

BUTTE COUNTY MANAGEMENT EMPLOYEES ASSOCIATION

“BYLAWS”

ARTICLE I FORMATION OF UNIT

The Association was organized on January 19, 1982 by a vote of eligible employees of Butte County.

ARTICLE II ASSOCIATION MISSION

Section 2.1 - The name of this organization is and shall be the Butte County Management Employees' Association (BCMEA).

Section 2.2 - This organization is constituted and established to provide representation of the county management and supervisory employees in matters pertaining to wages, working hours, fringe benefits, grievances and other employee relation affairs.

ARTICLE III DISSOLUTION

Section 3.1 - In the event of the dissolution of this Association, after paying or adequately providing for the debts and obligations of the Association, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational and/or scientific purposes and which has established its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code. Such recipient organization shall be determined and designated by the Board of Directors at the time of dissolution or liquidation.

**ARTICLE IV
CONTRACT RATIFICATION**

Section 4.1 - Tentative Agreement Ratification Meeting:

- a. Upon reaching a Tentative Agreement between the County and the Association, the following shall occur when the Association has received the final language of the Agreement, in a form that can be presented to the members:
 1. Within ten (10) business days, a copy of the proposed agreement shall be provided to all members.
 2. Within fifteen (15) business days, a meeting shall be held for the purpose of discussing the Agreement.
 3. Within five (5) business days after the meeting the members shall begin balloting for the purpose of voting to ratify or reject the terms of the Tentative Agreement.
 4. Balloting shall be open for five (5) business days, and the results of the balloting shall be announced to the membership within three (3) business days of the close of balloting.
 5. For the purpose of this section, electronic balloting may be utilized.

**ARTICLE V
MEMBERSHIP MEETINGS**

Section 5.1 - Annual Meetings: The Association shall meet at least annually. Additional meetings may be held at the discretion of the Board of Directors.

Section 5.2 - Special Membership Meetings:

- a. The President, three (3) members of the Board of Directors, or ten percent (10%) of the Regular members of the Association may call a special meeting at any time by making written demand upon the President.
- b. Such demand shall set forth the purpose for which said meeting is desired, and if for the purpose of voting on a proposed amendment to the Bylaws, a copy of the proposed amendment shall accompany the demand for the meeting.
- c. The meeting shall be held on a date not more than twenty (20) days after receipt by the President of the demand for the meeting, and such notice thereof shall be duly transmitted as hereinafter provided, at least ten (10) days before the date thereof, unless such meeting is for the purpose of voting upon an amendment to the Bylaws, in which case the meeting shall be held not more than thirty-five (35) days after the receipt by the President of the demand for the meeting, and notice thereof shall be transmitted at least twenty-five (25) days before the date of the meeting. Notices shall be transmitted to each member, and shall set forth the date, time and place of such meeting and shall also include the proposed amendment.

Section 5.3 - Quorum - Ten percent (10%) of the Regular Members of the Association shall constitute a quorum for the transaction of business.

ARTICLE VI PARLIAMENTARY PROCEDURE

Section 6.1 - The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern this Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Association may adopt.

Section 6.2 – In the event of question regarding any interpretation of the Bylaws, the Board of Directors shall be empowered, by majority vote, to determine how the Bylaw provision is interpreted.

ARTICLE VII AMENDMENTS

Section 7.1 – These Bylaws may be amended by two-thirds (2/3) vote of those cast ballots, including, but not limited to electronic voting, during the time specified for meetings called for the purpose of amending “Bylaws” in accordance with Article V, Section 5.2, of these Bylaws.

ARTICLE VIII MEMBER DEFINITION

Section 8.1 - The members of this Association shall be classified as follows:

- a. Regular Members - Individuals who have obtained an approved application and shall be employees of the County of Butte and classified as management and supervisory employees without regard to race, national origin, politics, religion, age, gender, marital status, sexual orientation or handicap.
- b. Associate Members — Individuals who have obtained an approved application and shall be employees of the County of Butte and classified as management and supervisory employees without regard to race, national origin, politics, religion, age, gender, marital status, sexual orientation or handicap, and who would not otherwise be eligible for Regular Membership.
- c. Honorary Members — Individuals who were former employees of the County of Butte and were members of BCMEA for at least one year, prior to honorable separation from the County, without regard to race, national origin, politics, religion, age, gender, marital status, sexual orientation or handicap.

Section 8.2 - Regular members shall have the right to vote and hold office. Associate members shall only have the right to vote. Honorary members may attend meetings of the Association, but do not have the right to vote or hold office.

Section 8.3 - Dues shall be established by the Board of Directors and ratified by a majority of votes casted by the membership.

ARTICLE IX DUES

Section 9.1 - Dues

- a. All regular and associate members shall be required to pay monthly dues effective the first day of the calendar month succeeding their acceptance to membership status.

Effective January 1, 2018 the monthly dues shall be twenty four dollars (\$24.00).

- b. All regular and associate members shall execute a BCMEA application, available from the Association's website, at the time they apply for membership. Each member is responsible for paying her/his dues. If authorization for payroll deduction has been given to the County and the County fails to make the deduction for dues, the member remains responsible for paying those dues.
- c. Payment of dues shall be required of all members that are on active status during a month or any portion thereof.
- d. Payment of dues shall be required of all members placed on leave, other than those on medical leave.
- e. Dues shall be waived for members who are called up for active duty service in the Military Reserves.
- f. Persons who do not join BCMEA within ninety (90) days of the date they enter the Management Unit, but do join BCMEA at a later date, will be required to reimburse BCMEA for actual costs of any representation during the first (1st) year of membership.

Section 9.2 - Delinquency, Bad Standing and Loss of Membership

- a. When any member has not paid dues or back dues as detailed in Article IX, Section 9.1, "Dues", within thirty (30) days from the due date; or has not made satisfactory arrangements for payments prior to such date; or fails to maintain and honor agreed upon terms; such member shall be subject to expulsion by a majority vote of the Board of Directors.

Section 9.3 - Termination of Membership. A regular, or associate, member may only terminate their membership in the Association;

- a. When the job classification held is no longer represented by the Association or
- b. Upon termination of employment with Butte County or
- c. By written request during the last 20 days prior to the expiration of the current Memoranda of Understanding.

**ARTICLE X
ELECTIONS, APPOINTMENTS, AND VACANCIES**

Section 10.1 - Election:

- a. No later than March 1 of each year, the President shall appoint an Election Committee consisting of three (3) Regular Members of the Association who are not up for election. This committee shall determine those Directorships which are up for election for the year, and shall notice to members, posted on official website of the Association no later than April 1.
- b. Nominations shall be submitted to the Election Committee in writing by May 1, of each year. Nominations must be signed by five (5) Regular Members of the Association. Candidates for nomination must be Regular Members and shall signify consent to have name entered by signing the nomination form.
- c. The Election Committee shall certify the nominations are correct and in proper order, and shall certify the member(s) as eligible for the ballot.
- d. Election: Should the number of members nominated for positions on the Board be greater than the number of open positions, the membership shall vote by electronic ballots, wherein each Regular member of the Association may cast a ballot. Ballots may be cast during the period of May 15 to May 31. A plurality of the ballots cast shall elect. The candidates shall be notified in writing of the election results.
- e. Appointments: Should the number of members nominated for the positions on the Board be less than or equal to the number of open positions, the Board may vote to appoint the member(s) to the open positions without the necessity of an election.
- f. Exception: In no case shall the number of members nominated and/or currently serving from a department exceed the number specified in Article XI, Section 11.5, "Qualifications to be a member of the Board of Directors", item b.
- g. The Election Committee shall keep accurate records of all election proceedings and results. Such records, ballots and results shall be kept on file for a period of ninety (90) days after the election, and shall be open to the inspection of the regular membership.

Section 10.2 - Appointments:

- a. In the event of a failure to nominate and elect a Director to the Board of Directors, the President shall appoint a Regular Member to fill such vacancy. All appointments shall have the approval of a majority of the Board of Directors.

**ARTICLE XI
BOARD OF DIRECTORS**

Section 11.1 - There shall be a Board of Directors consisting of nine (9) Regular Members elected in a manner herein described representing as broad a range of departments as possible. No more than three (3) Directors may be elected from the same Department.

Section 11.2 - Members of the Board of Directors shall be elected for terms of two years each. The term of office shall commence with the first regular meeting of the Board in July. Should for any reason a regular meeting not be held in July, the term of office shall commence on July 1.

Section 11.3 – The terms shall be staggered so that five (5) of the members of the Board of Directors are elected in years ending with an odd number, and four (4) in years ending with an even number.

Section 11.4 - Five (5) members of the Board of Directors shall constitute a quorum for the transaction of business. When a Director abstains from voting, his vote shall be considered as if a no vote had been cast, but that Director shall be counted for a quorum if necessary.

Section 11.5 – Qualifications to be a member of the Board of Directors:

- a. Must be a regular member of BCMEA.
- b. Not More than three (3) members of the same department are eligible to serve on the Board at any one time.
- c. Must regularly attend Board meetings. Three (3) unexcused absences may result in the dismissal from the Board.
- d. Must sign an agreement that they will comply with the BCMEA Code of Ethics, available from the Association’s website, and that failure to comply with the Code of Ethics may result in a letter of censure or dismissal from the Board.

ARTICLE XII DUTIES OF THE BOARD OF DIRECTORS

Section 12.1 - The Board of Directors shall transact all business of the Association.

Section 12.2 - The Board of Directors shall formulate policies, which it feels the Association should follow.

Section 12.3 - Each Board member will receive forty-five (\$45.00) dollars a month.

Section 12.4 - In addition, to the fee specified in Section 12.3 above, the President shall receive three hundred and fifty (\$350) dollars a month. The Vice-President shall receive one hundred and fifty (\$150) dollars a month, the Secretary shall receive one hundred and fifty (\$150) dollars a month and the Treasurer shall receive one hundred and fifty (\$150) dollars a month.

Section 12.5 - The Board of Directors shall have the authority to employ an Administrative Officer and legal counsel as is necessary for the proper operation of the Association.

Section 12.6 - The Board of Directors shall meet at least monthly. An additional meeting may be held as necessary.

Section 12.7 - The Board of Directors shall have the authority to designate the financial institution for the deposit of monies belonging to the Association.

ARTICLE XIII
DISCIPLINARY ACTIONS – REMOVAL FROM BOARD

Section 13.1 – Unexcused absences – Should any member of the Board of Directors have three (3) or more unexcused absences from the Board Meetings, within the term of their office, the Board may declare the position vacant. An unexcused absence shall be any absence whereupon the member failed to notify the Secretary, or any other Officer prior to the absence.

Section 13.2 – Code of Ethics Violations – Should a member of the Board of Directors violate the Code of Ethics:

- a. The Director may receive a letter of censure, or they may be removed as a Director by a two-thirds vote of the Board of Directors.
- b. A Director being removed by the Board under this Section, may appeal the vote to the general membership. A majority vote of the ballots casted shall affirm the removal from the Board. The member and the Board may submit a statement, not exceeding 500 words in support of their position.

Section 13.3 – Any member of the Board of Directors of this Association is hereby subject to removal by members, with or without cause if:

- a. Members shall present a petition signed by at least ten percent (10%) of the regular membership to the President.
- b. Upon being notified of such petition, the President shall appoint an election committee to review the petition, and if in order, call a special Recall Election of the Regular membership within thirty (30) days.
- c. A majority of the votes casted shall affirm the Recall Election.

ARTICLE XIV
OFFICERS

Section 14.1 - During the regular July Board meeting, the Board of Directors shall meet for the purpose of nominating and electing officers for the year. The Board of Directors and new officers shall take office at the close of the meeting following when they were elected.

Section 14.2 - There shall be elected from the Board of Directors each year, a President, a Vice-President, a Secretary, and a Treasurer.

Section 14.3 – Up to the Friday proceeding the July Board Meeting Directors may submit names of candidates to the Secretary. 24 hours prior to July Board meeting, the secretary shall prepare ballots listing eligible names received for each position and submit to the Board. The incumbent officer shall be listed regardless of eligibility unless the Secretary is notified that the officer does not desire another term.

Section 14.4 – Directors shall elect officers by closed ballots. Ballots shall be tallied by the Association’s professional representative. In the event of a failure to nominate an officer, the President may appoint a Director to fill such vacancy.

Section 14.5 – Any officer of the Board may be recalled from office by a two-thirds (2/3) vote of the entire Board of Directors at a meeting called specifically for that purpose. Such meeting may be called by petition signed by three (3) members of the Board of Directors. And shall specify the reason(s) for the recall.

Section 14.6 - Upon recall of any officer, the position shall be vacant and may be filled as specified in Article X, Section 10.2, at the following Board meeting.

ARTICLE XV DUTIES OF OFFICERS

Section 15.1 - The President shall preside at all meetings of the Association and shall appoint such Committees as the Board of Directors deems necessary.

Section 15.2 - The Vice-President shall act in the place of the President in his/her absence, and perform such other duties as the President and the Board of Directors may designate, and shall succeed the President in case of resignation, dismissal or death.

Section 15.3 - The Secretary shall perform such duties as are normally performed by a Secretary of a non-profit association, and other duties set forth by the President or the Board of Directors. The Secretary shall keep accurate records of all voting proceedings and results. Such records, ballots and results, except elections, shall be kept on file for a period of 90 days after the vote, and shall be open to the inspection of the membership.

Section 15.4 - The Treasurer shall perform such duties as are normally performed by a Treasurer of a non-profit association, and other duties set forth by the President or the Board of Directors.

ARTICLE XVI FINANCES

Section 16.1- The Board of Directors shall adopt an annual budget in November, showing the estimated income and proposed expenditures of the Unit for the coming year, commencing January 1. The annual budget shall be made available to the membership.

Section 16.2 – Unbudgeted Expenses - If the Board of Directors vote to order the expenditure of unbudgeted items in excess of the amount of \$2,500, they shall notify the membership within five (5) business days of said expenditure.

Section 16.3 - The financial records of the Association shall be reviewed by a Certified Public Accountant at least every three years, or more frequently, at the discretion of the Board of Directors.

ARTICLE XVII REPRESENTATIVES

Section 17.1 Appointment - The Board of Directors, by majority vote, may appoint Representatives.

Section 17.2 Removal – The Board of Directors may remove any Representative by a majority vote.

Section 17.3 Duties – It shall be the duty of the Representative to

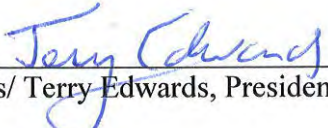
- a. Act as the representative of a BCMEA to both management and its members in the workplace.
- b. Works as a facilitator and a mediator.
- c. Be familiar with the grievance process, and advise members of their rights.
- d. Attend training as required by the Board of Directors
- e. Report regularly to the President any actions that they have participated in.

Section 17.4 Notice – The Secretary of BCMEA shall notify the Directors of Human Resources of the names of all Representatives, and of changes in any appointment.

CERTIFICATION

These Bylaws were passed and adopted the 18th day of January, 1982 by a majority vote of those in attendance as certified.

These Bylaws have been revised at various times, the most recent revisions having been adopted on the 4th day of December, 2018 by a majority vote of the membership and certified by the Board of Directors.



/s/ Terry Edwards, President



/s/ Jodi Nicholas, Secretary