

CONSTITUTION OF
CALIFORNIA
STATEWIDE LAW
ENFORCEMENT
ASSOCIATION

AUGUST 2007

**CONSTITUTION OF CALIFORNIA
STATEWIDE LAW ENFORCEMENT ASSOCIATION**

"We, the members of California Statewide Law Enforcement Association, being mindful of the rights and freedoms and guarantees under the Constitution of the United States of America and the State of California, dedicate ourselves to the protection of these natural rights and freedoms while lawfully standing in unity to improve and make secure the quality which we serve, do hereby adopt this as the National Constitution of California Statewide Law Enforcement Association."

ARTICLE I

Title and Authority

Section 1. Title

This Organization shall be known as California Statewide Law Enforcement Association (hereinafter "CSLEA") and shall consist of the members of the Affiliate Organizations, and subject to the laws, rules, regulations, policies, practices and lawful orders and decisions of CSLEA and shall not be dissolved while there are five (5) good standing Affiliate Organizations objecting to its dissolution.

Section 2. Authority

The authority of CSLEA shall reside in the CSLEA Board of Directors, comprised of representatives of the CSLEA membership and presided over by the President of CSLEA.

ARTICLE II

Objectives and Powers

Section 1. Objectives

- (a) To unite under its banner all persons engaged in work within its jurisdiction, as defined in Article III herein, for their mutual benefit, aid and protection.
- (b) To promote and establish appropriate wages, fringe benefits, training, hours of employment, working conditions and equal rights and protection for all its members.
- (c) To secure recognition by employers and the public of the members' right to engage in collective bargaining.
- (d) To promote the development and maintenance of health, welfare and on-the-job safety, and such educational and training programs among its organizations and members as

- deemed necessary to achieve such goals.
- (e) To promote, foster, develop and advance the skills, efficiency and working knowledge of its members.
 - (f) To promote harmonious relations between members and employers.
 - (g) To strive for effective programs which would improve, advance and increase the opportunities for employment.
 - (h) To promote a better understanding by government and the public of the aims and objectives of CSLEA.
 - (i) To engage in legislative, promotional and educational activities to promote, protect and advance the physical, economic and social welfare of its members.
 - (j) To take all such action as may tend to conserve and promote the welfare and interest of CSLEA, its Organizations and members.

Section 2. Powers

- (a) The powers of the CSLEA Board of Directors are legislative, executive and judicial.
- (b) The legislative, executive and judicial powers are vested in the CSLEA Board of Directors who may exercise such powers as it deems necessary to conform to or comply with the law; to implement new legislation; and to amend the Constitution. In its discretion, the CSLEA Board of Directors may submit any legislative proposal to the membership, by referendum.
- (c) As the sovereign authority, within the CSLEA structure it has the power to contract with Affiliate Organizations; to define their powers and craft territorial jurisdiction; to revise, amalgamate, govern, discipline, regulate or supervise Affiliate Organizations.
- (d) It is empowered to decide all questions relating to the rights, privileges and obligations of its members and Affiliate Organizations.
- (e) It is empowered to establish, declare, decide and enforce all violations of policy for and on behalf of itself, Affiliate Organizations, and its members. It is also empowered to establish, declare and enforce such rules, regulations and orders or decisions which are incident to or necessary to administer the provisions of this Constitution. Its orders and decisions on all such matters shall be final, binding and conclusive.
- (f) It shall have the power to take such action as may be deemed necessary, appropriate and proper to preserve itself as an institution.
- (g) It shall have the power to affiliate or disaffiliate with any such Organizations as in its judgment, it deems proper.

- (h) In order to promote and conserve its own welfare and interests and those of its Affiliate Organizations, and its members, it shall have the power to take such actions as it deems necessary or beneficial to carry out the objectives and provisions of this Constitution.
- (i) The CSLEA Board of Directors shall have the power to levy such special assessments as it may deem necessary and appropriate and each such levy shall be valid no longer than the next succeeding regular Conference.
- (j) The CSLEA Board shall set the membership dues structure. The CSLEA Board shall have the authority to grant dues variances to individual members based upon merit and need.

ARTICLE III

Jurisdiction

The territorial jurisdiction of CSLEA shall extend to all the territory of the State of California. The trade jurisdiction of CSLEA shall encompass those services provided by the State of California for the protection and safety of its citizens and shall include the organizations as designated in the Standing Rules to the CSLESA Constitution, Article II, Section A. 1.

ARTICLE IV

Headquarters and Seal

Section 1. Headquarters/Offices

The headquarters and general office of CSLEA shall be located in the County of Sacramento. There shall also be established and maintained by CSLEA any such additional permanent or temporary office(s) as in the opinion of the CSLEA Board of Directors, may be required, expedient or advisable for the purpose of carrying out the functions of CSLEA as well as the service to its Affiliate Organizations and members.

Section 2. Seal

The seal of CSLEA shall be as depicted in the following facsimile.

(SEAL)

This seal shall constitute and be the official label of CSLEA and of its Affiliate Organizations.

ARTICLE V

Officers

The officers of CSLEA shall be the President, the Senior Vice President, the Controller, and the Secretary. (Amended 11-5-93)

ARTICLE VI

Election of President and Senior Vice President

Section 1. Timing of Election of President and Senior Vice President

The CSLEA Board of Directors shall hold a Board meeting at the annual conference in the last quarter of each calendar year. The last order of business at the meeting shall be the election of the President and Senior Vice President. The elected officers shall immediately assume their duties at the close of the annual conference. (Amended 11-05-93)

Section 2. Qualifications for President and Senior Vice President

To be eligible to be elected as President or Senior Vice President, the candidate must be an employee in the bargaining unit and a member of CSLEA in good standing. Officers who are terminated or suspended from employment by their State employer and whose termination or suspension is under administrative appeal, until the administrative action is final, shall not lose their status as an officer solely by virtue of the termination or suspension.

Section 3. Announcement of Candidacy/ Statement of Qualifications

Candidates for President and Senior Vice President shall orally announce their candidacy to the Board at the quarterly Board meeting prior to the Annual Conference. Candidates who are unable to attend the Board meeting may announce their candidacy in writing to the Board prior to the quarterly Board meeting. All announcements shall be entered into the minutes of the Board meeting.

Within fifteen (15) days following the quarterly Board meeting at which their candidacy was announced, all candidates shall provide a statement of their qualifications and goals in writing to the Board by submitting their statements to the CSLEA Secretary or the CSLEA Director of Administrative Services.

The CSLEA Board of Directors, by two thirds (2/3) vote, may suspend the requirements of this section if there is no eligible candidate for either office.

Section 4. Certification of Candidacy

The CSLEA Secretary shall examine and determine the qualifications of all candidates for office. The CSLEA Secretary shall forward a copy of each Statement of Candidacy to each Board member. The statement shall be mailed to the Directors no fewer than 30 days prior to the Annual Conference. (Amended 05-20-95)

Section 5. Manner of Election

The President and Senior Vice President shall be elected by a majority vote of the CSLEA Board of Directors.

Section 6. Term of Office of the President and Senior Vice President

The President shall be elected for and serve a term of two (2) years. The Senior Vice President shall be elected for and serve a term of one (1) year.

ARTICLE VII

President

Section 1. General Powers

- (a) The President as chief executive officer, shall have executive, administrative and judicial authority over the affairs and business of CSLEA and its Affiliate Organizations, subject to the limitations of this Constitution as set forth in Article II, Section 2.
- (b) The President shall have the power, on behalf of CSLEA members, to ensure that the conduct of the affairs and business of Affiliate Organizations are in accord with the Constitution of CSLEA and with all appropriate rules, regulations, policies, practices, lawful orders and decisions of CSLEA and its Affiliate Organizations.
- (c) The President shall vote only in the case of a tie, at CSLEA Board of Directors Meetings.
- (d) The President shall have general supervision over all the day to day affairs and operations of CSLEA when the Board of Directors is not in session and shall discharge such other duties as directed by the Board of Directors or CSLEA Executive Committee.
- (e) With the approval of the Board of Directors when necessary, execute all conveyances, contracts and other instruments in writing relative to his powers listed herein.
- (f) Appoint at the commencement of his/her term of office, all such standing committees as may, in his/her opinion be required. The President shall select the Chairperson of all committees and shall have the power to make changes therein.
- (g) The President shall not sit on the Board of Directors as a representative of an Affiliate Organization.

Section 2. Powers at Annual Conference and Board of Directors Meetings

- (a) The President shall be the Chairperson of and preside over all Conferences and Board Meetings of CSLEA.
- (b) The President shall appoint an Assistant Secretary and appropriate assistants and

personnel as may be deemed necessary for the efficient conduct of the business of Conferences and Board Meetings.

Section 3. Powers at Executive Committee Meetings

The President shall call and preside over all sessions of the Executive Committee as its chairperson.

Section 4. Powers Relative to Affiliate Organizations

- (a) The President shall have the power to interpret the rules, regulations, policies, practices and lawful orders of CSLEA and to decide disputes submitted by CSLEA members within Affiliate Organizations. The President's decisions thereon shall be effective and binding unless reversed or modified by the CSLEA Board of Directors, or CSLEA Executive Committee.
- (b) When any Affiliate Organization, officer or member fails, neglects or refuses to conform to or comply with a decision or order of the Executive Committee or the President, the President may request a hearing before the Executive Committee. Upon receipt of such a request, the Executive Committee shall issue an order to show cause why the decision or order was not complied with and shall convene for the purpose of holding a hearing thereon. If, after hearing all concerned, the Executive Committee finds that there has been a failure to show compliance and a failure to show good and sufficient reason for non-compliance, the Executive Committee may, in the case of a subordinate organization, revoke, recall and cancel its charter.
- (c) The President shall have the power and authority to investigate the affairs of a Affiliate Organization when, upon information or complaint, or when the President finds it necessary to determine whether the affairs of an Affiliate Organization, or the activities of any of its officers or members are being conducted in an improper or unconstitutional manner.

Pursuant to such authority, the President shall have the power, either personally or through a delegated representative, to investigate and inquire into the manner in which the affairs are administered, and to examine any books, records, papers, accounts, securities, purported agreements or understandings or any other documents, and to request the personal appearance of any officer, official, employee or member, as the President may deem necessary to such investigation or inquiry.

In connection with the investigation, the President may employ the services of a Certified Public Accountant or other specialist as deemed advisable or necessary. After such investigation or inquiry, the President may, at his/her discretion, call a special meeting of the CSLEA Board of Directors or its Executive Committee to present an oral and/or written report on the findings of the investigation or inquiry, for action as the CSLEA

Board of Directors or the Executive Committee sees fit.

- (d) The President may appoint a temporary trustee to take charge of the affairs and interests of the CSLEA membership within the Affiliate Organization. The affected Affiliate Organization shall receive written notice of the appointment of the trustee and shall be advised of the reason(s) for the appointment. If the Affiliate Organization desires a hearing on the reasons for the appointment of a temporary trustee, the Affiliate Organization shall file a written request for hearing with the President no later than (7) days from the date of notice of appointment. If a request for hearing is timely made, a hearing shall be conducted no later than thirty (30) days from the date the request for hearing is made.

During the period of any trusteeship, all officers of the Affiliate Organization may be relieved of their duties and responsibilities by the trustee, subject to review by the President, the CSLEA Board of Directors or its Executive Committee.

The Affiliate Organization, its officers and its members shall cooperate with the trustee in order that the purposes of the trusteeship may be accomplished as soon as possible. The trustee or supervisor shall be permitted full access and rights to copy all books, records and papers of the Affiliate Organization. The trustee shall be authorized to take full charge of the affairs or interest of the Affiliate Organization, to appoint temporary officers or employees, and to take any other action deemed necessary for preservation and efficient functioning of the said Affiliate, subject to review by the CSLEA Board of Directors or Executive Committee.

During the period of trusteeship, CSLEA shall not be responsible for any action or activities of an Affiliate Organization unless said action and activities have been directed or authorized by the trustee. When the President and CSLEA Board of Directors or its Executive Committee determine the trusteeship is no longer required, said trusteeship shall terminate at the express direction of the President.

Section 5. Powers Relative to CSLEA Business Operations

The President shall have all powers available by law, except as expressly limited by the Constitution, including, but not limited to the following:

- (a) To appoint such personnel, consultants and experts deemed necessary to assist in the carrying out all of the duties and functions of the office of President.
- (b) To direct the activities of all the departments of CSLEA and to appoint all personnel necessary for the operation of these departments.
- (c) To fix the salaries and other compensation of persons appointed pursuant to this section, with the concurrence of the CSLEA Board of Directors, and to reimburse them for expenses incurred by them in performance of their duties.

- (d) To retain the services of a Certified Public Accountant for the purpose of auditing the financial books and accounts of CSLEA.
- (e) To retain the services of legal counsel whenever and wherever deemed necessary by the President for the provision of expert legal opinion and/or action.
- (f) To commission the services of financial, legal and other specialists to render assistance to Affiliate Organizations and their officers in complying with their legal and constitutional obligations, and in connection therewith they may examine such books, accounts, records and other documents held by the Affiliate Organization and render such assistance as they deem necessary and appropriate in the provision of said services.
- (g) To appoint delegates or representatives to meetings and conferences of CSLEA and its subordinate organizations, and to reimburse them for expenses incurred in the performance of these duties.

Section 6. Power to Grant Variances from Constitution, Policies and Practices

The President may grant limited variances, tolerances or exemptions from provisions of this Constitution, established policies, practices, lawful orders and decisions, for a limited period of time, and under specified conditions enumerated in the grant subject to approval by the CSLEA Board of Directors or its Executive Committee.

Section 7. Power to Make Expenditures of Funds

The President shall make all expenditures of CSLEA as hereinafter provided, on orders drawn on the various accounts of CSLEA. All checks for expenditures of \$2000.00 shall be signed either by the President, Controller, Senior Vice President, or Director of Administrative Services, who shall be bonded in accordance with Section 9 of this Article. All expenditures in excess of \$2000.00 shall be signed by the President and either the Controller, Senior Vice President or the Director of Administrative Services. Paychecks in any amount are excluded from this provision and may be signed by either the President, Controller, Senior Vice President or Director of Administrative Services. (Amended 8-26-95)

Section 8. Power to Institute Legal Proceedings

Notwithstanding the limits on expenditures set forth in Section 7 above, the President shall be authorized to institute such legal suits or proceedings as may be deemed necessary to protect and conserve the property, welfare and interests of CSLEA and its members.

Section 9. Bonding

The President, Controller, Senior Vice President, or Director of Administrative Services shall furnish bond in such sum as the CSLEA Board of Directors may determine, to indemnify against the possible financial loss to CSLEA, the premium for which bond shall be paid by CSLEA.

Section 10. Absence, Resignation or Death of President or Senior Vice President

- (a) In the event of a temporary absence of the President, the Senior Vice President shall perform the duties of the President. This provision shall apply only when the President is unavailable for contact during the absence.

- (b) In the event of the resignation, death, long term disability or long term inability to carry out the duties of the President, the Senior Vice President shall assume the office for a period up to ninety (90) days. Unless the Annual Conference is to occur during this ninety (90) day period, a Special Meeting of the Board of Directors shall be convened to elect a president. If the Annual Conference is to occur during this ninety (90) day period, the election of the President shall occur at the Board Meeting which occurs at the Annual Conference.

- (c) In the event of the temporary absence or inability to serve of both the President and Senior Vice President, the acting Senior Vice President will be determined by the following:
 - (1) The Vice President of the Unit which represents the most affiliates in CSLEA will be acting Senior Vice President. In the absence of this Unit Vice President, the Vice President which represents the second most affiliates in CSLEA will become acting Senior Vice President.

 - (2) In the event of a tie in the number of affiliates in two (2) or more Units, the acting Senior Vice President will be determined by the Unit with the largest total membership in the Unit at the time of absence.

Section 11. Number of Terms

There shall be no limit to the number of terms that a President may serve.

Section 12. Return of Property

The President shall, upon expiration of term of office return to CSLEA all books, monies or other property belonging to CSLEA.

ARTICLE VIII

Executive Committee

Section 1. Composition

The Executive Committee of CSLEA shall be comprised of the President, and Unit A, B and C Vice Presidents.

Section 2. Powers

- (a) The President shall call and preside over all sessions of the Executive Committee as its chairperson.
- (b) The President shall have the authority to submit to the Executive Committee any matter under his/her jurisdiction and control.
- (c) The Executive Committee, by majority vote, shall have the power to interpret the rules, regulations, policies, practices and lawful orders of CSLEA and to decide disputes submitted by its members within Affiliate Organizations. The Executive Committee's decisions thereon shall be effective and binding unless reversed or modified by the CSLEA Board of Directors.
- (d) Judicial authority shall reside in the Executive Committee, whose authority shall enable the Executive Committee to impose such judgment or take such actions as it deems warranted or appropriate in any particular circumstance. However, all charges and hearings within Affiliate Organizations must first be processed at the Affiliate level. Thereafter, an aggrieved party may appeal to the Executive Committee for final adjudication.
- (e) The Executive Committee may hold hearings on appeals, protests, petitions, charges or any other matter. The Executive Committee shall, after due notice, hold hearings and from the evidence produced, make such findings of fact, and determinations as in its judgment it deems proper.
- (f) Any member of CSLEA aggrieved by a decision, direction, ruling or order of the Executive Committee, shall have the right of final appeal to the next regular Board Meeting of CSLEA, providing that within thirty (30) days of receiving notice of the decision, direction, ruling or order of the Executive Committee, the aggrieved party shall file an appeal in writing with CSLEA, addressed to the President at the CSLEA Headquarters. A decision, direction, ruling or order by the Executive Committee is final and binding until and unless it is reversed or modified by the CSLEA Board of Directors.
- (g) The President or two (2) or more members of the Executive Committee may call meetings at such times and places as practicable. It may also consider and decide matters brought to its attention by referendum submitted by mail, telephone or telegram.
- (h) The President and each Vice President shall be entitled to cast one (1) vote at the Executive Committee meetings.

ARTICLE IX

Vice Presidents

Section 1. Election of Vice Presidents

An election for Units A and C Vice Presidents shall be held in even numbered years. An election for Unit B Vice President shall be held in odd numbered years. Each Unit shall elect one (1) of their Directors as Vice President of that Unit. The eligible Vice Presidents shall be elected as the second order of business at the CSLEA Board of Directors meeting preceding the Annual Conference. Nomination for Senior Vice President shall be made on the same day as the Unit Vice Presidents are elected. Each CSLEA Board member within a Unit shall be entitled to cast one (1) vote for Vice President. The vote shall be cast in person at the time and place of the election. In case of a tie or failure of any candidate to obtain a majority vote, the polls shall be immediately reopened for a period of one-half (1/2) hour. Ballots shall again be tabulated and the results announced. The candidate receiving the majority vote shall be declared the winner. The Secretary shall certify the results of this election.

Section 2. Qualifications

A candidate for office of Vice President shall be and have been a member in good standing as defined by the Standing Rules for at least three (3) years; be a citizen of the United States and be a member of the CSLEA Board of Directors.

Section 3. Powers and Duties

Vice Presidents shall perform such duties as may be necessary and directed by the President, Executive Committee or their Unit. Each Vice President shall, when assigned by the President, act as the personal representative of the President. No Vice President is empowered to act on any matter as a representative of CSLEA, except when so assigned by the President or pursuant to this constitution. When expressly designated and assigned by the President, a Vice President shall be empowered to investigate complaints of a member or members within an Affiliate Organization and after such investigation to make a decision of the complaint and then to submit the proposed decision to the President for review. The President will render a decision. Appeals of the President's decision shall be made to the CSLEA Board of Directors in accordance with the appeal procedure provided herein. The decision of the President shall be binding unless it is reversed, set aside or nullified by the CSLEA Board of Directors or its Executive Committee. Each Vice President shall be empowered to act on any matter delegated by the President or Executive Committee, including the power to officiate at Hearing Panels, either singly or jointly with other Vice Presidents, as herein provided.

Section 4. Resignation or Incapacity

In the event of the resignation of any Vice President, or the long term inability to perform his/her duties, the vacancy shall be filled in the following manner:

- (a) The President shall designate from the Unit Board members an individual to serve as the Unit Vice President until the vacancy can be filled by election as herein provided.
- (b) The President shall call for an election to be held in the Unit affected, for the selection of

a new Vice President. Such election shall be held no later than thirty (30) days after the creation of the vacancy. Such election shall be in accordance with this.

- (c) This election shall serve only to address the remainder of the previous Vice President's term.

Section 5. Terms

Elected Vice Presidents shall serve for two (2) years. There shall be no limit to the number of terms that a Vice President may serve.

ARTICLE X

Controller

Section 1. Appointment

The President shall appoint and/or reappoint upon re-election, a Controller of CSLEA who shall serve at the pleasure of the President, subject to confirmation by the CSLEA Board of Directors.

Section 2. Qualifications

The Controller shall be a member of CSLEA in good standing as defined by the Standing Rules.

Section 3. General Powers and Duties

- (a) The Controller shall receive all monies due and owing to CSLEA, including per capita tax, initiation fees, and all other lawful fees and assessments payable by Affiliate Organizations, and shall give proper receipt for such monies received.
- (b) The Controller shall forward all Affiliate dues money received from the State to the appropriate Affiliate in good standing no later than fifteen (15) days subsequent to the end of the month in which the dues money was received from the State.
- (c) Checks for expenditures for \$2,000 or less shall require the signature of either the President, Senior Vice President, Controller, or Director of Administrative Services; all expenditures in excess of \$2,000 shall require the signature of the President as well as one of the formerly mentioned authorized signatures. Paychecks in any amount are excluded from the above provision and may be signed by either the President, Controller, Senior Vice President or Director of Administrative Services.(Amended 8-26-95)
- (d) The Controller shall be the custodian of all books, records, documents and property of CSLEA. The Controller shall deposit all monies received in banks or depositories in the name of CSLEA. The Controller shall keep a true and accurate record of all financial transactions, and shall be empowered to use the services of such CSLEA personnel as may be deemed necessary to carry out all of the duties and responsibilities of office and

to purchase, lease and maintain such equipment and supplies as may be necessary for the proper and efficient keeping of records.

- (e) The Controller shall prepare and distribute to the members of the CSLEA Board of Directors an annual financial report of the receipts and disbursements of CSLEA.

Section 4. Powers Relative to Affiliate Organizations

The Controller shall be empowered to issue such instructions and orders to Affiliate Organizations and members thereof, as may be deemed necessary in carrying out the duties of office. Upon request of the CSLEA Controller, the Affiliate Organization must produce its original books and records within five (5) working days, or on a date mutually agreeable to the Affiliate and to CSLEA. Failure to do so will result in the forfeiture of the Affiliate dues monies into the CSLEA general fund until compliance.

Section 5. Bond

The Controller shall furnish bond in such amount as determined by the CSLEA Board of Directors, the premium for which shall be paid by CSLEA.

Section 6. Expiration of Term

The Controller shall, upon expiration of term of office, surrender to CSLEA all books, monies, and other property in his custody, possession and control.

ARTICLE XI

Secretary

Section 1. Appointment

The President shall appoint and/or reappoint upon re-election, the Secretary of CSLEA who shall serve at the pleasure of the President, subject to confirmation by the CSLEA Board of Directors.

Section 2. Powers and Duties

- (a) The Secretary, or a designee, shall keep records of all proceedings of CSLEA and perform the duties of Secretary at all Conferences and at all meetings of the Board of Directors and Executive Committee.
- (b) The Secretary shall give or serve all notices required, either by law or the Constitution of CSLEA.

Section 3. Expiration of Term

The Secretary, shall upon the expiration of term of office, surrender to CSLEA all books and

property in his/her custody, possession and control.

ARTICLE XII

Limitation of Powers

The powers of all Officers shall be those as specifically provided for in this Constitution and Standing Rules.

The powers and acts of representatives or employees of CSLEA shall be as authorized by the President, Senior Vice President, Controller or Secretary, as appropriate, or as otherwise provided herein.

CSLEA shall not be held responsible for any act by any of the above, which act is not in accordance with the powers specifically provided herein unless subsequently ratified by the CSLEA Board of Directors.

Affiliate Organizations and their officers are not agents of CSLEA and are not authorized to act for, or otherwise bind CSLEA, except when prior approval, authorization or direction is given in writing by the President or the Board of Directors, or when the President or the Board of Directors ratifies acts by Affiliate Organizations after written notice thereof. However, in no case is CSLEA liable or responsible for autonomous acts of its Affiliate Organizations.

ARTICLE XIII

Membership and Dues Structure

Section 1. Membership

- (a) Membership in this organization shall be comprised of employees designated by the Public Employment Relations Board, as appropriately within Bargaining Unit 7 Protective Services and Public Safety, and such supervisory and management, exempt and other excluded employees as designated by the CSLEA Board of Directors, and associate members, as approved by the CSLEA Board of Directors. The dues for CSLEA members shall be set by a three-fifths (3/5) vote of the CSLEA Board of Directors.
- (b) Membership and Non-Membership Options:
 - (1) Member of CSLEA and of an Affiliate Organization;
 - (2) Member of CSLEA and of CAUSE Only (if there is no applicable affiliate);
 - (3) A non-member Fair Share Fee Payer or Objector;
 - (4) Retired member;
 - (5) Associate member.
- (c) Effective Date of Membership - CSLEA reserves the right to reject a membership application for any reason allowed by law. No membership is completed until accepted

by the CSLEA Board of Directors or its designee. Once accepted, a membership is effective on the first of the month after the month in which it is signed and dated. No benefit or representation services for any event or matter that arises or occurs prior to full membership, and which is available only to full members, will be available or covered by CSLEA unless first authorized by the CSLEA President or Executive Committee.

Section 2. Member in Good Standing

Members who have paid the required fees, dues and assessments in accordance with this Constitution, satisfied all of their requirements for membership pursuant to this Constitution and who have not been terminated, expelled or suspended from membership, shall be members in good standing.

Section 3. Dues Structure

- (a) Unless acted upon by the Board of Directors, CSLEA dues will increase by the same percentage as the General Membership salaries increase as provided for in all Unit 7 contracts.
- (b) Any CSLEA member who drops his/her membership to become a fair share fee payer or non-member, for any reason, must have the CSLEA President's approval to re-join CSLEA as an active member. The CSLEA President's decision may be appealed to the CSLEA Executive Committee. The Executive Committee's decision is subject to review by the full Board of Directors.
- (c) Any CSLEA member who drops his/her membership to become a fair share fee payer or non-member and then again applies for membership must pay a \$50.00 reinstatement fee before the membership application will be processed, in which case the effective date shall be the first of the month after payment of the reinstatement fee and approval of the President. This reinstatement fee may only be waived solely at the discretion of the Board of Directors or its designee.
- (d) Any CSLEA member who drops his/her membership to become a fair share fee payer or non-member must, in addition to a reinstatement fee, reimburse CSLEA for any amount not collected as full dues, for each month the member applicant remained a fair share fee payer or non-member. This fee will be assessed on a case-by-case basis by the Board of Directors or its designee.

Section 4. Limitation of Actions

No member shall bring or cause to be brought in any court, whether in law or equity, any action against CSLEA, its officers, employees or representatives, or any of its Affiliate Organizations or their officers, representatives or employees, in any matter involving an issue arising out of or related to his or her membership, if the issue is remedial within the framework of CSLEA or its Affiliate Organizations, without having first exhausted all of the remedies available under the

Constitution.

Section 5. Associate Membership

Through delegated powers of the CSLEA Board of Directors, the CSLEA President shall have the power to contract with non-Unit 7 public employee organizations who seek representation services from CSLEA. Members of these contract employee organizations shall be CSLEA Associate members. CSLEA Associate members shall be entitled to the representation services specified in their organization's contract with CSLEA, but shall be entitled to no other rights or benefits under the CSLEA Constitution or Standing Rules.

ARTICLE XIV

Duties and Obligations of Affiliate Organizations

Section 1. Duties and Obligations

- (a) Each Affiliate Organization, and the officers thereof, shall conform and comply with all the obligations as provided for in the CSLEA Constitution.
- (b) Any Affiliate Organization, or the officers thereof, which attempts to influence members of CSLEA to secede from CSLEA, and to join an entity not specifically created or approved by CSLEA may be censured, fined, suspended, or expelled, after notice, hearing and decision by the CSLEA Board of Directors or its Executive Committee.
- (c) Upon a complaint, hearing and finding by the Executive Committee that an Affiliate Organization has falsified or been delinquent in its obligations and/or its reports to CSLEA, the Affiliate Organization may be assessed the cost of any investigation and audit, in addition to the amount involved in any falsification and/or delinquency of its obligations or duties, including any attorney's fees.

Section 2. Dissolution of Affiliate

If an Affiliate Organization is dissolved or ceases to exist, all of its properties, funds, books, papers, and effects shall immediately become the property of CSLEA. The CSLEA President, acting on behalf of the members within the Affiliate Organization, may forthwith, either personally, or by representative, take possession thereof for CSLEA. The officers of the Affiliate Organization shall be jointly and severally responsible for such property, funds, books, papers, and effects until the same are turned over to the President or authorized representative.

Section 3. Limitation of Actions

- (a) No Affiliate Organization of CSLEA or any officer or director of any Affiliate Organization shall make any political endorsement or engage in any political activities on behalf of their Affiliate Organization without proper notice to CSLEA and its political consultants. Under no circumstances shall an Affiliate Organization make an endorsement which conflicts with a CSLEA endorsement.
- (b) No Affiliate Organization or officer thereof shall bring or cause to be brought in any court, whether in law or equity, any action against another Affiliate Organization or CSLEA, or their officers, representatives, or employees, involving an issue arising out of or related to their jurisdiction or their rights or obligations, if the issue is remediable within the framework of CSLEA or its Affiliate Organizations, without having first exhausted all of the remedies available under this Constitution.

Section 6. Punishment of Affiliate Organizations/Officers

- (a) Any Affiliate Organization which violates its reasonable obligations may, after notice and hearing in accordance with the provisions of this Constitution and Standing Rules, be fined and assessed in the amount of any litigation expenses required to be expended by CSLEA or its Affiliate Organizations.
- (b) Any officer of an Affiliate Organization who violates his/her reasonable obligations, after notice and a hearing in accordance with the provisions of this Constitution and Standing Rules, may be censured, expelled, removed from office and/or fined, and may, in addition thereto, be assessed in the amount of any litigation expenses incurred by CSLEA or its Affiliate Organizations.

Section 7. Censure

- (a) Any CSLEA member who is censured cannot hold any office or Site Representative position with CSLEA or its Affiliate Organizations, nor be allowed to participate in any decision or policy-making activities of CSLEA, including attendance at CSLEA Board meetings during the period of censure.
- (b) Upon notification of such censure, the Affiliate Organization shall remove such censured member from the duties, responsibilities and representative capacity within thirty (30) days, or be automatically suspended from CSLEA pending appeal rights.

ARTICLE XV

Meetings

Section 1. Board of Directors Meetings

- (a) Regular Meetings - The Board of Directors shall meet at least quarterly each year at the call of the President.
- (b) Special Meetings - Special meetings of the Board of Directors may be called at any time on seventy-two (72) hours notice to all Board members by the President and/or by a majority of the Board members.

Section 2. Quorum

A quorum for the transaction of business shall consist of a majority of the Board of Directors, and a majority of such quorum shall have power to do any act which would have been done by the majority vote of all the directors, except as herein otherwise provided.

Section 3. Executive Session

Only Board members (or their duly authorized representative in the absence of a Board member) may attend executive sessions of the CSLEA Board of Directors.

Section 4. Voting

- (a) Affiliate Organizations in good standing are entitled to vote at a meeting of the Board of Directors, through the person of its President or by an officer of the Affiliate Organization designed in writing submitted to the Secretary of CSLEA or the Director of Administrative Services. A full list of the Affiliate Organizations entitled to vote shall be listed in alphabetical order by the Secretary prior to the meeting.
- (b) The voting structure for election or recall of officers and Constitution changes shall be one vote for each Affiliate Organization. For all other matters before the CSLEA Board of Directors, a Director for an organization of 100 or fewer dues paying members shall have one (1) vote. A Director for an organization with 101 to 300 dues paying members shall be entitled to two (2) votes. A Director for an organization of 301 or more dues paying members shall be entitled to three (3) votes. No Director shall be entitled to more than three (3) votes. No provision shall be allowed for voting by proxy.

Section 5. Proxies

No provision shall be allowed for voting by proxy.

Section 6. Parliamentary Authority

Robert Rules of Order, Revised, shall be the parliamentary authority for all meetings of this organization and shall govern in all cases not inconsistent with this Constitution and/or Standing Rules.

ARTICLE XVI

Recall Procedure

Section 1. Recall of President

- (a) A President may be recalled from office for any reason held sufficient to cause such action by two thirds (2/3) vote of the total number of Directors.
- (b) To cause such a recall election, the following procedures must be followed:
 - (1) A petition bearing the signatures of a majority of Directors which sets forth the intent and reason or reasons for petitioning for such action, shall be sent by any Director to each and every Board member, as well as the President, Vice Presidents, Secretary and Controller by certified mail, return receipt requested.
 - (2) The President may respond in writing to each Director and Secretary within thirty (30) days of receipt of such petition. If the response is sufficient to satisfy a Director, the Director may, by written notice, sent by certified mail, return receipt requested, notify each board member that he/she is withdrawing his/her signature from the recall petition.
 - (3) If at the end of the thirty (30) day period as described above, there remains a majority of Board members' signatures on the recall petition, the Executive Committee shall direct the Senior Vice President to call a special meeting of the Board of Directors for the express purpose of voting on the recall. This special meeting shall be held within thirty (30) days of the Executive Committee's decision.
- (c) Should the President be recalled from office, the Senior Vice President shall temporarily assume the office as the Acting President. The Acting President shall, within thirty (30) days, call a special meeting of the Board of Directors to elect a new President to serve the remainder of the term.

Section 2. Recall of Senior Vice President

- (a) A Senior Vice President may be recalled from office for any reason held sufficient to cause such action by two-thirds (2/3) vote of the total number of Directors.
- (b) To cause such a recall election, the following procedures must be followed:
 - (1) A petition bearing the signature of a majority of Directors which sets forth the intent and reason or reasons for petitioning for such action, shall be sent by any Director to each and every Board member, as well as the President, Vice Presidents, Secretary and Controller by certified mail, return receipt requested.
 - (2) The Senior Vice President may respond in writing to each Director and Secretary within thirty (30) days of receipt of such petition. If the response is sufficient to satisfy a Director, the Director may by written notice sent by certified mail, return receipt requested, notify each board member that he/she is withdrawing his/her

signature from the recall petition.

- (3) If at the end of the thirty (30) day period as described above, there remains a majority of Board members' signatures on the recall petition, the President will call a special meeting of the Board of Directors for the express purpose of voting on the recall questions. This special meeting shall be held within thirty (30) days.
- (c) Should the Senior Vice President be recalled from office, the President shall, at the next scheduled CSLEA Board of Directors meeting, call for an election to elect a new Senior Vice President to serve the remainder of the term.

Section 3. Recall of Vice Presidents

- (a) Vice Presidents may be recalled from their office for any reason held sufficient to cause such action by two thirds (2/3) written vote of the Directors in their respective Unit.
- (b) Prior to taking this vote, the Directors in the Unit shall notify the Vice President in writing at least thirty (30) days prior to the vote being taken that the action is being contemplated.
- (c) If, after the thirty (30) day period, the Unit Directors recall the Vice President, they shall notify the President of such action and submit to the President the ballots for certification.
- (d) The President, after certifying the recall vote, shall designate from the Unit Affiliate Directors an individual to serve as the Unit Vice President until the vacancy can be filled by election as herein provided. The President shall call for an election to be held in the Unit affected, no later than thirty (30) days after the creation of the vacancy. The Unit shall elect one (1) of its Directors as a Vice President of that Unit. This election shall serve only to address the remainder of the previous Vice President's Term.

ARTICLE XVII

Amendments

Section 1. Adoption, Amendment, or Repeal.

The Constitution of CSLEA may be amended or repealed at the Annual Conference or special meeting of the organization by a two thirds (2/3) vote of the total Board of Directors in good standing.

Section 2. Standing Rules

The existing "Standing Rules to the CSLEA Constitution" are hereby incorporated by reference. In the event of a conflict in language between the Constitution and Standing Rules, the wording in the Constitution shall prevail. (Amended 11-5-93)

Section 3. Constitution and Standing Rule Amendment Proposals

Constitution and/or Standing Rules amendment proposals to be considered by the Constitution Committee shall be submitted to the committee sixty (60) days prior to a Board of Directors meeting. The committee shall meet to consider the proposed amendments and shall submit recommendations to the President and to the Directors at least thirty (30) days prior to a Board of Directors meeting at which the proposals will be considered.

Section 4. Savings Clause

If any provision, article, or section of this Constitution shall be deemed invalid by reason of its contravention of any public law or public policy, then that provision, article, or section shall be void and of no force and effect, but shall not affect the validity of the remaining provisions of the remainder of this Constitution.

ARTICLE XVIII

Committees

Section 1. Standing Committees

The following standing committees shall be appointed or reappointed upon re-election by the President upon commencement of the term.

Controller's Committee - Subject to the approval of the CSLEA Board of Directors, the Controller's Committee shall be charged with auditing all disbursements and receipts of CSLEA, developing the annual budget, generally supervising the finances of CSLEA, and holding such meetings as it deems necessary in order to carry out other duties as specified by the Board of Directors.

Membership Committee - It shall be the responsibility of the Membership Committee to inform the membership, through the dissemination of information, and meetings throughout the State on matters germane to CSLEA.

Legislative Committee - Shall study all measures presented or to be presented to the State Legislature for enactment into law which affect CSLEA, or the members thereof, and report thereon to the Board of Directors for appropriate actions.

Negotiations Committee - Shall study all measures presented or to be presented to the employer for any inclusion into any contract between the members of CSLEA and the employer. The Negotiations Committee, or their designees, shall bargain with the employer on all items or matters pertaining to wages, hours, and terms and conditions of employment affecting the

members of CSLEA.

Constitution Committee - Shall be responsible for periodically reviewing the CSLEA Constitution and Standing Rules and making recommendations for amendment to the CSLEA Board of Directors.

Benefits Committee - Shall, for the purpose of negotiations and daily benefit maintenance, research for and represent the membership in the area of employee benefits, insurance programs, disability coverage (including disability retirement), retirement benefits and associated benefits, assistance funds, and programs available to CSLEA members.

Legal Representation Committee - Shall, consistent with the Standing Rules, consider whether to authorize grievances for arbitration and hear denials of legal representation.

Political Action Committee - The Board of Directors is authorized to establish a Political Action Committee (PAC), consistent with all federal, state, and local laws, the contributions to which shall be made as determined by the Board of Directors so long as they are voluntary. All requests for political endorsements shall be made consistent with Standing Rule Article VII, Section E. Any political contribution from an affiliate or affiliate PAC must be specifically approved by the CSLEA PAC Committee.

Disciplinary Hearing Committee - Shall hold hearings on potential discipline of members as ordered by the Board of Directors or Executive Committee.

Additional Committees - Such other committees be appointed by the President as may, in his/her opinion, be necessary to serve the best interest of CSLEA. The President shall be an ex-officio member of all such committees.

Section 2. Quorum

A majority of the members of any committee, exclusive of the President, except the Executive Committee and the Negotiations Committee of which the President is a voting member, shall constitute a quorum, and a majority of such quorum shall have the power to do any act which could be done by the committee.

Section 3. Removal of Committee Members

The President may remove a member of any committee who is judged as not properly performing his/her duties.

Section 4. Expenses

Members in standing or special committees may be allowed expenses incurred by them in attending committee meetings, in such amounts as shall be determined by the Board of Directors.

ARTICLE XIX

Ratification of Contract

The CSLEA/State contract (MOU) shall not be valid until it is ratified based upon the vote of the CSLEA general membership. Each full dues-paying member shall be granted one (1) vote. The contract shall be considered ratified upon a majority vote of those voting. All agreements with the State of California and CSLEA, through the meet and confer process, must be signed by the CSLEA President or his designee.

ARTICLE XX

Discipline

Section 1. Preamble

In addition to the recall procedure or any other cause for discipline or other procedure or other defined causes for discipline contained in this Constitution, the Board of Directors, or any member, may file charges against any individual or Affiliate Organization for acts or omissions as hereinafter described in this section, including, but not limited to, the acts or omissions of such individual while a member of CSLEA or while an officer, director or employee of CSLEA.

Procedures for filing disciplinary charges shall be in accordance with procedures set forth in the Standing Rules to the CSLEA Constitution.

Section 2. Causes for Discipline

Any of the following shall constitute a basis for the filing of charges:

- (a) Violation of any provision of the Constitution or the Standing Rules of CSLEA or of the Constitution or By-Laws of any Affiliate of CSLEA.
- (b) Misappropriation, embezzlement or improper or illegal use of CSLEA or Affiliate funds.
- (c) Any action by any officer, director or employee or member of CSLEA or Affiliate which results in expenditure of moneys without proper written authorization.
- (d) Acting in collusion with management to the detriment of the welfare of CSLEA or its membership.
- (e) Any activity which assists or is intended to assist a competing organization within the jurisdiction of CSLEA.
- (f) Refusal or deliberate failure to carry out a legally authorized decision of the Board of Directors, the President of CSLEA, or the governing body of an Affiliate of which the accused is a part.

- (g) Instituting or urging others to institute legal action outside of CSLEA, before any forum whatsoever, against CSLEA or any Affiliate thereof, or any officer, director or employee or member thereof, without first exhausting all internal remedies within CSLEA, provided that the foregoing shall not apply where action was instituted in order to prevent the loss of rights under an applicable statute of limitations and the member has diligently pursued his or her internal remedies.
- (h) Using the name or assets (including mailing lists or any other information deemed to be confidential) or good will of CSLEA, or of any Affiliate thereof in an unauthorized manner or for an unauthorized purpose.
- (i) Deliberately interfering with any official of CSLEA or of an Affiliate in the discharge of his or her lawful duties.
- (j) Conviction of a crime, the nature of which is such to bring CSLEA as an organization into disrepute.
- (k) Knowingly submitting any false financial report or statement to CSLEA or any Affiliate thereof or failing to adhere to the requirements of the Affiliate Standards Compliance.
- (l) Disrupting CSLEA or Affiliate meetings or disrupting CSLEA or an Affiliate thereof in its official business.

ARTICLE XXIII

Section 1. Arbitration of Disputes, Claims and/or Controversies

Members shall submit to final and binding arbitration any dispute, claim or controversy arising between them and CSLEA, excluding disputes or claims specifically referenced elsewhere, (for example, Article XXI Discipline), or claims alleging any violation of this Constitution or any duty or responsibility created by statute or common law, including the duty of fair representation owed to any member by CSLEA, the CSLEA Board of Directors or any Officer of the Corporation, including but not limited to any discrimination claim under Federal, State or local law.

Section 2. Conduct of Arbitration

In all cases an impartial arbitrator will be selected by the parties using an alternative striking method from a list of seven arbitrators obtained from the American Arbitration Association. The arbitration shall be conducted in accordance with the arbitration rules and procedures established by the American Arbitration Association. The arbitrator's fees and expenses will be paid in full by CSLEA. In cases of discrimination claims, the arbitration procedures and payment of arbitrator fees and expenses will be in accordance with arbitration procedures set forth in the Standing Rules.