Secretary and a Treasurer.
- 428
- 429 (c) The Council shall elect the officers of the Executive Committee to
430 four (4) year terms of office. The voting strength of the Chapters shall
431 be based on the number of members in the Council's data base at the
432 time of the election. Those elected shall take office on January 1 of the
433 following year.
- 434
- 435 (d) Chapter presidents shall cast the votes of the Chapter members in
436 accordance with the Chapter Bylaws.
- 437
- 438 (e) Chapter presidents shall cast their pro rata share of unaffiliated Council
439 Lifetime members within their respective District/Sector
- 440
- 441 (f) A vacancy in the office of the Executive President shall be filled by the
442 Executive Vice President for the remainder of the term. A vacancy in
443 the offices of Executive Vice President, Secretary, Treasurer or
444 Secretary-Treasurer shall be filled by an election conducted within
445 sixty (60) days of the vacancy occurring. Those elected in this manner
446 shall fill the remainder of the unexpired term.
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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

488 Board shall cause a substitute to be appointed to serve in the
489 individual's stead during the individual's suspension.

490 ARTICLE XV - AMENDMENTS TO THESE BYLAWS

492 These bylaws may be amended by a majority vote of the Council if such amendment
493 has been submitted to the Bylaws Committee at least ninety (90) days prior to the
494 Council meeting and approved by the committee, or by a seventy-five (75) percent
495 vote of those delegates attending the Council meeting if the proposed change has not
496 been submitted to the Bylaws Committee within that time limit.
497

498 ARTICLE XVI - FISCAL YEAR AND AUDIT

- 500
- 501 (1) The fiscal year of the Council shall be January 1 to December 31
 - 502
 - 503 (2) The financial records of the Council shall be audited by a Certified Public
504 Accountant.
 - 505

506 ARTICLE XVII - OATH OF OFFICE

507 Each elected officer of the General Board, after meeting all other qualifications shall
508 be duly installed upon taking the following oath:
509

510

511 "I (give name) hereby accept the office of (name of office) of the Retired
512 Members' Council of the Communications Workers of America, AFL-CIO,
513 CLC with full knowledge of the responsibilities and duties of such office. I
514 promise to faithfully discharge my duties according to the Bylaws and rules
515 of the Council and the Constitution and policies of the Union.

516

517 I further promise to give my successor in office all books and records in my
518 possession. I shall at all times endeavor to serve my Council and the Union
519 to the best of my ability, so help me God."
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525 As amended July 9, 2011