



**UTAH
EDUCATION
ASSOCIATION**
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UTAH EDUCATION ASSOCIATION

ARTICLES OF INCORPORATION,

CONSTITUTION,

and

BYLAWS

April 2011

ARTICLES OF INCORPORATION, CONSTITUTION, AND BYLAWS INDEX

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***Adopted by the House of Delegates of the Utah Education Association
this 30th day of April, 2011.***

ARTICLES OF INCORPORATION
of the
UTAH EDUCATION ASSOCIATION
A Nonprofit Corporation

We, the undersigned natural persons of the age of 21 years or more, for the purpose of continuing in existence a prior existing nonprofit corporation and acting as incorporators of a corporation under the Utah Nonprofit Corporation and Cooperative Association Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I--NAME

The name of the corporation is the "Utah Education Association."

ARTICLE II--DURATION

The period of its duration is perpetual.

ARTICLE III--PURPOSES

This corporation shall be a nonprofit corporation. It shall be an association of professional educators having as its general purpose the promotion of public education and the advancement of its members professionally, economically, and socially.

ARTICLE IV--MEMBERSHIP

The corporation shall have the classes of members set forth in the Constitution and Bylaws. The Constitution and Bylaws shall establish terms and conditions for membership.

ARTICLE V--OFFICERS

Section 5.1 Officers. The officers of the Association shall be established in the Constitution.

Section 5.2 Qualifications, Terms and Duties. The officers shall have such qualifications, terms of office, and duties as may be established by the Constitution and Bylaws.

Section 5.3 Selection of Officers. The officers of the Association may be selected or elected in the manner and at the times specified by the Bylaws.

ARTICLE VI--BOARD OF DIRECTORS

Section 6.1 Powers and Duties. The Board of Directors: (1) shall manage the business of the Association so as not to conflict with the directions adopted by the House of Delegates; (2) may employ such persons or contract for services as necessary; (3) is responsible for the financial affairs of the Association, and shall submit a financial report to the membership.

Section 6.2 Composition. The Board of Directors shall be comprised of the persons prescribed in the Constitution.

Section 6.3 Qualifications. The members of the Board of Directors shall have the qualifications as may be prescribed by the Constitution and Bylaws.

ARTICLE VII--HOUSE OF DELEGATES

Section 7.1 Composition. The House of Delegates shall be comprised of the members prescribed in the Constitution and Bylaws.

Section 7.2 Powers. The House of Delegates shall be the legislative body of the Utah Education Association. It shall have the sole power to enact, amend, or rescind the Bylaws of the Association, to determine the policies to be carried out by the Board of Directors, and impeach the officers or members of the Board of Directors.

Section 7.3 Organization and Procedure. Subject to the Constitution, the House of Delegates shall have power to provide for its organization and procedure.

ARTICLE VIII--CONSTITUTION

The Constitution shall be the fundamental document governing the structure and operation of the Association as now enacted and hereafter amended by the members of the Association.

The Constitution may, by vote of the membership, be enacted, amended, or revoked as provided in the Constitution.

ARTICLE IX--BYLAWS

The Bylaws shall be adopted by the House of Delegates and may deal with the matters of the Association not controlled by the Constitution.

Bylaws may, by vote of the House of Delegates, be enacted, amended, or revoked and subject to review or initiation by the Board of Directors as provided in the Bylaws.

ARTICLE X--SUPREMACY CLAUSE

The Constitution shall prevail over conflicting provisions of the Bylaws or any other rule, direction, or guideline of the Association, except the Articles of Incorporation.

ARTICLE XI--INITIATIVE--REFERENDUM--RECALL

The Constitution and Bylaws may provide for initiative, referendum, and the recall of officers.

ARTICLE XII--INITIAL EXECUTIVE BOARD

The number of directors constituting the initial Board of Directors of the Association is 13, inclusive of the president, the president-elect, the immediate past president, the NEA state director for Utah of the National Education Association, and nine directors, and the names and addresses of the persons who are to serve as members of the Board of Directors, until their successors are elected and shall qualify, are:

<u>Names</u>	<u>Addresses</u>
Robert T. Krueger, President	4836 S. 4480 W., Kearns, UT
Richard J. Halterman, 1st Vice President	2747 E. 3220 S., Salt Lake City, UT
Mrs. Louise Bennett, 2nd Vice President	P. O. Box 21, Holden, UT
Lois Bigelow, Director	1075 Denver St., Salt Lake City, UT
James W. Peterson, Director	93 Cyprus Street, Copperton, UT
Mrs. Thelma G. Walton, Director	Monticello, UT
Elizabeth Huish, Director	392 E. 500 S., Payson, UT
Jay L. Nielsen, Director	859 South 800 East, Orem, UT
Clair Erickson, Director	186 South Main, Ephraim, UT
D. Carlyle Baker, Director	604 Wilson Ave., Salt Lake City, UT
Dr. Basil C. Hansen, Director	20 Raymond Court, Logan, UT
Hugh D. Rush, Director	3977 Southbourne, Salt Lake City, UT
Carl J. Mellor, NEA State Director	RFD, P. O. Box 96, Lehi, UT

ARTICLE XIII--INITIAL PRINCIPAL OFFICE

The location and street address of its initial principal office is 312 East South Temple, Salt Lake City, Utah 84111.

ARTICLE XIV--INCORPORATORS

The name and address of each incorporator is:

<u>Names</u>	<u>Addresses</u>
Robert T. Krueger, President	4836 S. 4480 W., Kearns, UT
Richard J. Halterman, 1st Vice Pres.	2747 E. 3220 S., Salt Lake City, UT
John C. Evans, Jr., Executive Secretary	875 E. 5180 S., Salt Lake City, UT

ARTICLE XV--AMENDMENT

Amendment to these Articles of Incorporation shall be made in accordance with the statutory provisions of the state of Utah relating to nonprofit corporations.

Dated the 16th day of June, 1965

STATE OF UTAH)	s/ ROBERT T. KRUEGER
	:	s/ RICHARD J. HALTERMAN
COUNTY OF SALT LAKE)	s/ JOHN C. EVANS, JR.

I, LaVern Andersen, a notary public, hereby certify that on the 16th day of June, 1965, personally appeared before me Robert T. Krueger, Richard J. Halterman and John C. Evans, Jr., who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16th day of June, 1965.

s/LaVern Andersen
 NOTARY PUBLIC
 Residing in: Salt Lake County
 My Commission expires: May 3, 1969

THIRD: The foregoing Amended and Restated Articles of Incorporation was adopted at a meeting of the members held April 12, 1985, the necessary number of members were present to conduct business, and the Amended and Restated Articles of Incorporation received more than two-thirds of the votes in favor of the Amended and Restated Articles of Incorporation which the members present at the meeting cast.

Executed in duplicate at Murray, Utah, this 12th day of April, 1985.

UTAH EDUCATION ASSOCIATION

s/Betty R. Condie
 BETTY R. CONDIE, President

VERIFICATION

STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

On the 13th day of July, 2005, Pat Rusk, personally appeared before me, Kristie Rasmussen, who being first duly sworn by me, did state that she is the president of the Utah Education, that she executed the foregoing Certificate of Members’ and Board of Directors’ Meetings Approving Amendments to the Articles of Incorporation of the Utah Education Association by authority of the members of the Association, the Board of Directors and its Bylaws and that she acknowledged to me that the corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13th day of July, 2005.

/s Kristie Rasmussen
NOTARY PUBLIC
Residing in: Salt Lake City, Utah
My Commission Expires: May 17, 2006

**CONSTITUTION
of the
UTAH EDUCATION ASSOCIATION**

ARTICLE I--MEMBERSHIP

Section 1.1 Classes of Membership. Membership in the Association is comprised of active members and other classes of members provided in the Bylaws.

Section 1.2 Membership Eligibility. Membership is open to any person employed as a professional educator or employed by an educational institution who:

- a. Is a member of the local education association if there is one to which the person is eligible;
- b. Is a member of the National Education Association;
- c. Pays the dues and other fees required by the House of Delegates; and
- d. Subscribes to the goals and objectives of the Association and abides by its Constitution and Bylaws.

Section 1.3 Rights of Members. Active members have the right to vote and hold office in the Association. Rights of other classes of members are prescribed in the Bylaws.

Section 1.4 Revocation of Membership. The Bylaws of the Association may provide for procedures and causes whereby a person may be denied, suspended, or expelled from membership, and the manner in which a member who has been suspended or expelled from membership may be reinstated as a member.

Section 1.5 Membership Dues and Fees. The membership dues and fees which must be paid by the various classes of members to qualify for membership or to remain as members shall be established by the House of Delegates.

Section 1.6 Further Qualifications, Rights, and Duties of Members. The Bylaws may establish classes of membership and the qualifications, rights, and duties of the members of each class, provisions for termination or forfeiture of membership, and the dues, assessments, and charges for membership.

ARTICLE II--AFFILIATIONS

Section 2.1 Utah Education Association. To become an affiliate of the Utah Education Association, a local association shall require unified membership in the local education association, the Utah Education Association, and the National Education Association. A local association or several local associations may become affiliate organizations by filing an application to affiliate with the Board of Directors of the Utah Education Association and submitting for review its constitution, articles of incorporation, or articles of association, and such other statements of ethics and policies as the Board of Directors may require. If the Board of Directors finds that the constitution, articles of incorporation, or articles of association, and other statements of policies and ethics do not conflict with the Articles, Bylaws, and policies of the Utah Education Association, it shall recognize the local association or associations as an affiliate and thereby entitle its members to representation in the House of Delegates according to the Articles of Incorporation, the Constitution, and the Bylaws of the Utah Education Association. The Association shall recognize no more than one local affiliate within the same jurisdictional boundaries, but affiliates not competing for the same category of membership may be recognized. Affiliates which are subject to disciplinary action shall have the right to appeal an adverse ruling to a five-member panel selected by lot from the current House of Delegates, but no delegate who is a party of interest shall be selected to serve on the panel. The decision of the panel shall be final and binding on all parties.

Section 2.2 National Education Association. This Association is affiliated with the National Education Association under rules of affiliation established by the National Education Association and cooperates with the National Education Association in furthering such common or joint purposes of the respective organizations as the Board of Directors shall approve.

ARTICLE III--OFFICERS AND BOARD OF DIRECTORS

Section 3.1 Officers. The officers of the Association are the president and vice president.

Section 3.2 Board of Directors. The Board of Directors is comprised of the president, the vice president, the state directors for Utah of the National Education Association, and elected directors as provided in the Bylaws. Directors are elected for terms of three years, but the Bylaws may provide for shorter terms to fill vacancies on the Board and in cases of dissolution or realignment of UniServs.

Section 3.3 Election. For the purpose of nominating and electing directors, the state is divided into UniServ units. Those nominated to represent each UniServ unit must be employed within the UniServ unit they represent and elected by the members within the UniServ unit. A director representing ethnic minorities shall be elected. Representative areas and procedures for nomination and election are defined in the Bylaws.

Section 3.4 Qualifications. The officers and directors shall be and shall have been active members of the Utah Education Association at least three years immediately preceding the date of election.

Section 3.5 Powers and Duties. The Board of Directors manages the business of the Association so as not to conflict with the policies adopted by the House of Delegates.

ARTICLE IV--HOUSE OF DELEGATES

Section 4.1 Powers and Duties. The House of Delegates is the legislative body of the Utah Education Association and may determine the policies to be carried out by the Board of Directors.

Section 4.2 Delegate Apportionment. The officers and directors are delegates to the House of Delegates. Each local association, educational institution separate from the district in which it is located, UniServ, the UEA-Retired members, and the UEA Student Program are entitled to representation in the House of Delegates.

There shall be two delegates from each of these groups, or as many as each may be entitled to on the basis of one delegate for every 40 UEA members or every major fraction thereof, whichever is greater. UniServs are limited to two delegates for each NEA recognized unit. Each delegate is entitled to only one vote.

Section 4.3 Delegate Qualifications. Each delegate must be a member in good standing of the Utah Education Association and of the organization represented.

Section 4.4 Presiding Officer. The president of the Association or during the president's absence, the vice president or a designee of the president, presides at the House of Delegates.

Section 4.5 Impeachment. The House of Delegates shall establish in the Bylaws a procedure in which due process is provided for the impeachment and removal of officers and directors.

Section 4.6 Rules and Resolutions Committee. The House of Delegates shall have a Rules and Resolutions Committee. No legislative amendment, budget amendment, bill, resolution, new business item, or other action of a substantial nature shall be considered by the House of Delegates unless it has been referred to the House by the Rules and Resolutions Committee or approved for consideration by a two-thirds vote of the House. The House may provide for the operation, organization, and duties of the Rules and Resolutions Committee.

Section 4.7 Effective Date. All bills, resolutions, and other actions of the House of Delegates affecting the Association shall become effective on adjournment of the House unless a later date is provided in the bill, resolution, or action. Nothing in this section precludes the House of Delegates from adopting its own rules of procedure.

ARTICLE V--REFERENDUM

Section 5.1 Referendum.

- a. Popular Referendum.** Procedures to bring any action of the Board of Directors or the House of Delegates to a referendum shall be set forth in the Bylaws, but no action may be brought to referendum unless the executive director receives, within 90 days after the action was approved by the Board of Directors or the House of Delegates, referendum petitions signed by at least 15% of the total active members and by at least 15% of the active members from a majority of the UniServ units. The legislative programs and matters related to the budget and membership dues are not subject to referendum.
- b. Board or House Referendum.** The Board of Directors or the House of Delegates may refer any of their actions to the voting members of the Association upon resolution by two-thirds of the respective body. The procedure for Board or House referendum shall be provided in the Bylaws.

ARTICLE VI--ASSOCIATION STAFF

Section 6.1 Staff. The staff of the Association consists of the executive director and other employees necessary to transact the business of the Association.

Section 6.2 Executive Director. The executive director is: (a) a full-time employee of the Association; (b) appointed by the Board of Directors for a term of employment not to exceed two years; (c) bonded and receives the compensation established by the Board of Directors; (d) responsible, under the direction of the president and Board of Directors, for the implementation of the budget, policy, goals, and objectives adopted by the House of Delegates and interpreted by the Board of Directors.

ARTICLE VII--AMENDMENTS

Section 7.1 Required Vote. This Constitution may be amended by a majority of the votes cast by ballot at the next regular election of the membership, if the proposed amendment has been previously approved by the House of Delegates.

Amended on May 12, 1986.

The Constitutional amendments of Article III, Section 3.2 and Article IV, Section 4.2 were approved by a majority of the votes cast by ballot at the regular election of the membership on May 18, 1995.

The Constitutional amendments of Article III, Section 3.3 and Article IV, Section 4.6 were approved by a majority of the votes cast by ballot at the regular election of the membership on May 14, 2004.

The Constitutional amendments of Article IV, Section 4.2 and 4.6 were approved by a majority of the votes cast by ballot at the regular election of the membership on May 13, 2005.

The Constitutional amendment of Article III, Section 3.2 was approved by a majority of the votes cast by ballot at the regular election of the membership on May 19, 2006.

The Constitutional amendments of Article III, Section 3.2 and Article IV, Section 4.6 were approved by a majority of the votes cast by ballot at the regular election of the membership on May 16, 2008.

The Constitution amendment of Article IV, Section 4.2 was approved by a majority of the votes cast by ballot at the regular election of the membership on February 24, 2012.

**BYLAWS
of the
UTAH EDUCATION ASSOCIATION**

ARTICLE I--MEMBERSHIP

Section 1.1 Classes of Membership.

- a. Active Members.** Any person may become an active member of the Association if the person meets the criteria of the Constitution and:
- (1) Has a bachelor's or higher degree from an institution of higher education and, if required, holds the certificate required by the person's educational work and is employed full time or part time in Utah by or in a public school district, public college or university, or other public institution devoted primarily to education; or
 - (2) Is actively engaged full time or part time performing technical trade educational services in a secondary or post-secondary institution duly accredited by the Utah State Office of Education; or
 - (3) Is employed full time under the provisions of the Alternative Preparation for Teaching Program or on a letter of authorization from the Utah State Office of Education and paid on the educator's salary schedule, subject to such time within which to become licensed as the UEA Board of Directors may determine; or
 - (4) Is actively employed full or part-time by a public school district under the provisions of a Competency Based License, or its equivalent, granted by the Utah State Office of Education, and earning a salary not less than the lowest Utah starting teachers' salary; or
 - (5) Is serving as an executive officer of the NEA, the UEA or a local affiliate; and
 - (6) Pays the annual dues and fees established by the House of Delegates.
- b. Life Members.** Past presidents of the Association are members for life. This section does not preclude a life member from membership in another class of members.
- c. Reserve Members.** Any person may become a reserve member who:
- (1) Is a former member of the Association and is currently on leave or held active membership in the Association but no longer qualifies for active membership; or
 - (2) Serves as a teaching intern on a partial salary; or
 - (3) Is a graduate student with a teaching certificate not otherwise qualified for membership; or
 - (4) Is employed in educational work at a professional level and is not otherwise qualified for membership; and
 - (5) Pays the annual dues and fees established by the House of Delegates.
- Reserve members have all of the privileges of active members, but may not hold an office.
- d. Retired Members.** Any person may become a Retired member who:
- (1) Is at least forty-five years of age,
 - (2) Was employed at least five years in a position that qualified him or her for active Association membership but who is no longer so employed,
 - (3) Supports the purposes and programs of the Association,
 - (4) Is and remains a NEA-Retired member, and
 - (5) Pays the annual dues and fees established by the House of Delegates.

UEA-Retired members elect members to the House of Delegates according to the requirements of section 4.2 of the Constitution. The UEA membership department shall

advise the president, or other officers of the UEA-Retired association, of the number of delegates the UEA-Retired association is entitled to as of January each year. UEA-Retired members have the same rights and privileges in the House as delegates representing active members.

UEA-Retired members are eligible to vote for all statewide UEA officers.

UEA-Retired members have all of the privileges of active members, but are not eligible to hold a UEA office except in UEA-Retired statewide local association. Unless otherwise provided in these Bylaws, a person eligible for membership in more than one category shall join the Association in the membership category that provides the greatest degree of participation in Association governance.

Retired members may establish their own organization subject to section 2.1 of the UEA Constitution, adopt bylaws, elect officers, and set local dues according to their bylaws.

- e. **Staff Members.** Any person employed by the Association or any of its affiliates in a professional staff position may become a staff member. Dues of staff members are one-half the dues of active members. Staff members are eligible to vote for all statewide UEA officers.
- f. **Student Members.** Any student enrolled in or preparing for a program of study in an accredited institution of higher learning which qualifies the student for a career in education may become a student member, but any person eligible for active or reserve membership is not eligible for student membership. Student members are entitled to representation in the House of Delegates. Student members may establish their own organization subject to section 2.1 of the UEA Constitution, adopt bylaws, elect officers, and set local dues according to their bylaws.
- g. **Honorary Members.** Persons other than those named above who have achieved distinction in educational work may become honorary members on recommendation of the Board of Directors and two-thirds vote of the House of Delegates.

Section 1.2 Revocation of Membership.

- a. The Board of Directors may deny, suspend or revoke the membership of any person who engages in conduct substantially injurious to the Association or the profession.
- b. No membership shall be denied, suspended or revoked unless the Board of Directors has given written notice to the applicant by mailing to the last-known address or personally delivering a written notice to the person setting forth in reasonable detail the basis on which the matter of denial, suspension, or revocation is to be considered and stating that the person may make a written request for a hearing before the Board of Directors within 20 days after the date written notice is personally delivered or deposited in the mail. If a request for a hearing is made, the person shall be given written notice of the time, place, and purpose of the hearing together with a copy of this section.
- c. At the hearing, the applicant or the member may cross-examine witnesses, present evidence, and may be represented by counsel.
- d. After the hearing, the Board of Directors shall give the applicant or member its written decision setting forth the factual basis for the decision. A copy of the decision shall be either personally delivered or mailed to the applicant or member. If the Board decides to suspend the member, the decision shall state the terms and conditions of suspension including the duration and the conditions for reinstatement.
- e. The member may appeal an adverse ruling to a five-member panel to be selected by lot from the current House of Delegates membership, but no delegate who is a party of interest shall be selected to serve on the panel. The decision of the panel shall be final and binding on all parties.

Section 1.3 Reinstatement of an Expelled or Suspended Member. The Board of Directors may reinstate any person whose membership has been suspended or revoked.

Section 1.4 Membership Dues.

a. Dues and Contributions of Active Members. The dues for membership of active members in the Utah Education Association who are employed full time are .009 of the Bachelor's Lane step 5 average from the classroom teachers' salary schedules one year preceding the current fiscal year, rounded to the nearest dollar. Dues of active members who work half time or less are one-half of dues of active members employed full time. Dues of active members hired to work an entire year more than half time but less than full time shall be the proportionate percentage of dues of full-time active membership that their contracts bear to full-time employment. Fifty-three percent (53.00%) is apportioned to the Utah Education Association and 47.00% is apportioned to the UniServ. Changes in dues may be made by the House of Delegates. The Board of Directors shall adopt a policy providing for voluntary contributions to fund the Utah Education Association Political Action Committee (U-PAC) including levels of U-PAC contributions.

Section 1.5 Other Membership Dues.

- a. Reserve Members.** The dues for reserve members who work half time or less are one-half of dues of active membership. The dues for reserve members hired to work an entire year, more than half time but less than full time, shall be the proportionate percentage of dues of active membership that their contracts bear to full-time employment. The dues for all other classes of reserve membership are one-half of dues of active membership.
- b. Retired Members.** The annual dues for members who joined UEA-Retired before April 23, 2005 are \$5.00. The annual dues for members who join UEA-Retired after April 22, 2005 are \$15.
- c. Student Members.** Annual dues of student members are \$10.00. A first-year teacher who has been a student member of UEA will receive a 20% dues discount in his/her first year of active membership in the UEA.

Section 1.6 Dues Changes. The House of Delegates may change the dues for membership in the Association. Any change in dues takes effect the following membership year.

No dues change shall be considered by the House of Delegates unless the delegates have received notice of the proposed change or changes at least 15 days prior to the House. When names of delegates are not filed in the UEA office, notice to local presidents is notice to delegates.

Section 1.7 Collection of Professional Dues. Local associations are responsible for remitting all dues and contributions collected for the Utah Education Association, the National Education Association, U-PAC, and The NEA Fund for Children and Public Education to UEA on or before the 15th day of the month immediately following the date on which the local association receives the dues and contributions from the member in cash or through payroll deduction. Notwithstanding the foregoing, payroll deductions must be set up to complete payment to the Association by the end of the Association's fiscal year. Contracts consistent with this section will be made between the local association and the Utah Education Association.

Section 1.8 Proration of Dues. Applications for membership are requests for membership for the entire membership year. Membership applications, submitted after September 1, because the applicant was not, until the date of application, actively engaged in education as a profession or has never been a member or has not been a member for more than one year or otherwise qualified for membership, are requests for membership from the date of application for membership to the end of the membership year.

Any person who joins as an active or reserve member during the year shall be enrolled as a member in full standing for the remainder of the membership year by paying the amount of annual dues which is commensurate with the remaining portion of the membership year. The UEA shall not be obligated to pay the attorney fees or court costs for any educator who joins the Association after an incident which threatens his/her job.

At the discretion of the local, any subsequent rejoining may require the applicant to pay dues for the full membership year.

Termination of a member's status does not alter or reduce the dues obligation for the membership year or period, but a member may request termination of membership and may be granted a proration of dues.

Section 1.9 Delinquency. Dues are payable on or before September 30 each membership year and are delinquent if unpaid after that date but, if evidence is provided to the executive director that authorization has been made for payroll deduction of membership dues, then membership certificates may be issued before the dues are received.

Section 1.10 Membership Year. The membership year is from September 1 through August 31 the following year.

Section 1.11 Transfer. Individual membership dues may not be transferred.

Section 1.12 UEA Children at Risk Foundation Contribution. UEA membership forms and rosters shall include a section for a voluntary annual contribution of \$1.00 or more designated for the UEA Children at Risk Foundation which shall be in addition to membership dues.

ARTICLE II--RIGHTS AND PRIVILEGES OF MEMBERS

Section 2.1 Voting. The right to vote is vested in the active members of the Association and the other classes of members expressly given the right to vote.

Proxy voting is prohibited. This section does not preclude the use of absentee ballots when permitted in these Bylaws.

Section 2.2 General Rights and Privileges. Subject to the Constitution, all rights and privileges of membership, including the right to hold office, participate in meetings, be members of committees, receive notice of meetings and other business of the Association requiring notice, are vested in the active members unless these Bylaws expressly grant some or all of these privileges to other classes of members.

ARTICLE III--MEETINGS

Section 3.1 The Board of Directors. The Board of Directors meets at the times and places it determines. A majority of the Board of Directors is a quorum.

Section 3.2 House of Delegates. The House of Delegates meets annually at the time and place set by the Board of Directors. The House of Delegates shall receive reports on the status of the Association, discuss and adopt the UEA Legislative Program and the UEA Budget, and adopt policies governing the Association.

A majority of the registered delegates is a quorum for meetings of the House of Delegates.

The Board of Directors shall, after reviewing the recommendations of the Agenda and Reviewing Committee, recommend an agenda for the House of Delegates.

Section 3.3 Special Meetings - House of Delegates. Special meetings of the House of Delegates are called by the House of Delegates, the president of the Association at the request of the Board of Directors, or by a written request to the president signed by 25 members of the House of Delegates and ten local presidents. A special meeting of the House of Delegates is canceled on the request of at

least two-thirds of the members of the Board of Directors, if the special meeting was called by the Board of Directors; or by two-thirds of the members of the House of Delegates and two-thirds of the local presidents who joined in the written request calling for the special meeting. A special meeting called by the House of Delegates may be canceled if requested by a majority of the current members of the House of Delegates. A special meeting is canceled if the foregoing procedures are completed five days prior to the date set for the special House of Delegates.

Section 3.4 Notice - Meetings of House of Delegates. The executive director shall give prior notice to each delegate of the time, place, and purpose of each regular and special meeting of the House of Delegates and shall furnish to each delegate a copy of the agenda of the meeting.

When the names of delegates from a local association are not filed in the office of the Utah Education Association, notice to the local president is notice to the delegates from that association.

Section 3.5 No Proxies. Members of the House of Delegates or their alternates must be present to vote on any question before the House of Delegates.

Section 3.6 Membership Meetings. Annual conventions of the membership are held at the time and place determined by the Board of Directors.

Notice of the time and place of the annual convention shall be published in a publication of the Association at least ten days before the convention. The members present at the annual membership meeting constitute a quorum.

Section 3.7 Special Meetings - Membership. Special meetings of the membership are called by the president of the Association at the request of the Board of Directors or of the House of Delegates. Written notice of the time, place, and purpose of special meetings shall be given to each member at least five days before the date of the special meeting.

Section 3.8 Majority Vote Required. A majority vote of the members present at the House of Delegates or Board of Directors is necessary to adopt any matter, unless a greater number is required by the Constitution, the Bylaws, the Standing Rules, the Articles of Incorporation, or the laws of the state of Utah.

ARTICLE IV--REFERENDUM

Section 4.1 Referendum.

- a. **Petition Form.** Prior to circulation, referendum petitions shall be filed with the executive director who shall have them reviewed by the legal counsel who shall rule only as to the sufficiency and format of the petition.
- b. **Filing.** Referendum petitions shall be filed with the executive director, who shall canvass the petitions to determine whether the petitions have been signed by the required number of active members as provided in the Constitution.
- c. **Publication.** On receipt of the required number of signatures, or on action of the House of Delegates, or the Board of Directors, the executive director shall publish the text of the referendum petition or action in the next regular issue of the official publication of the Association.
- d. **Voting.** Within 20 days after the publication, the executive director shall prepare the ballot for voting on the referendum question and conduct the referendum election substantially in compliance with the procedure for conducting general elections. A referendum, to pass, requires at least two-thirds vote of all of the members. Measures defeated by referendum are void immediately following certification of the vote.

ARTICLE V--OFFICERS

Section 5.1 President.

- a. **Term.** The president holds office for a term of three years beginning July 15 following election. The president shall not be elected to more than two consecutive terms.
- b. **Duties.** The president: (1) presides over meetings of the membership of the Association, the House of Delegates, and the Board of Directors, or may delegate the duty to the vice president or, in the absence of both officers, a member of the Board of Directors; (2) is the chief executive officer of the Association and the Board of Directors; (3) is responsible, under the direction of the Board of Directors, for developing and implementing the Association's budget, policies, objectives, and activities; (4) serves as alternate NEA director; (5) is ex officio a member of each committee, council, and task force of the Association; (6) performs all functions usually attributed to the office of president and those assigned by the Board of Directors; and (7) works with local associations and their programs to advance the UEA program adopted by the Board of Directors and the House of Delegates.

Section 5.2 Vice President.

- a. **Term.** The vice president holds office for a term of three years beginning July 15 following election. The vice-president shall not be elected to more than two consecutive terms.
- b. **Duties.** The vice president performs the functions usually attributed to the office, including assisting the president and maintaining a knowledge and interest in the business of the Association.

Section 5.3 Vacancy. If the office of president becomes vacant, the vice president becomes president for the unexpired term.

Vacancies in all other elected offices shall be filled by the Board of Directors until the next general election at which time the offices will be filled by election. The person elected to the office will serve out the remainder of the term. Notice of vacancies shall be sent to all local association presidents at least two weeks prior to the appointments.

Section 5.4 Term-Section Removed. The terms of office of the president and vice president elected in 2010 are extended to July 15, 2013. The individuals elected in 2010 are eligible to be re-elected to an additional term of three years. This section 5.4 shall be removed from the Bylaws after 2013.

ARTICLE VI--BOARD OF DIRECTORS

Section 6.1 Composition of the Board of Directors. The Board of Directors is comprised of the officers, the NEA state directors, one director representing each UniServ, and one director representing ethnic minority members.

Section 6.2 Election. One director is elected from each UniServ. One director representing ethnic minorities is elected by the total membership of the Association.

Section 6.3 Qualifications. Directors shall be classroom teachers. Directors shall immediately vacate their positions on the Board of Directors when they cease to be employed within the category or the UniServ they were elected to represent. An educator on district-approved sabbatical leave, special assignment, or military leave may be a Director, but the UniServ Council whose Board member is on military leave expected to last more than three months, may appoint a temporary acting director during the time of the military leave.

Section 6.4 Terms of Office. Except as otherwise provided in this section, Directors are elected to three-year terms that begin July 15 following the election and expire July 14 three years later, except the NEA state directors whose term on the UEA Board of Directors corresponds with the term of office as NEA state director. Board members shall not be elected to more than two terms consecutively. If more than four Directors are to be elected in one election, the Elections Committee,

in a regularly called meeting in the year prior to that election, shall determine by lot the Directors to be elected for a one or two-year term so that the number of Directors elected in a future election (if a full term is served) will not exceed four. The term of any person elected to a term of less than three years pursuant to this section shall not be counted toward limiting the person's tenure to two consecutive terms. The UniServ Presidents shall receive written notice of and be invited to attend the meeting.

Section 6.5 Weighted Voting. The procedure for weighted voting by the UEA Board of Directors shall be as follows: The president, vice president, ethnic minority director, and the NEA state directors shall each have one vote. UniServs with fewer than 1,000 members shall have one vote. UniServs with more than 1,000 members shall have one vote for the first 1,000 members and .1 vote for each 100 members after the first 1,000. Twice a year, at the March and August Board meetings, the Executive Director shall report to the Board of Directors the number of votes each director shall be entitled to, based on current membership. This shall become the official weighted voting procedure for the UEA Board of Directors and will be used for voting whenever called for by a member of the Board. UEA will provide technology at the Board meeting to facilitate an immediate tally for UEA Board members.

ARTICLE VII--REPRESENTATIVES TO NEA BOARD OF DIRECTORS AND REPRESENTATIVE ASSEMBLY

Section 7.1 NEA State Directors.

- a. **Nomination and Election.** Each NEA state director must be a classroom teacher. The NEA state director(s) is/are nominated and elected in the manner provided in the NEA Bylaws.
- b. **Duties.** The state director(s) perform(s) all of the duties usually required of a state director and the other duties prescribed by the UEA Board of Directors which are not in conflict with the NEA Bylaws and guidelines.

Section 7.2 Delegates to NEA Representative Assembly.

- a. **Delegates.** Except as below provided, election to the Board of Directors or as an officer of the Utah Education Association is election as a delegate to the Representative Assembly of the National Education Association for the term of office. Notwithstanding the election of a successor delegate, certification of election qualifies the director elected to fill the vacancy to serve as a state delegate to the next Representative Assembly.

"Ethnic minority" is defined by the NEA.

NEA-RA state delegate(s)-at-large shall be elected at large and shall be seated in the order of the number of votes received, effective with the 2000 UEA Election.

Successor delegates for statewide officers and NEA-RA state delegate(s)-at-large shall be elected at large and shall be selected in the order of the number of votes received. Elections will be held for successor delegates for directors of each UniServ, with election and terms of office to run concurrently with the Board seat. Successor delegates shall be seated in the order of the number of votes received.

If the proportional representation guidelines are met, a delegate representing retired members shall be elected by retired members. To qualify, a retiree must be a unified UEA/NEA member and an active participant in either the NEA Retired/Life or NEA Retired/Annual programs. If the proportional representation guidelines are met, a delegate representing student members shall be elected by student members. To qualify, a student must be a unified UEA/NEA member and active in the UEA Student Program. State delegate(s)-at-large, successor delegates, and retired delegates are elected for two-year terms that correspond with the terms of the president and vice president. Student member delegates are elected for a one-year term.

- b. **Nomination.** Delegates and successor delegates to the Representative Assembly of the National Education Association are nominated according to these Bylaws.

ARTICLE VIII--RECALL AND IMPEACHMENT

Section 8.1 Commencement of Impeachment Proceedings. If two-thirds of the Board of Directors determine that an elected officer or member of the Board has been grossly negligent in performing the duties of the office, or is so incapacitated as to be unable to perform his/her duties, the Board may recommend impeachment proceedings before the House of Delegates. Prior to commencing the proceedings, the Board shall inform the officer or director of the intention of the Board of Directors and arrange an informal conference during which the officer or director and the Board may discuss the circumstances which have led to the proposed action and inform the officer or director of the facts which form the basis for the impeachment proceeding. Until the impeachment question is placed before the House of Delegates, the Board has the right to reconsider and withdraw or modify the proposed proceedings. If after notification the officer or director elects to resign, the Board shall not recommend impeachment to the House of Delegates. If the Board decides to recommend the impeachment of an officer or director to the House of Delegates, it shall first conduct an open hearing according to procedures established by the Board.

Section 8.2 Recall of Officers and Directors.

a. Officers.

(1) The voting members may recall the president, vice president, NEA state directors, or the ethnic minority director.

(2) Recall petitions shall state the name and position of the person to be recalled and the reasons for the recall. The petitions shall be filed with the executive director who is responsible for verifying the signatures contained on the petitions. Signatures of at least 15% of the voting members in at least one-half of the UniSerts are required to initiate recall. The total number of signatures must be at least 15% of the total UEA membership.

(3) Within 15 days of receipt of the number of signatures required in subsection (2) above, the executive director shall notify all voting members of the Association that a recall petition has been received.

(4) Forty-five days after receipt of the number of signatures required in subsection (2) above, ballots shall be prepared and mailed to the voting members of the Association. Except for the dates, a recall election shall be conducted substantially in the same manner as the general election.

(5) If a majority of the voting members of the Association vote to recall the officer, that office shall be declared vacant

on certification of the election results by the Elections Committee and shall be filled in the manner provided in Article V of these Bylaws.

b. Members of the Board of Directors.

(1) On receipt of a petition for recall of a member of the Board of Directors by the voting members of the UniServ, the executive director shall notify the members in the UniServ that a petition for recall, containing signatures of at least 15% of the voting members of the UniServ, has been received and verified.

(2) Not less than 15 days nor more than 30 days after notification, ballots shall be prepared and distributed to all voting members of the UniServ according to procedures provided in these Bylaws.

(3) If a majority of the voting members of the UniServ vote to recall the Board member, the position shall be declared vacant on verification of the election results by the Elections Committee and shall be filled in the manner provided in these Bylaws.

ARTICLE IX--HOUSE OF DELEGATES

Section 9.1 Election of Delegates. Except as provided in these Bylaws, local associations, organizations from educational institutions, and other affiliates entitled to representation in the House of Delegates shall elect from among their members delegates to the House of Delegates for a term of at least one year.

Section 9.2 Ethnic Minority Representation. Each association, organization from an educational institution, or other affiliate entitled to representation in the House of Delegates is encouraged to elect delegations which have ethnic minority representation at least proportionate to the ethnic minority membership of the affiliate.

Section 9.3 Administrator/Supervisor Representation. Each association, organization from an educational institution, or other affiliate entitled to representation in the House of Delegates is encouraged to elect delegations which have administrator/ supervisor representation proportionate to the administrator/supervisor membership of the affiliate.

Section 9.4 Standing Rules. The House of Delegates may adopt rules governing its committees and procedures.

Section 9.5 Codification. The executive director shall compile and codify all actions passed by the House of Delegates.

Section 9.6 Officers of the House of Delegates.

- a. The president of the Association, or in the absence of the president, the vice president, or in the absence of both, a member of the Board of Directors designated by the president, presides at the House of Delegates.
- b. The executive director of the Association is the secretary of the House of Delegates.

ARTICLE X--COMMITTEES, COUNCILS, AND TASK FORCES

Section 10.1 Appointments. Except as otherwise provided by the Standing Rules of the House of Delegates or these Bylaws, members of all committees and task forces shall be appointed by the president, with the advice and consent of the Board of Directors.

Section 10.2 House Committees. House Committees are appointed to facilitate the operation of the House of Delegates. The composition and duties of the House Committees are specified in the Standing Rules.

Section 10.3 Standing Committees. Standing committees are appointed to carry on activities or pursue purposes of a continuing nature.

Section 10.4 Terms and Selection of Committees. Committee members are appointed to a term of three years and shall not serve more than two consecutive terms. Pending dissolution or realignment of UniServ(s), the subsequent term(s) of committee member(s) representing the affected UniServ(s) may be shortened. A shortened term is not considered a full term of office when determining term limitation provisions of the UEA Bylaws.

Standing committee members of the Bargaining, Professional Rights and Responsibilities Committee, the Political Action Committee, and the Elections Committee are selected from corresponding committee members of the UniServs. Except committees of the House of Delegates, members appointed to committees shall be nominated from recommendations of the UniServ Councils. If a vacancy occurs, a successor shall be appointed in the manner prescribed by these Bylaws.

Section 10.5 Chair. The president appoints a chair for each committee for a one-year term whose term commences August 1.

Section 10.6 Task Forces. Committees created for limited purposes are task forces. The Board of Directors may authorize task forces and terminate them when the purposes for which they were created have been achieved. The House of Delegates may authorize task forces but may not appoint the members. The new business item creating a task force shall state the purpose for creating the task force, the work the task force is to accomplish, and the time within which the work is to be performed. No task force shall be extended beyond the time set forth in the new business item, unless deemed necessary by the Board of Directors.

Section 10.7 Joint Committees. The House of Delegates or Board of Directors may create committees comprised of Association and non-Association members to work on problems related to education. UEA members are appointed by the president, with the advice and consent of the Board of Directors.

The duties of joint committees and terms of office of committee members are determined by the Board of Directors in cooperation with the related organizations.

Section 10.8 Councils. Councils are established by the Board of Directors or the House of Delegates for the purpose of coordinating and implementing statewide activities involving the “common” welfare of the Association.

Section 10.9 Reports and Records. The official reports and records of all committees, foundations, councils, and task forces are filed with the executive director and are official records of the Association.

Section 10.10 Function. Unless provided in the Constitution, all committees, councils, and task forces are advisory to the Board of Directors and House of Delegates.

Section 10.11 Staff Services. The services of the staff of the Association are available to committees.

Section 10.12 Number of Meetings. The Board of Directors determines the number of meetings held by any committee, council, or task force for which expenses are paid.

Section 10.13 Committee Agenda. Agendas for meetings are prepared by the executive director after consultation with the chair. The chair, with the assistance of the executive director, is responsible for sending notices of the time and place of all meetings to the members. Association members and guests are encouraged to attend meetings and may participate in discussions of the committees with the permission of the chair.

Section 10.14 Quorum Requirements. The members present at committee, council and task force meetings constitute a quorum.

ARTICLE XI--RESPONSIBILITIES OF COMMITTEES AND COUNCILS

Section 11.1 Definition of Duties. Standing committees and councils are responsible for the duties set forth in this article and for such other duties as the Board of Directors may specify.

Section 11.2 The Council of Local Presidents. The Council of Local Presidents is comprised of the presidents and presidents-elect or vice presidents of local education associations, the presidents of UniServs affiliated with the Utah Education Association, and the president of the UEA Student Program, and such other members as authorized by the Board of Directors. The Council of Local Presidents: (a) serves as liaison between the legislative and executive bodies of the Utah Education Association; (b) appoints from among its members the Agenda and Reviewing Committee which makes recommendations to the Board of Directors relating to an agenda for meetings of the House of Delegates; (c) studies issues which come before it; and (d) holds meetings called by the Board of Directors to develop ways of implementing and advancing the program of the Association in each affiliated local education association.

Section 11.3 Political Action Committee. Subject to guidelines adopted by the Board of Directors, the Political Action Committee recommends candidates for public office for UEA support and develops political education programs for members.

Section 11.4 Bargaining, Professional Rights and Responsibilities Committee. The Bargaining, Professional Rights and Responsibilities Committee: (a) trains members to protect and promote the employment rights of members through bargaining and professional negotiations; (b) promotes and encourages Association members to engage in conduct consistent with the ethical principles set forth in the UEA-NEA Code of Ethics of the Education Profession; (c) directs case studies involving professional conduct and ethical behavior; (d) fosters professional attitudes and stimulates professional performance on the part of each member; and (e) promotes sound personnel policies that will clearly define the civil and human rights of members.

Section 11.5 Elections Committee. The Elections Committee: (a) issues and validates petitions for elective office; (b) notifies candidates of petition status and campaign procedures; (c) prepares ballots; (d) determines the validity of all ballots; (e) verifies election results and notifies candidates; and (f) hears all election challenges and makes recommendations to the Board of Directors.

ARTICLE XII--NOMINATIONS AND ELECTIONS

Section 12.1 Method of Election. The UEA Board of Directors, after having received the recommendation of the Elections Committee, may decide whether the election for UEA officers and directors or a ballot question is conducted by paper ballot and/or electronic voting. The decision shall be made prior to January 1 of any year in which an election is held or voting conducted.

Section 12.2 “Electronic voting” means a method of voting that allows each member to record by electronic means a vote for each candidate for whom the member is entitled to vote or to vote for or against a question. Electronic voting shall only be approved by the Board of Directors if it is satisfied: (1) the election is secure from multiple voting by a member, (2) non members cannot vote, (3) the possibility of fraud or error is minimal, (4) members will have an opportunity to vote at school or at another location easily accessible to members, (5) the member’s vote is secret, and (6) the electronic ballot permits a write-in vote in the general election.

Section 12.3 Time and Method of Nomination. Candidates for UEA elective office may become candidates either by: (1) a nomination petition signed by any member of UEA, or (2) by signing and filing a declaration of candidacy, and causing the nominating petition or the declaration to be delivered to the executive director before 5:00 p.m., the second Thursday in January preceding the election. The nominating petition or the declaration of candidacy shall contain (a) the name of the person filing the nominating petition or the declaration, (b) the office or position for which the candidate seeks election, (c) the name of the local association of which the candidate is a member, and (d) other information the Elections Committee, with the concurrence of the Board of Directors, may require. Any member who has become a candidate may, any time 30 days before the election, withdraw his/her candidacy by filing with the executive director a written statement containing the name of the person, the office or position for which the person had sought election, the date of withdrawal, and the signature of the candidate. Any candidate who has withdrawn may become a candidate for any office, if the subsequent nomination petition or declaration of candidacy is properly filed with the executive director before 5:00 p.m., the second Thursday in January preceding the election.

The executive director shall notify in writing any member nominated by petition that s/he has been nominated for a UEA office and provide the member with a copy of the nominating petition together with a statement that the member may withdraw as a candidate by notifying in writing the executive director of his/her decision to not be a candidate at least 30 days before the election.

If, at least 30 days prior to a general election, a candidate withdraws leaving no candidate for the office, the UEA Board of Directors will nominate at least one qualified member to be a candidate for the statewide office to be voted for in the general election. If the office is for the Board of Directors, the UniServ Council for the UniServ shall be requested by the Board of Directors to recommend the names of one or more qualified members to be a candidate for that office.

Section 12.4 Nominations by Board of Directors. If no member files a declaration of candidacy for an office to be filled in the next general election, the Board of Directors shall nominate two qualified members to be candidates for the office. The Board of Directors shall establish a procedure to determine the best qualified candidates. Unless a special meeting is called, the Board of Directors makes nominations required by this section at the first regular board meeting after the second Monday in January preceding the election.

Section 12.5 Notification of Local Associations. The UEA president, prior to February 15, advises local presidents about the election procedures of the UEA and encourages local associations and association representatives to comply with the provisions of this Article.

Section 12.6 When Primary Required-Nomination. If the number of candidates exceeds twice the number for any office or position to be filled by election, a primary is held for that office or position, except there is no primary for the NEA Representative Assembly Successor Delegates. The Elections Committee places on the general election ballot twice the number of candidates for each office or position as there are positions or offices to be filled in the general election from those candidates receiving the greater number of votes in the primary election.

Section 12.7 Time of Primary. Each eligible member will receive a primary election ballot 22 days after the declaration of candidacy due date. Voting will be open for 21 days and closes at 5:00 p.m. of the 21st day. If voting is by electronic means, the vote must be recorded in a secure database designated by the Elections Committee.

Section 12.8 Deadline for Returning Primary Ballots. If voting is by paper ballot, ballots must be: (a) received by the UEA office not later than 5:00 p.m. of the 21st day; or (b) mailed to and received by the UEA office not later than 5:00 p.m. of the 21st day. If voting is by electronic means, the vote must be recorded in a secure database designated by the Elections Committee.

Section 12.9 Method of Election. Except as above provided, primary elections are conducted in the same manner as are general elections.

Section 12.10 Preparation of Ballots. The Elections Committee prepares ballots for each member from the official UEA membership list. If voting is by electronic means, the Election Committee prepares and approves the form of electronic ballots.

Section 12.11 Time of General Election. Each eligible member will receive a general election ballot 28 days after voting in the Primary Election ends. Voting will be open for 28 days and closes at 5:00 p.m. of the 28th day. If a Primary Election is not necessary, the General Election will be held on the Primary Election dates described in Section 12.7.

Section 12.12 Order of Names on Ballot. The order of the names of candidates for each office on the ballots is determined by lot under rules established by the Elections Committee and approved by the Board of Directors. The Elections Committee gives all candidates at least 24 hours notice of the time, place, and purpose of the meeting to determine the order of names on the ballot. The meeting is to be scheduled at a reasonable time by the Elections Committee. The failure of a candidate or his/her representative to attend the meeting does not affect the election or order of names on the ballot.

- a. Each ballot contains (1) the names of the candidates under the name of the office for which the person is a candidate, (2) the term of office, (3) write-in spaces for the number of persons for which each voter may vote for each office or position in general elections, and (4) instructions to voters.
- b. With the approval of the Board of Directors, the Elections Committee determines the form of balloting.
- c. Where a question is presented to the voters, it shall be in a form which can be answered "yes" or "no" or "for" or "against."
- d. In elections using paper ballots a substitute ballot may be given to any voter who spoils his/her ballot. The substitute ballot may be voted in place of the regular ballot. The spoiled ballot must be firmly attached to the substitute ballot and placed with the spoiled ballot in a substitute ballot envelope provided and clearly marked "substitute ballots." During regular business hours, UEA shall provide assistance to members who experience problems voting. UEA may fax or provide an electronic copy of the ballot capable of being printed by a member who requests it, if UEA is satisfied (1) the member did not vote electronically, (2) will be unable to vote electronically, and (3) is otherwise entitled to vote in the election. The ballot must be mailed to and received by UEA by the deadline for mailing and receiving paper ballots.
- e. Write-in candidates are not permitted in the primary election. If the voter desires to write in the name of a candidate in the general election, the name must be written in the space provided on the ballot for write-in votes. In elections using a paper ballot, as an alternate method of write-in voting, pre-printed stickers provided by the candidate may be affixed in the write-in space provided on the ballot.
- f. Local affiliates of the Utah Education Association may conduct their elections in conjunction with UEA primary and general elections, providing the local affiliate's election and voting procedures are consistent with these election bylaws and do not, in the judgment of the UEA Elections Committee, interfere with the Association's election.

Section 12.14 Retired Members and Others Voting by Mail or Electronically. In elections using paper ballots, the Elections Committee mails ballots to retired members and members who do not have direct access to their faculty representative to the address shown on the UEA membership list the same date the ballots are provided. These ballots contain the names of the candidates from the UniServ of which the person is a member and candidates for statewide office. The ballots must be returned or postmarked within the time set forth in Sections 12.7 or 12.8. If the election is by electronic means, retired members, in lieu of voting electronically, may participate in the election by complying with the requirements of section 12.22 for absentee voting.

Section 12.15 Lost Ballots. If in an election using paper ballots the ballots are not received by the association representative within five days after they were or should have been mailed, the association representative shall contact the Membership Department, which voids the numbers on the ballots issued to the association representative and assigns to the association representative ballot numbers which have not been previously assigned. The association representative prepares substitute ballots by: (a) copying the ballot from another faculty, (b) by designing a substitute ballot from directions from the Membership Department, or (c) securing substitute ballots from the Membership Department. The association representative also prepares a signature list for the signatures of members voting in the elections. The substitute ballots and the signature list shall be returned to the UEA office in the manner required by sections 12.7 or 12.8.

Section 12.16 Early Mailing. In elections using paper ballots the Elections Committee may mail ballots to association representatives up to 14 days prior to the regular mailing if it determines that a

faculty or faculties of a school district would experience extreme difficulty in voting due to a closure of the school or district, spring vacation, or any unforeseen event. The Elections Committee may move the deadline for the return of ballots forward for the faculty or the faculties of the school district up to the same number of days that the ballots are mailed early to the association representatives. Where the deadline for receipt of ballots is moved forward, the Elections Committee provides a letter to each local president and to each association representative affected by the deadline change in each ballot container informing the association representative of the deadline for return of ballots and of the consequences of failing to have the ballots delivered to the UEA office or postmarked by the date of the deadline for delivering or postmarking the container for ballots if mailed to the UEA office.

Section 12.17 Distribution of Ballots. In elections using paper ballots, on receipt of the ballots, the association representative immediately distributes the ballots to the members whose names appear on the membership list. Each member verifies receipt of a ballot by signing his/her name on the signature list next to his/her name. After ballots are marked by the member, the ballots and the signature list are returned to the association representative and placed in the container provided by the Membership Department. Before returning or mailing the ballots, the association representative seals the container.

Section 12.18 Early Receipt of Ballots. Ballots received prior to the deadline for returning ballots remain sealed until the deadline for returning ballots.

Section 12.19 Deadline for Returning General Election Ballots. In elections using a paper ballot, ballots must be: (a) received by the UEA office not later than 5:00 p.m. of the 28th day or (b) mailed to and received by the UEA office not later than 5:00 p.m. of the 28th day. In elections using electronic ballots, the vote must be recorded in a secure database designated by the Elections Committee.

Section 12.20 Extension of Voting Deadlines. Notwithstanding deadlines for receiving electronic votes, the Elections Committee may extend the deadline for receiving electronic votes by two business days if it determines the system for receiving and recording votes malfunctioned and members have been denied or might be denied their right to vote in the election. If the Elections Committee extends the deadline for receiving electronic votes, the vote shall not be counted, tabulated or compiled until after the extended deadline for receiving votes has passed.

Section 12.21 Right to Vote. Only those members of the Association authorized by the Constitution and the Bylaws can vote in UEA elections. Any person whose name appears on the UEA membership list has the right to receive a ballot and vote in UEA elections. A person whose name does not appear on the membership list is entitled to vote if a telephone call from the association representative to the Membership Department confirms that the person is a member as of the date of voting.

Section 12.22 Absentee Votes. Any member may request that an absentee ballot be mailed to him/her by providing the Elections Committee with a signed affidavit in which the member states his/her name, that he/she will be unable to vote in the primary or general election or both, and the address where the absentee ballot is to be mailed. The absentee ballot is accompanied by a letter from the Elections Committee instructing the voter to return the absentee ballot to the UEA office within ten days after the date that the absentee ballot was mailed to the member. Absentee ballots must be received in the UEA office on or before the deadline for receiving the mailed-in election ballots.

Absentee ballots are requested at least seven but not more than 14 days prior to the regular deadline for providing ballots.

The name of any member who receives an absentee ballot is removed from the membership list for the election(s) for which the member receives an absentee ballot.

Section 12.23 Votes. The Elections Committee oversees the procedures for tabulating election returns. The candidate receiving the highest number of votes for the office shall be elected to the office. If two or more candidates receive an equal and highest number of votes for the same office, and if the results after a recount remain the same, the candidates with the equal and highest number of votes shall appear before the Board of Directors at a regular or special meeting and draw lots to determine which candidate is elected. Reasonable notice of the time of the meeting at which lots are to be drawn shall be given candidates.

Section 12.24 Report-Election Returns. The Elections Committee verifies and announces election results, provides certificates of election to the candidates elected according to these Bylaws and notifies the Board of Directors at its meeting following the general election of the results of elections conducted under the committee's responsibility.

Section 12.25 Campaign Funds Disclosure. Using forms provided by the UEA Elections Committee, each candidate for statewide UEA office shall file a report of campaign revenue and expenses with the Executive Director. Reports will be due 30 days following the certification of the election. Reports of campaign revenues and expenses shall be printed in an appropriate UEA publication.

Section 12.26 Election Challenge. Any candidate may challenge the vote or the propriety of the election by notifying the Elections Committee in writing within ten days after the official announcement of the election results and shall have the right to appear before the Elections Committee to give reasons for the challenge. No person may challenge the results or propriety of an election unless the challenge is made within ten days after the official announcement of the election results. The Elections Committee, at its discretion, may conduct a recount of the ballots or inquire into the propriety of the election. Any decision of the Elections Committee may be appealed to the Board of Directors whose decision is final. When an election is contested because of an irregularity, improper conduct, or a violation of this Article by any person, the Board of Directors, on clear and convincing proof of the irregularity, improper conduct, or violation, may order a new election if it also finds the irregularity, improper conduct, or violation changed the results of the election.

Section 12.27 Dues and Assets of Associations. No monies received by the UEA or its local affiliates from dues, assessments, or the proceeds therefrom on any asset may be contributed or applied to promote the candidacy of any candidate in an election for an office in the NEA, UEA, or its local affiliates, except for flyers and/or videotapes prepared in behalf of candidates in statewide UEA elections which are printed/produced and mailed by UEA in accordance with procedures established by the UEA Board of Directors. Such monies may also be used for notices, factual statements of issues to be voted on not involving candidates, and other expenses necessary for holding an election. If there is an allegation of a violation of this Bylaw, the Board of Directors shall, after a hearing, remove from office any candidate found to have willfully violated this section and may order a new election for any office where the Board determines that monies were used in violation of this section by the prevailing candidate or the candidate's campaign staff or committee.

Section 12.28 Non-Interference by Staff. No employee of the Utah Education Association or a UniServ shall interfere or participate in a local, state, or national association election. Any member of the Association may file a written complaint with the Elections Committee setting forth the facts which the member believes to constitute a violation of this section. The Elections Committee shall

review the complaint. If the Elections Committee determines that the allegation, if true, would be a violation of this section, it shall investigate the allegation. If the Elections Committee finds that evidence exists which shows a violation of this section, it shall give the employee alleged to have

violated this section an opportunity to hear the facts which form the basis of the violation, to be present at a hearing before the Elections Committee, and to present his/her response to the allegations. If the Elections Committee determines that there has been a violation of this section, the Elections Committee may (a) issue a written reprimand to the person violating this section, (b) direct that the name of the person violating this section be published in the *UEA Action* together with an account of the violation, and (c) if it finds that the violation was sufficiently serious as to have affected the results of the election, or that the candidate who won the election encouraged the violation, the Elections Committee may recommend to the Board of Directors that the Board order a new election. If the Board of Directors, after a hearing in which all persons that may be affected are given an opportunity to be heard, determines that the violation was sufficiently serious as to have affected the results of the election, or that the candidate who won the election encouraged the violation, the Board may order a new election.

Section 12.29 Compliance and Penalty. Except where expressly otherwise provided, the provisions of this Article are mandatory. Strict compliance is required. Declarations of candidacy not received or ballots not postmarked or received within the time required for whatever reason, including the failure of the postal service to deliver the mail before the deadline, shall not be counted and shall not affect any election.

Section 12.30 Special Elections. The Board of Directors may call a special election for the members to vote on any subject appropriate for election not otherwise provided for in this Article. Unless otherwise required by law, the Articles of Incorporation, or the Constitution of the UEA, special elections shall be conducted according to the procedures for general elections, but: (a) written notice of the date, place of voting, and purpose of the special election is mailed to all local presidents and association representatives and published in the official UEA newspaper at least five but not more than 20 days prior to the special election date, (b) the special election question may be contained on the primary election ballot, the general election ballot or may be on a separate ballot, (c) special election ballots are mailed and returned within the same number of days provided for mailing and returning general election ballots, and (d) if the special election is a question for the membership, it shall be concisely stated and contain boxes to answer the question "yes" or "no" (or "for" or "against").

Section 12.31 Proxy Voting. Proxy voting is prohibited.

ARTICLE XIII--FINANCIAL REPORT

Section 13.1 Annual Report. A financial report of the annual audit of the books of the Association shall be published in *the UEA Action* in the first issue of the calendar year. This publication shall include the salary schedule of the Association staff, together with the salary and fringe benefits of the executive director and the president.

ARTICLE XIV--UNISERV

Section 14.1 UniServ. The Utah Education Association may, with the National Education Association and the local associations, provide a UniServ program to members and locals with professional and support staff services and facilities to implement, improve, and coordinate programs of the Association. The UniServ staff are under the control and direction of the elected leaders of the local association(s), but nothing in this section prevents a local UniServ from entering into an agreement with the UEA for the administration of the local UniServ.

Section 14.2 Contract. A written contract for fund sharing and administration of the UniServ program shall be entered into between the local association(s), the Utah Education Association, and

the National Education Association.

Section 14.3 Requirements. Each UniServ shall meet operating requirements developed cooperatively with the local association(s), the Utah Education Association, and the National Education Association.

Section 14.4 UniServ Funds Distribution. The UniServ program in Utah includes:

- a. A minimum support program available in all areas of the state through a state funding program designed to provide funds (including NEA UniServ funds and local association contributions) required for the program statewide.
- b. The UniServ distribution formula is composed of three factors: (1) a professional staff cost factor, (2) a per-member amount based on a minimum of 1,200 members, and (3) a per-member amount based on the actual membership of each unit.
- c. The professional staff cost factor is ten percent of the UniServ portion of UEA dues. The amount of money which ten percent of UniServ dues generates is distributed on a point system to all units. The point system provides:
 - Each UniServ director is given one point for the current year of service and one additional point for each previous year as a Utah UniServ director to a maximum of 12 points. UniServ directors with 14 or more prior years of service as a Utah UniServ director has 13 points.
 - The revenue generated by ten percent of the UniServ portion of UEA dues shall be divided by the total number of points to establish a dollar value for each point.
 - UniServ units receive funding equal to the number of points generated by their director(s) multiplied by the value of each point.
 - No additional points are given directors for more than 15 years of UniServ employment.
- d. Eighty percent of the funds generated by the UniServ portion of UEA dues is distributed to all units on a per-member basis. Each unit will receive funding for a minimum of 1,200 members even if actual membership is less than 1,200.
- e. Ten percent of the funds generated by the UniServ portion of UEA dues will be distributed to all units on a per-member basis.
- f. To qualify for UEA UniServ funding, effective September 1, 2006 each local association shall comply with NEA UniServ guidelines by annually assessing each active member at least \$5.00 for inclusion in its UniServ budget.
- g. UEA UniServ dues to which a UniServ unit is entitled under this section may be retained by the local association for direct payment to its UniServ. All other UEA UniServ dues shall be paid to the UEA for distribution to UniServ sparsity units.
- h. All UniServ dues submitted to the UEA by the local association shall be paid to the respective UniServ on or before the 10th day of each month. UniServ dues paid to the UEA shall not be held beyond the 10th of each month following the receipt of dues from the local association.
- i. Notwithstanding anything else contained in this section, no UniServ shall receive less than 90% of the average nor more than 130% of the average active member payment to each UniServ determined as calculated for the fiscal year.

Section 14.5 UniServ Budget Report. UEA shall provide each UniServ written guidelines specifying what is to be included in the UniServ budget report.

Section 14.6 Program Guidelines. To qualify for funds from the UEA UniServ account, each UniServ must provide:

- (1) A full-time professional staff member for each funding unit that qualifies under NEA's guidelines.
- (2) A full-time secretary or a technological link to a secretarial pool for each funding unit that qualifies under NEA's guidelines.
- (3) All salaries and salary-related expenses (fringes and taxes) for all professional and secretarial staff employed.
- (4) Adequate office space for carrying out the UniServ's activities.
- (5) Service, equipment, and maintenance as required for a successful UniServ operation.
- (6) All office operation costs as required for a successful UniServ operation.
- (7) Staff travel (out-of-state and in-state) as required for a successful operation.
- (8) An annual external audit of the operating budget of the UniServ.

Section 14.7 Duty of Executive Director to Enforce. It is the responsibility of the UEA executive director to enforce these guidelines prior to distributing funds to the UniServ.

ARTICLE XV--AMENDMENTS

Section 15.1 Required Vote. These Bylaws may be amended by a majority vote of the delegates present at a meeting of the House of Delegates. The president and the executive director sign all bylaws adopted by the House of Delegates. The executive director maintains the originally executed copies of the Articles of Incorporation, the Constitution, the Bylaws, and the Standing Rules of the Association, together with amendments thereto, in a book kept for that purpose.

ARTICLE XVI--DEFINITIONS AND CONSTRUCTION

Section 16.1 Classroom Teacher. Classroom teacher means any person who is licensed, where required, and a major part of whose time is spent in direct contact with students or who performs allied work which results in placement of the person on a local salary schedule for teachers.

Section 16.2 Ethnic Minority. Ethnic minority means those persons designated as ethnic minority by statistics published by the United States Bureau of the Census, and includes American Indian/Alaska Native, Asian, Native Hawaiian or other Pacific Islander, Black, and Hispanic.

Section 16.3 Administrator and Supervisor. Administrator and supervisor means any person who has continuing authority to hire, transfer, discipline, dismiss, or otherwise direct employees, or to effectively recommend any of the above actions.

Section 16.4 Student Member. Any student enrolled in a program of study in an accredited institution of higher learning which qualifies the student for a career in education may become a student member, but any person eligible for active or reserve membership is not eligible for student membership.

Section 16.5 Days and Dates. Whenever these Bylaws require that an act be done within a defined number of days, the days shall be computed by excluding the first day and including the last day.

Section 16.6 Holidays. Whenever the date or last day on which any act is to be performed is a UEA recognized holiday, the date or last day on which the act may be performed is the next succeeding business day.

Section 16.7 Duties. Whenever these Bylaws require an officer or employee to perform a duty, the duty may be performed by other officers or employees under the direction of the officer or employee.

Section 16.8 Professional Staff Cost Factor. Professional staff cost factor is the method to provide funds to compensate professional staff members for longevity for Utah UniServ staff experience.

Section 16.9 Sparsity Unit. A sparsity unit is a unit which has between 800 and 1200 members and meets the NEA geographical requirements. This definition applies to units created after the 1994 Fall House of Delegates.

*Adopted by the House of Delegates of the Utah Education Association
this 30th day of April, 2011.*