

**BY-LAWS**

**CARLSBAD CITY EMPLOYEES ASSOCIATION**

**RATIFIED BY GENERAL MEMBERSHIP**

**OCTOBER 5, 1977**

**AMENDED: July 6, 1989  
November 7, 2001  
May 29, 2007  
August 31, 2011**

**CARLSBAD CITY EMPLOYEES ASSOCIATION**

**CARLSBAD, CALIFORNIA**

**BY-LAWS AND STANDING RULES**

**ARTICLE I - NAME**

The name of this Association shall be the Carlsbad City Employees Association, hereinafter referred to as the Association.

**ARTICLE II - PURPOSE**

The purpose of the Association shall be to advance the comfort, morale and welfare of all its members; to provide effective representation for its members regarding wages, hours, and other terms and conditions of employment; and to do anything necessary and proper for the accomplishment of these ends.

**ARTICLE III - MEMBERSHIP**

Section 1. Regular Members

All general employees of the City of Carlsbad shall be eligible for regular membership in the Association and shall become members upon the payment of scheduled dues and assessments.

Section 2. Associate Members

All other employees of the City of Carlsbad who wish to become members in the Association may become associate members upon payment of scheduled dues and assessments.

Section 3. Honorary Members

Persons not otherwise eligible for membership in the Association, who have exhibited interest in the Association, may be designated honorary members by the Board of Directors.

#### Section 4. Service Fee Payers

Those employees notifying the Association that they wish to pay the service fee as determined by the Board of Directors shall abide by the CCEA Service Fee Policy as follows:

1. The Association provides representation on collective bargaining, labor, and employment matters to employees for whom it is the exclusive representative. Services are provided free of charge to Association members. Non-members will be charged the prevailing hourly rate for individual representational services.

Non-members are welcome to join the Association at any time. If a non-member wishes to join at the point of requesting legal representation, he/she will be required to pay the equivalent of twelve months dues before such representation will be provided. Terminated or employees subject to a layoff, who were not members at the time of termination, will also be charged the prevailing hourly rate for professional services.

2. The Association reserves the right to deny representation to any employee when it is determined by a legal practitioner that the employee's case lacks merit or is outside the scope of labor-management relations. Members may appeal such a denial to the Association's Board of Directors.

The Association reserves the right to determine which of its representatives shall be assigned to assist individual members.

#### Section 5. Voting Rights

Each member, except for honorary members, associate members, service fee payers and those claiming a religious exemption, shall be entitled to one vote on each matter submitted to a vote of the members.

#### Section 6. Termination of Membership

The Board of Directors, after an appropriate hearing, by affirmative vote of a majority of all members of the Board, may suspend or terminate a member for cause, for ineligibility, or for nonpayment of dues. Those members terminated under this section shall then be service fee payers.

### Section 7. Resignation

Any member may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any dues heretofore accrued and unpaid. Those members resigning membership under this section shall then be service fee payers.

### Section 8. Reinstatement

Upon written request executed by the former member and filed with the Secretary, the Board of Directors, by a majority of a quorum, may reinstate such former member upon such terms as the Board of Directors deems appropriate.

## **ARTICLE IV – DUES**

The dues of members and the service fee shall be determined by the Board of Directors. Methods of payment of membership dues and service fees shall be established by the Board of Directors with general membership ratification.

## **ARTICLE V – AGENCY FEE APPEAL PROCEDURE**

If an employee covered by the *Side Agreement between the City of Carlsbad and Association for Agency Shop* (Agreement) (attached) disagrees with the Association's determination of the agency fee amount, the employee may file an agency fee objection with the Association. The objection must be filed no later than thirty (30) calendar days following distribution of the notice described in Section 3.0 of the *Agreement*.

Within forty-five (45) calendar days after the last day for filing an objection, the Association will make a request for a prompt hearing regarding the agency fee before an impartial decision maker. This request can be made to one of three agencies: the Public Employee Relations Board, the American Arbitration Association, or the California State Mediation Service. The agency will then select the impartial decision maker.

If the Association receives multiple agency fee objections, either the Association or the employee(s) involved may request that the hearings be consolidated based on

case similarities. At any time prior to the start of the hearing, any party may make a motion to the impartial decision maker challenging the consolidation of the hearing.

The Association will bear the burden of establishing the reasonableness of the agency fee.

The hearing will be fair, informal, and conducted in conformance with basic precepts of due process. Unless the Association and the objecting employee otherwise agree, the Association will pay for all hearing costs other than the cost of the objecting employee's representative.

All decisions of the impartial decision maker will be in writing, and will be rendered no later than thirty (30) calendar days after the close of the hearing. Any party may obtain expedited judicial review of the impartial decision maker's decision under Code of Civil Procedure section 1094.8.

## **ARTICLE VI - MEETINGS OF MEMBERS**

### Section 1. Regular Meetings

The Board of Directors shall designate the time and place for the holding of regular meetings of the general membership a minimum of once a fiscal year and as deemed as necessary. At least seven (7) days written notice shall be given via email, fax or posting.

### Section 2. Special Meetings

The President of the Association or a majority of the Board of Directors may call a special meeting of the general membership at any time. At least two (2) days written notice shall be given via email, fax or posting.

### Section 3. Quorum

A quorum shall exist when twenty (20%) percent of the eligible voting membership attend a meeting.

## **ARTICLE VII - BOARD OF DIRECTORS**

### **Section 1. General Powers**

Subject to the By-laws, all Association powers shall be exercised by the Board of Directors, and the ordinary business and affairs of the Association shall be controlled by the Board of Directors. The Board of Directors shall have the power to affiliate with other Associations in order to achieve the fulfillment of the purpose as stated in Article II.

The Board of Directors shall conduct and control the business affairs of the Association and make rules and regulations in conjunction with Membership approval.

### **Section 2. Number and Tenure of Directors**

For the purposes of representation, the departments within the city have been grouped together based on the similarity of the job functions performed within each group. There shall be one Director to represent each of the following groups:

- Library and Cultural Arts and Recreation
- Parks
- Community and Economic Development
- Housing and Neighborhood Services, Policy and Leadership and Safety
- Information Technology, Human Resources and Finance
- Utilities
- Property and Environmental Management
- Transportation

A director must be a member of one of the departments of the group for which they serve.

Additionally, there shall be one at-large Director that represents the entire membership and may be a member of any department of any group.

### Section 3. Election and Tenure of Directors

Each group Director shall be elected from the members of the group he/she represents.

Directors from the following groups shall be elected in odd numbered years:

- Community and Economic Development
- Housing and Neighborhood Services, Policy and Leadership and Safety
- Property and Environmental Management
- Transportation

Directors from the following groups shall be elected in even numbered years:

- Library and Cultural Arts and Recreation
- Parks
- Information Technology, Human Resources and Finance
- Utilities

Each group Director shall serve for a period of two years commencing September 1 or until his/her successor has been elected and qualified.

The at-large Director shall be elected from the entire membership and shall serve for a period of one year commencing September 1 or until his/her successor has been elected and qualified.

Elections shall be conducted as outlined in Article IX.

### Section 4. Voting Power

Each Director shall have one vote.Section 5. Qualifications

Each candidate for a Directorship shall be a current regular member in good standing of the Association at the time of his election. A Service Fee Payer cannot serve as a Director in the Association.

### Section 6. Meetings

The Board of Directors shall meet at the call of the President or at the request of at least three (3) Directors. At least two (2) days written, email, fax or posting notice of the meeting shall be given to all members of the Board of Directors. The Board of Directors shall meet at least six (6) times every fiscal year and shall meet not less than once every two (2) months.

Section 7. Quorum

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 8. Vacancies

Any vacancy occurring in the Board of Directors shall require a new election by the affected unit within thirty (30) days of notification by the President of the vacancy. A replacement Director elected to a vacancy shall serve for the remainder of the term of his/her predecessor in office.

A vacancy shall be deemed to exist in the case of a death, resignation or disability. A Director may be removed for failure to attend called meetings of the Board of Directors without proper cause. Removal action shall be taken by majority vote of Directors who are not under consideration of removal.

Section 9. Compensation

Members of the Board of Directors shall serve without any compensation.

Section 10. Liability

The Directors shall not be personally liable for the debts, liabilities or obligations of the Association.

**ARTICLE VIII - OFFICERS**

Section 1. Officers

Officers of the Association shall be President, Vice President, Secretary, and Treasurer. No one person shall hold more than one office.

Service Fee Payers cannot nominate or hold an office in the Association, nor vote in any election for Director or Officer.

## Section 2. Selection of Officers

The President shall be elected by the General Membership as outlined in Article IX.

The Vice President, Secretary and Treasurer shall be appointed by the President. The slate of officers shall be ratified by the Board of Directors.

## Section 3. Term of Office

Term of office shall be for two years commencing September 1.

## Section 4. Vacancy

Vacancies in any office shall be filled by appointment of a majority of the Board of Directors. Such appointments shall take effect when the individual is notified, unless he/she declines immediately, and shall be for the remainder of the term. Vacancies shall be deemed to exist in the case of death, resignation or disability. An officer may be removed by the Board of Directors when the best interests of the Association would be served thereby. Such removal must be accomplished by a two-thirds vote of the Board of Directors.

## Section 5. Duties of President

The President shall be the principle executive officer of the Association and shall supervise and control all of the business and affairs of the Association. He/She shall preside at all meetings of the Association and all meetings of the Board of Directors.

## Section 6. Duties of Vice President

The Vice President shall assist the President and assume the duties of the President during his/her absence or incapacity.

## Section 7. Duties of Treasurer

The Treasurer shall receive all monies of the Association and shall deposit them in the bank or banks designated by the Board of Directors. He/She shall keep a correct account of transactions by funds and make a report of receipts and disbursements at each regular meeting of the Association and at each regular meeting of the Board of

Directors.

Section 8. Duties of Secretary

The Secretary shall prepare the minutes of all meetings of the Association and the Board of Directors and shall maintain all the official records of the Association with the exception of the Treasurer's records. The Secretary shall perform such other duties as may be required by the President and Board of Directors.

Section 9. Resignation

Any officer may resign at any time by giving written notice to the Board of Directors. Any such resignation shall take effect at the date of the receipt of such notice or any later time specified.

**ARTICLE IX – ELECTIONS**

Section 1. Election Committee

An Election Committee shall be determined by current members of the Board who are not running for re-election. This committee will be responsible for all aspects of the election:

- administering the nominations of the
  - President, if applicable
  - group Directors whose term expires as outlined in Article VII
  - at-large Director
- administering absentee ballots
- notifying the General Membership regarding nominations
- notifying the General Membership regarding the upcoming election
- counting of ballots
- conduct the election with accountability, security and integrity

Section 2. Schedule/Ballot

The General Membership must be notified at least one month prior to the upcoming election. The election will be conducted during the month of August.

Any member who wishes to run for an officer position shall submit their name to

the Election Committee three weeks prior to the election. Any member can nominate themselves.

Any member who finds they will be on an approved leave such as vacation, sick, work shift requirement, etc. on the day of the election can request an absentee ballot. The ballot must be received by the day of the election in order for the vote to count.

The ballot will list all the candidates for

- President, if applicable
- group Directors whose term expires as outlined in Article VII
- at-large Director

All members will vote for:

- President, if applicable
- the group Director representing his/her respective group, if applicable
- at-large director.

If there is no member running for any of the vacant offices for the board of directors, then the newly appointed board can appoint a member who is not elected from that respective group

The election shall be by secret ballot of all the members in attendance at the general membership meeting including absentee ballots. For the purpose of this election only, all attending members shall constitute a quorum and a majority vote of those in attendance shall be sufficient to designate a President and board of directors.

The results of the election shall be ratified by the Board of Directors.

## **ARTICLE X - COMMITTEES**

### Section 1. Committees

The Board of Directors may designate committees necessary to conduct the activities of the Association. Committee members shall be appointed by the President.

### Section 2. Terms

The terms of all committees shall automatically expire September 1 or at the expiration of the Committee function.

### Section 3. Chairman

One member of each Committee shall be appointed Chairman by the President.

### Section 4. Vacancies

Vacancies in the membership of any Committee may be filled by appointment made by the President.

### Section 5. General Membership Approval

When there is a need for approval from the general membership for any matter such as changes in the By-laws, wage negotiations contracts, compensation contracts, etc., the general parameter of the election procedures shall follow.

## **ARTICLE XI - CONTRACTS, CHECKS, DEPOSITS AND FUNDS**

### Section 1. Contracts and Agreements

The Board of Directors may authorize any officer or officers of the Association to enter into any contract or agreement approved by the Board and to execute and deliver any instrument in the name of and on behalf of the Association. However, the wage negotiations contract shall be excluded from approval solely from the Board of Directors.

### Section 2. Wage Negotiations Contract

The Wage Negotiations Contract shall be fully explained to the General Membership and ratified by the General Membership before acceptance of the terms contained therein.

### Section 3. Checks, Drafts, Etc.

All checks, drafts or orders for payment of money, notes or other evidences of indebtedness issued in the name of the Association, shall be countersigned by two designated officers. The President and the Treasurer shall be the designated officers. In the absence of either or both of the designated officers, the President shall appoint two other officers to countersign on the behalf of the President and/or the Treasurer.

#### Section 4. Deposits

All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies or other depositories as the Board of Directors may select.

#### Section 5. Gifts

The Board of Directors may accept on behalf of the Association any contribution, gift, or bequest, or devise for the general purpose or for special purpose of the Association.

#### Section 6. General Fund

There shall be established a General Fund, under the direct supervision of the Board of Directors. Into this fund shall be placed the receipts from all dues and monies received from any source other than those monies placed into any special fund that is set up by the Directors. This fund shall be used to defray the expenses of the Association and to finance any endeavor for Association benefit.

#### Section 7. Annual Audit

An audit of the Association's books and records of account for the preceding fiscal year shall be conducted and completed during the month of September by an auditor appointed by the Board of Directors.

### **ARTICLE XII - BOOKS AND RECORDS**

The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors and committees having any of the authority of the Board of Directors and shall keep a record giving the names of the members entitled to vote. All books and records of the Association may be inspected by any member or his agent or attorney for any proper purpose at any reasonable time.

### **ARTICLE XIII - FISCAL YEAR**

The fiscal year of the Association shall begin on the first day of September and end on the last day of August in each year.

#### **ARTICLE XIV - WAIVER OF NOTICE**

Whenever any notice is required to be given under the provisions of the By-laws of the Association, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed to be the giving of such notice.

#### **ARTICLE XV - AMENDMENTS TO THE BY-LAWS**

These By-laws may be altered, amended, or repealed and new By-laws may be adopted by a majority vote of the members at any regular or special meeting.

#### **ARTICLE XVI - RULES OF ORDER**

Robert's Rules of Order Revised shall be used as authority in the conduct of all meetings of the Association or Board of Directors except when in conflict with specific provisions in these By-laws.

#### **ARTICLE XVII - LIABILITY OF MEMBERS**

The members shall not be personally liable for the debts, liabilities or obligations of the Association.

#### **ARTICLE XVIII - EFFECTIVE DATE**

These By-laws shall become effective upon their approval by a majority vote of the regular members of the Association at any regular or special meeting; provided, however, that all Directors, Officers and Committees elected or appointed prior to the effective date of these By-laws shall remain in force subject to all provisions contained herein.