

EXEMPT EMPLOYEE ASSOCIATION BYLAWS

ARTICLE I. NAME AND PURPOSE

Section 1. Name

The name of this Association shall be the Central Washington University Exempt Employee Association. The name of the Association shall be employed in connection with all official business and activities of the Association. The name of the Association shall not be used by organizations or agencies without the approval of the Officers of the Association.

Section 2. Purpose

The purpose of the Association is to:

- A. Represent the opinions and concerns of the exempt employees;
- B. Recommend to the President on matters relating to exempt employee welfare or morale, personnel policy and procedures;
- C. Foster the highest degree of professionalism for exempt employees by encouraging professional development; and
- D. Promote communication among exempt employees at the Ellensburg campus and its Centers as well as other state higher education institutions in Washington.

ARTICLE II. MEMBERSHIP

Section 1. Definition

The Association shall be composed of employees as defined in the Exempt Employee Code, Section 1.001. The term "exempt employee" shall include individuals appointed by the university to positions that are exempt from Washington State Civil Service and who are not faculty or academic department chairs.

Section 2. Rights and Privileges

- A. A. Members shall be entitled to vote on the selection of their Representatives on the Governing Board and on changes to code or by laws that govern the association or any initiative that governing board brings forth for their consideration.
- B. Members are eligible for participation in all organization activities as set forth in these bylaws including: serving as Officers and Representatives, serving on EEA committees, and serving appointments as EEA Representatives to other university committees.
- C. Members are entitled to attend all Association-sponsored meetings and events.

ARTICLE III. GOVERNANCE AND ORGANIZATIONAL STRUCTURE

Section 1. Governing Board

The affairs of the Association shall be managed by a Governing Board composed of one elected representative from each division of the university and additional

members elected from the exempt university community, including the university centers, at large to total nine members.

- A. Officers of the Association are selected from among the Representatives and include:
 - Chair
 - Vice Chair
 - Secretary/Treasurer
- B. All members of the Governing Board shall have voting privileges with the exception of the Chair who shall vote only in tie-breaking situations.

Section 2. Meetings of the Governing Board

- A. The Governing Board shall meet at least once quarterly. Board members may choose to participate via remote means if unable to attend in person.
- B. Robert's Rules of Order shall govern the proceedings of all meetings of the Exempt Employee Association
- C. A quorum consists of a simple majority of Governing Board members.

Section 3. Powers and Duties of the Governing Board

- A. The Governing Board shall hear reports from standing and ad hoc committees, develop policy positions, vote on Exempt Employee Code changes and recommend such changes to the President as necessary, oversee budget allocations, and assume general responsibility for the oversight and conduct of the Association.
- B. A quorum must be present in order for a vote to be taken.

Section 4. Representatives to the Governing Board

- A. Terms of office
 - 1. Representatives shall hold office for a period of two (2) years from June 1st to May 31st.
 - 2. Terms of office shall be staggered.
 - 3. Representatives may resign prior to the completion of their term by notifying the Chair of the Governing Board. A Representative from within the appropriate division will be appointed by the Governing Board to complete the term of office.
- B. Duties of Representatives
 - 1. Attend Governing Board, committee and special meetings.
 - 2. Maintain open communication with division constituents.
 - 3. Vote on issues facing the Association and proposed changes to the Exempt Employee Code based upon feedback from their division constituents.
 - 4. Serve on an EEA committee.
- C. Removal of representatives.
 - 1. Individuals not adequately fulfilling duties may be asked to step down by a majority vote of the Governing Board
 - 2. A representative from within the appropriate division will be appointed by the Governing Board to complete the term of office.

D. Nomination and election of Representatives

1. Each spring the Vice Chair shall appoint and convene an ad hoc Nominations Committee.
2. The Nominations Committee shall solicit names of prospective nominees from the various divisions and shall confirm acceptance of the nomination by the candidates.
3. The Secretary/Treasurer shall assist the election process by placing nominees' names on an on-line ballot, counting returned ballots and providing the Officers with a tally.
4. Nominees with the largest number of votes shall be declared elected to their Representative positions. If there are ties, the current Officers of the Association will vote to break the tie.
5. The Chair will announce names of new Representatives in May.

Section 5. Officers of the Governing Board

A. Officers and terms of office

Officers of the Association shall be the Chair, Vice Chair, and Secretary/Treasurer. Officers are elected from among and by current Representatives of the Governing Board. Their terms are for one year, from June 1st to May 31st. In case of a resignation or death of any officer of the Association, the Governing Board shall elect a Representative to serve the remainder of the term of office. (See Article III-4.A.3.)

B. Duties of Officers

1. The Officers shall:
 - a. Appoint members to committees; and
 - b. Plan agendas for meetings of the Governing Board and any special meetings.
2. The Chair shall be the chief officer of the Association and shall:
 - a. Preside over all meetings of the Governing Board and any special meetings of the Association;
 - b. Be an ex officio member of all committees;
 - c. Be responsible for calling all meetings of the Governing Board and any special meetings of the entire membership; and
 - d. Represent the Association at meetings of the Central Washington University Board of Trustees and the President's Advisory Council.
3. The Vice Chair shall perform the duties of the Chair in the Chair's absence and shall:
 - a. Oversee election of Representatives through an ad hoc Nominations Committee; and
 - b. Serve as the Association's legislative liaison, maintaining contact with the Director of Government Relations and apprising members of legislative issues that need their attention or are of special interest.
4. The Secretary/Treasurer shall:
 - a. Keep minutes of all meetings of the Governing Board;
 - b. Maintain an accurate and up-to-date membership list that includes each member's department, division and e-mail address;
 - c. Assist the Vice Chair in the process used to elect Representatives; and

- d. Represent the Association in assuring the receipt and expenditure of funds in accordance with the directives established by the Governing Board and consistent with university policy.
- C. Election of Officers
1. The election of Officers shall occur at the first meeting of the Governing Board following elections of new Representatives in May. The immediate Past-Chair shall call the meeting and oversee the nomination/election process as his/her final responsibility as Chair of the Association.
 2. Nominees who have received a simple majority of the ballots cast shall be declared elected to their respective offices and will assume their responsibilities on or after June 1st.

ARTICLE IV. STANDING AND AD HOC COMMITTEES

Section 1. Committees

Both Standing Committees and Ad Hoc Committees may be created for the promotion of the purposes of the Association and shall consist of members of the Association with their jurisdiction, method of selection, and tenure determined in accordance with the bylaws.

- A. A majority of members composing any committee shall constitute a quorum, and the act of a majority of committee members present at a meeting at which a quorum is present shall be the act of the committee.
- B. Any member of any committee may resign at any time by delivering written or verbal notice to the Chair of that committee.

Section 2. Standing Committees

The Association shall have the following Standing Committees each headed by a Chairperson elected from among committee members. Committees shall perform such functions as may be prescribed by the Governing Board as well as those described by these bylaws. Members of Standing Committees shall serve for one (1) year, from June 1st to May 31st and may be re-appointed.

- A. The **Code Committee** shall be concerned with the continuing study and improvement of the Exempt Employee Code. It shall receive, review, initiate, and make recommendations or proposals for amendments to the code, coordinating its efforts with other individuals, groups or committees as necessary or appropriate. The Committee shall prepare and present drafts of such amendments to the Governing Board, together with a rationale for such amendments.
- B. The **Professional Development, Mentoring, and Networking Committee** shall encourage and promote professional growth within the Association. In addition the Committee shall assist new exempt employees to become involved in the Association and the university community.
- C. The **Salary Committee** shall represent the Association in matters relating to salary distribution with the President and her/his advisory committee. The committee will review the salary administration plan and make recommendations to the Governing Board as appropriate.
- D. The **Public Relations Committee** shall explore and implement methods to increase the visibility of the Association and enhance communication among

its members. It will maintain the Association's website and publicize special events of the Association.

- E. The **Community Involvement Committee** shall devise ways for Association members to engage in activities that strengthen the university community and the community-at-large, working with existing groups and agencies as appropriate.
- F. The **Work/Life Committee** shall assess work life concerns of exempt employees, research best practices, and advocate for changes in university policies and/or the Exempt Employee Code.

Section 3. Ad Hoc Committees

The Officers of the Governing Board may appoint other committees as may be deemed appropriate.

ARTICLE V. AMENDMENTS AND REVISIONS

Section 1. Initiation

Amendments to or other changes in these bylaws may be initiated in any of the following ways:

- A. The Officers of the Association may propose amendments.
- B. The Chair may appoint an ad hoc committee to consider revising the bylaws in general or amending some particular section(s).
- C. Any three (3) Representatives may submit to the Governing Board a proposed amendment(s) with a brief rationale, in writing and signed by the representatives.

Section 2. Adoption

Amendments to or other changes to these bylaws require a vote of the Association membership.

- A. The Chair shall e-mail all changes proposed under Section 1 of this Article with an explanation and the recommendations of the Governing Board to Association members. The Secretary/ Treasurer shall count the votes.
- B. An affirmative vote of two-thirds of the responses shall be required for the acceptance of the amendment or other changes.
- C. The voting must occur during the academic year (not breaks) and be open for a minimum of 5 business days.

ARTICLE VI. PROPERTY OF THE STATE ASSOCIATION

Section 1. Dissolution of the Association

All property of the Association shall be subject to the control and management of the Officers of the Association. Upon dissolution of the Association, none of its property shall be distributed to any of the members. All such property shall be transferred to such other organization(s) as the Officers of the Association shall determine to have purposes and activities most nearly consonant to those of the Association.

Section 2. Appropriations and Expenses

All appropriations and expenditures of the Association shall be subject to control as outlined in the bylaws.

- A. **Association Funds.** All appropriations of Association funds shall be made by the Officers of the Association.
- B. **Expenses.** Expenses incurred in the conduct of the affairs of the Association shall be paid by the Secretary/Treasurer out of appropriations budgeted for such purposes.
- C. **Committee Expenses.** All expenses of committees authorized by the Association shall be paid from the funds appropriated thereof, and any liability incurred by any committee in excess of the funds appropriated therefore shall not be the liability of the Association but shall be the personal liability of the person or persons responsible for incurring or authorizing such expenses.

ARTICLE VII. ASSOCIATION RESPONSIBILITY

This Association shall not be responsible for information presented by any member that is considered to be proprietary or confidential and subsequent disclosure to others by the Association or any of its members shall not impose any liability on the Association, Officers or its members.

Revised by EEA vote, 2016.