CONSTITUTION

ARTICLE I

NAME

The name of this organization shall be United University Professions, also referred to in this Constitution as "UUP," the "Union," or the "Local."

ARTICLE II

PURPOSE

The purpose of this organization shall be to improve the terms and conditions of employment of those it represents; to promote mutual assistance and cooperation among the members of this organization; to advance education in a democracy and democracy in education; to promote the principle of unity and collective bargaining in higher education; and to defend the civil, professional, and human rights of those it represents.

ARTICLE III

MEMBERSHIP

Section 1. Classes of Membership.
There shall be the following classes of membership in United University Professions:

a. Regular Membership: Regular Membership shall be open to employees in the State University of New York and in such other higher education units in the State of New York as shall be determined by the Delegate Assembly;

i. Contingent membership shall extend from September 1 through August 31. Membership in good standing shall be maintained through payment of dues as defined in Article III, Section 4. b.i.b. and shall be on a continuing basis throughout the membership year.

b. Retired Membership: Retired Membership shall be open to any regular member in good standing who has retired from active service with a minimum of five continuous years of membership in good standing immediately preceding the date of retirement or continuous membership 30 days after the adoption of this amendment by the delegate assembly, whichever is less. If a member has less than five years of continuous bargaining unit employment the member must have continuous
membership in good standing for the length of their employment in the bargaining
unit or beginning 30 days after the adoption of this amendment, whichever is less.
c. Sustaining Membership: Sustaining membership shall be open to any person who has
been retrenched or non-renewed or who has been involuntarily terminated for any
reason and has litigation, grievance, or other, similar proceedings in progress.
Sustaining membership terminates upon reinstatement in the negotiating unit or
resolution of such litigation or other proceedings, and is limited to the period of
litigation or a three-year term, whichever is longer. Sustaining Members may vote
but may not hold office at the Chapter, Local or Affiliate levels.
d. Honorary Membership: Honorary Membership, without vote or the right to hold
office in the Union, may be granted as the Executive Board or the Delegate Assembly
may determine, in recognition of service or dedication to the purposes of this Union
as specified in Article II of this Constitution;

Section 2. Categories of Membership.
Membership shall be of either of two categories, "academic" or "professional:"
a. "Academic" members shall be those persons with academic rank;
i. "Contingent Academic" members shall be those persons appointed to any
academic position which does not prescribe eligibility for continuing appointment.
b. "Professional" members shall be those persons with professional rank;
i. "Contingent Professional" members shall be those persons appointed to any
professional position which does not prescribe eligibility for permanent
appointment.

a. Membership status shall officially begin with the registration by the UUP office, either
through receipt of a payroll deduction authorization card or of a letter of application.
Membership in good standing shall be maintained through payment of dues and shall
officially terminate after a grace period of sixty days following the due date;
b. Membership shall be on a unified basis, as specified in Article XII of this Constitution;
c. The membership year shall extend from September 1 through August 31 and shall
coincide with the fiscal year;
d. No discrimination shall be shown individual members or applicants for membership
because of age, color, race, creed, religious faith, national origin, sex, gender identity
or expression, sexual orientation, marital status, familial status, disability, military
status, predisposing genetic characteristics, or political activities or belief;
e. An individual must be a member in good standing to be nominated for, elected to, or
hold office in United University Professions.

Section 4. Dues.
a. Dues for membership may vary from bargaining unit to bargaining unit and among
the classes of membership.
b. Annual dues of United University Professions shall be assessed as follows:
i. a. For Regular members whose salaries are at or above the minimum salary negotiated for the bargaining unit, one percent of the base annual salary, provided, however, that such members on leave without pay or temporarily off payroll shall be assessed for $25, prorated as appropriate, plus the equivalent of affiliate per-capita dues payments;

b. For Regular members whose salaries are below the minimum salary negotiated for the bargaining unit, nine-tenths of one percent of the annual salary, provided, however, that such members on leave without pay or temporarily off payroll shall be assessed for $25, prorated as appropriate, plus the equivalent of affiliate per-capita dues payments;

ii. For Retired Members, dues shall be calculated prior to each fiscal year, before adoption of the Retired Membership Governing Committee annual budget, using the following formula: a basic charge figured with reference to actual costs in support of retiree activities as derived from the most recent complete financial records, plus an amount for additional assessment for support of retiree programs as determined by the Retired Membership Governing Committee in consultation with its constituency and the Finance Committee;

iii. For Sustaining Members, $25 plus the equivalent of affiliate per-capita dues payments;

v. For Honorary Members, there shall be no dues.

ARTICLE IV
OFFICERS

The officers of this organization shall be a President, a Vice President for Academics, a Vice President for Professionals, a Secretary-Treasurer, and a Membership Development Officer.

Section 1. General Responsibilities of Officers.
The officers shall meet regularly and carry out the policy of the organization; shall coordinate the activity of the organization's committees; shall report to the Executive Board and the Delegate Assembly on the transactions, activities, and accomplishments of the Union, as appropriate; and shall serve as ranking delegates to the meetings of affiliate bodies by virtue of their office.

Section 2. Duties of the President.
The President shall preside over meetings of the Delegate Assembly and the Executive Board; shall appoint the chairpersons and members of committees, subject to the approval of the Executive Board; shall be a non-voting member of all committees; shall be the administrative officer of the organization; shall perform all other functions usually attributed to this office; and he or she or a designee shall represent the organization before the public or appropriate bodies.
Section 3. Duties of the Vice Presidents.

a. The Vice Presidents shall function under the direction of the President and shall have as their primary duties the analysis of the problems and concerns of the members of the categories they represent, such analyses to be presented to the Executive Board for appropriate action, and shall perform such other duties as may be assigned by the President;

b. In the event the President is absent or disabled, the Vice President from the alternate category shall automatically assume the duties of the presidency until such time as the Executive Board meets and appoints an Acting President.

Section 4. Duties of the Secretary-Treasurer.

The Secretary-Treasurer shall be the bonded financial officer of the organization. His or her duties shall include: (a) the collection of all monies, properties, files and effects of the organization; (b) reporting to each meeting of the Delegate Assembly; (c) the payment of all monies properly authorized by the Delegate Assembly, Executive Board or the president through the budget adopted by the Delegate Assembly; (d) shall prepare an annual financial statement for publication and distribution to the members as directed by the Executive Board; (e) to arrange annually for the audit of all books, accounts, records and financial transactions of the organization by an independent auditing firm. Such audit to be provided to the officers and Executive Board and published to the members; (f) to issue the Call for the convention and cause the proceedings of the convention to be recorded; to maintain a roll of members; and to work under the direction of the president in the performance of all other responsibilities as may be given him or her by the president or the Executive Board.

Section 5. Duties of the Membership Development Officer.

The Membership Development Officer shall work to promote membership growth; shall present to the Executive Board recommendations with respect to membership development; shall serve, by virtue of the office, as a member of the Committee on Active Retired Membership (COARM) and as a member of the Retired Membership Governing Committee; and shall perform such other membership-related functions as may be directed by the President or the Executive Board.

Section 6. Terms of Office and Election Procedures.

a. Officers shall be elected to terms of three years, or until successors are elected;

b. Elections of the President, Secretary-Treasurer, and Membership Development Officer shall be held in the same year, and elections of the Vice Presidents shall be held in the subsequent year;

c. Officers shall be elected in accordance with the provisions of Article VIII, Section 4, of this Constitution.
ARTICLE V
EXECUTIVE BOARD

Section 1. Composition.
There shall be an Executive Board consisting of the officers and fourteen additional persons elected by the Delegate Assembly. In addition, the Chair of the Retired Membership Governing Committee shall serve as a nonvoting member; the Chair of the Retired Membership Governing Committee shall not be included in determining Chapter representation on the Board. Total membership on the Executive Board shall reflect the approximate whole-number ratio by the categories of membership on the rolls of United University Professions. The Executive Board shall include no fewer than one member from each of the five types of Chapters, as defined in Article VII, Section 4, of this Constitution and no fewer than one contingent member, as defined in Article III, Section 2, of this Constitution. No more than two members of the entire Executive Board may be from the same Chapter.

Section 2. Terms of Office and Election Procedures.
a. Terms of office of members of the Executive Board shall be for three years, or until successors are elected, and shall be staggered;
b. Executive Board members shall be elected in accordance with the provisions of Article VIII, Section 4, Nomination and Election Procedures, of this Constitution.

Section 3. Duties, Powers and Responsibilities of the Executive Board.
The Board shall:
a. Adopt an agenda for each Board meeting;
b. Meet at least four times during the academic year and additionally as requested by the President or at the petition of one-third of the members of the Executive Board;
c. Determine the time and place of the meetings of the Delegate Assembly; by a two-thirds vote, authorize the President to cancel or terminate a Delegate Assembly for extraordinary reasons such as, but not limited to, weather emergencies and fiscal exigencies;
d. Recommend an Order of Business and Rules of Procedure to the Delegate Assembly;
e. Execute written agreements on behalf of the Union;
f. Employ staff and define their duties to accomplish the purposes of this organization;
g. Implement policies established by the Delegate Assembly;
h. Submit an annual budget to the Delegate Assembly and provide such financial statements as are appropriate;
i. Act on extraordinary expenditures which may require modification of the budget, subject to the review of the Delegate Assembly;
j. Approve appointments to committees, upon recommendation of the President;
k. Fill officer vacancies on an acting basis until an election for the remainder of the term at the next regular Delegate Assembly;
l. Adopt Rules of Procedure for its own operation;
m. Recommend policy to the Delegate Assembly;
n. By a three-fifths vote, initiate referenda and establish the procedures for the conduct thereof, in accordance with the provisions of Article IX, Referenda, of this Constitution;
o. Investigate complaints concerning chapter elections and order that new elections be held or that other appropriate actions be taken;
p. Act on behalf of the Delegate Assembly in matters necessary to accomplish the purposes of the Union.

ARTICLE VI
DELEGATE ASSEMBLY

Section 1. Composition.
The Delegate Assembly shall consist of delegates from the Chapters of the organization, members of the Executive Board, Chairpersons of the Standing Committees, and one delegate elected by and from the Retired Membership of the organization.

a. Delegates from the Chapters of the organization and members of the Executive Board shall be elected in accordance with the provisions of Article VIII, Nomination and Election Procedures, of this Constitution, and Chairpersons of Committees shall be appointed in accordance with the provisions of Article V, Section 3.j. of this Constitution.

b. Each member of the Delegate Assembly, except Chairpersons of the Standing Committees, unless duly elected as delegates, or, in the case of the Chapters, a duly seated alternate delegate, shall be entitled to one vote; there shall be no proxy votes.

Section 2. Duties, Powers and Responsibilities of the Delegate Assembly.
a. The Delegate Assembly shall be the legislative and policy-forming body of this Union. Except for matters decided by referendum, final authority in this Union shall rest in the Delegate Assembly, and, in the case of matters decided by referendum, the Delegate Assembly may not take up such matter at a Delegate Assembly until the third regular meeting succeeding the referendum.
b. The Delegate Assembly shall also:
   i. Act on the seating of the delegates;
   ii. Adopt an Order of Business, Rules of Procedure, and establish internal committees for its operation;
   iii. Elect officers and other Executive Board members from the roll of elected delegates in accordance with the procedures contained in Article VIII of this Constitution;
   iv. Propose programs for legislative action;
   v. Adopt amendments to this Constitution, in accordance with the procedures contained in Article XIII of this Constitution;
   vi. Establish policies for the organization;
   vii. By a three-fifths vote, initiate referenda and establish the procedures for the conduct thereof, in accordance with the provisions of Article IX of this Constitution;
viii. Meet in special assembly upon the call of the President or following the filing with
the President of a written petition of one-third of the roll of the delegates; such
special assembly may be convened concurrent with a regular Delegate Assembly,
but in no case shall the President delay convening a special assembly beyond sixty
days after the filing of a legitimate petition;
ix. Recall any elected officers and/or member of the Executive Board in a special
meeting of the Delegate Assembly, provided that any such challenged person shall
have the right to be heard or represented following timely notice of said meeting,
and provided further, that a verbatim transcript be made of such meeting and
preserved in the permanent files of the organization, and provided further, that
removal of such challenged party or parties shall be by a roll-call vote requiring a
two-thirds vote of those present and voting;

x. Convene regularly at least two times a year for Delegate Assemblies;

xi. Adopt an annual budget.

ARTICLE VII
CHAPTERS

Section 1. Composition.
Those members in a given unit of United University Professions whose representatives
have been seated at any Delegate Assembly or for whom formation of a chapter has been
authorized by the Executive Board, subject to approval of the Delegate Assembly, shall
constitute a Chapter of United University Professions.

Section 2. Structure of the Chapters.

a. Chapters shall develop their own structures and By-Laws, provided that no such
structures or By-Laws are inconsistent with any provision of this Constitution; a copy
of such By-Laws shall be filed with the Secretary-Treasurer of UUP, and any
amendments shall be reported to the Secretary-Treasurer upon adoption;
b. Each Chapter shall have, as officers, a President, a Vice President for Academics, a Vice
President for Professionals, an Officer for Contingents, an Officer for Retirees, a
Secretary and a Treasurer, or a Secretary-Treasurer, a Grievance Chairperson, a
designee for Diversity, Equity and Inclusion, and such other officers as shall be
specified in the Chapter By-Laws, who, with the exception of the Grievance
Chairperson, and the designee for Diversity, Equity and Inclusion, must be elected in
accordance with the provisions of Article VIII, Nomination and Election Procedures, of
this Constitution, and provided that any Chapter may designate, in its By-Laws, other
positions as elective;
c. When there are no nominees for a position, and no individual who received at least
five write-in votes is willing to serve if elected, the office shall be declared vacant and
shall be filled by appointment by the Chapter’s governing body. Delegates to the
Delegate Assembly and affiliate conventions must be elected;
d. The officers of each Chapter shall arrange for meetings, for elections, for effective
communication between the Chapter, the Delegate Assembly, and other appropriate
bodies, and for such other Chapter activities as may be required to accomplish the
goals of the Union;

e. Each Chapter shall periodically submit a fiscal accounting of its activities to the
Executive Board of UUP, on a form authorized by the Board.

Section 3. Chapter Representation to the Delegate Assembly.

Subject to the provisions of Article VIII, Nomination and Election Procedures, of this
Constitution, Chapter representation to the Delegate Assembly shall consist of the
following delegates:

a. The first delegate shall be the President of the Chapter;
b. The second delegate shall be the Vice President elected by and from the category
alternate to that of the Chapter President;
c. The third delegate shall be the Vice President elected by and from the same category
as the Chapter President, if the Chapter is entitled to an additional representative
from that category;
d. The fourth delegate shall be the Officer for Contingents. The Officer for Contingents
shall be an additional delegate regardless of category. The Officer for Contingents
shall not affect the delegate allocation for the chapter as specified in Article VIII,
Section 2.c.;
e. Additional delegates and alternates shall be elected by and from the Chapter
membership according to category.

Section 4. Types of Chapters and Institutions.

For the purposes of this Constitution, there shall be five types of institutions and Chapters,
as follows:

a. Four-Year Colleges, including: Brockport, Buffalo State, Cortland, Fredonia, Geneseo,
   New Paltz, Old Westbury, Oneonta, Oswego, Plattsburgh, Potsdam, and Purchase;
b. Health Sciences Centers, including: Buffalo HSC, Downstate Medical Center, Stony
   Brook HSC, and Upstate Medical University;
c. Specialized Units, including: Empire State College, Environmental Science and
   Forestry, Farmingdale, Maritime, Optometry, Polytechnic Institute, System
   Administration, and the Research Foundation;
d. Colleges of Technology and other Two-Year Institutions, including: Alfred, Canton,
   Cobleskill, Delhi, and Morrisville;
e. University Centers, including: Albany, Binghamton, Buffalo Center, and Stony Brook.

ARTICLE VIII

NOMINATION AND ELECTION PROCEDURES

Section 1. Chapter Election Dates.

Chapter elections, except those held to fill vacancies, shall be held in odd numbered years
for each elective office and be completed no later than May 1, unless extraordinary
circumstances prevent meeting that deadline. Terms of office of those elected shall
commence on June 1 of the year in which they are elected; persons elected to fill vacancies shall take office at the time of election.

Section 2. Chapter Elections for the Delegate Assembly.

a. The Chapter Secretary or a specified Chapter Election Official shall be designated in the Chapter By-Laws as responsible for all Chapter elections;

b. Chapters may choose to conduct their own Chapter elections or request the Constitution and Governance Committee to conduct their Chapter elections for them. The UUP Chapter Election Guidelines shall specify the procedures to be followed for each choice;

c. Chapter members in each category, as specified in Article III, Section 2, of this Constitution, shall elect to the Delegate Assembly delegates from their ranks, with the exception of the Chapter President, and in accordance with the provisions of Article VII, Section 3, of this Constitution; each category in a Chapter shall be entitled to one delegate for every seventy-five members or fraction thereof in the category;

d. Delegates/Alternates to the Delegate Assembly shall be elected by a secret mail ballot and in accordance with the UUP Chapter Election Guidelines; appropriate ballots shall be mailed to the last known home addresses of Chapter members in each category who are in good standing at the time of certification of membership for the election, which is 35 days prior to the close of nominations; in no case shall either a delegate or an alternate be appointed;

e. Members in good standing of each Chapter must be given suitable opportunity to nominate candidates for the office of delegate and/or alternate, provided, however, that any candidate must be a member in good standing at the time of certification of membership for the election;

f. Notice of the election, the offices to be filled, the right to make nomination, and the time, place, and proper form for the submission of nominations must be sent to each Regular and each Retired member at his or her last known home address and be given a prominent place in the Chapter publication;

g. Each candidate for delegate or alternate must be permitted to have an observer at the counting of ballots; the results of the election must be published in their entirety and all election records, including ballots, must be preserved for a period of one year in accordance with the UUP Chapter Election Guidelines;

h. The UUP Chapter Election Report shall be filed with the UUP Secretary-Treasurer within two weeks following the date of the election and shall constitute the official delegate/alternate list for the year;

i. Terms of office for Chapter delegates shall not exceed two years.

j. Candidates for delegate and alternate delegate shall run for the position of delegate in their respective categories of Academic and Professional;

i. If all delegate offices are to be filled in one election year, upon completion of that election the candidates who receive at least five votes in each category shall be ranked in order of votes received. As of the certification date for each Delegate Assembly, naming of the delegates for that Assembly shall be in order of votes received until the allotted number of delegates for that Chapter is reached in each
category. All others on each list shall be designated Alternates in rank order of votes received. If named delegates subsequently are unable to attend the Assembly or fail to confirm their intentions to attend under Section 2.k. of this Article, alternate delegates shall be named to replace them in order of votes received;

ii. If all delegates are not elected in the same year, ranking shall be determined first by year of election and then, within the year of election, by the process in Section 2.j.i. of this Article;

k. The Chapter President shall seek confirmation by the delegates of their intent to attend each Delegate Assembly. Delegates who do not so confirm to the Chapter President at least seven days prior to the Assembly shall be replaced with appropriate Alternates by the Chapter President. If a delegate is so replaced, that delegate shall not be eligible for seating at the Assembly in place of any confirmed delegate or confirmed alternate delegate who attends the Assembly;

l. Notification of an alternate's replacing a delegate at a Delegate Assembly shall be in writing from the Chapter President and presented to the Constitution and Governance Committee at registration. The notification shall include the name of the delegate being replaced and the sessions for which that alternate is to be seated;

m. Union funds may not be used to promote the candidacy of any individual or group. Union funds may be used to conduct the election – pay for ballots, notices publicizing the election, postage, factual statements of issues, and similar items.

n. Procedures for nominations and elections, consistent with this Article, shall be determined by the Executive Board subject to approval by the Delegate Assembly and shall be published to the membership.

Section 3. Nomination and Election Procedures for the Retired Delegate to the Delegate Assembly and the Other Elected Members of the Retired Membership Governing Committee.

a. There shall be a delegate to the Delegate Assembly elected by and from the Retired Membership of the organization;

b. i. There shall be eight elected members of the Retired Membership Governing Committee, in addition to the Retired Delegate to the Delegate Assembly, who, shall chair the Committee. Each elected member of the Committee shall be elected by and from the Retired membership designated as belonging to a given Region as defined in Section 3.b.ii. of this Article. Such designation is determined by the location of the Chapter of which the Retired member had been a Regular member prior to retirement, provided, that any Retired member who had been a member of a Statewide Chapter prior to retirement shall be designated as belonging to the Region in which such member's primary work site prior to retirement was located

ii. Regional Divisions for the purposes cited in Section 3.b.i. shall be as follows: Capital District: Albany, Cobleskill, New Paltz, System Administration; Long Island: Farmingdale, Old Westbury, Stony Brook, Stony Brook HSC; North Country: Canton, Plattsburgh, Potsdam; Western New York: Buffalo Center, Buffalo HSC, Buffalo State, Fredonia; Finger Lakes: Alfred, Brockport, Geneseo; Central New
York: Environmental Science and Forestry, Morrisville, Oswego, Polytechnic Institute, Upstate Medical University; Metropolitan: Downstate Medical Center, Maritime, Optometry, Purchase; Southern Tier: Binghamton, Cortland, Delhi, Oneonta. Empire State College Chapter retirees will be included in the Region in which the member’s primary work site was located prior to retirement;

c. Procedures for nominations and elections shall be determined by the Executive Board and shall be published to the Retired Membership; such procedures shall be consistent with those established for Chapter elections to the Delegate Assembly, as appropriate, with the requirement that the term of office for the Retired Delegate to the Delegate Assembly and the other Elected Members of the Retired Membership Governing Committee shall be for a term consistent with that for Executive Board members;

d. The Constitution and Governance Committee shall be responsible for the conduct of nominations and elections called for under the provisions of this section.

Section 4. Nomination and Election Procedures for Officers and Executive Board Members.

a. Officers and members of the Executive Board shall be elected by the membership of the Delegate Assembly from the roll of elected delegates;

b. Nominations shall be by written petition of at least ten members of the Delegate Assembly. Petitions shall be filed with the Constitution and Governance Committee at the time of the Delegate Assembly;

c. Election of Officers and members of the Executive Board shall be by majority of those voting; voting shall be by written, secret ballot, except that in cases where only one candidate has been nominated for an Officership or an Executive Board seat, the Secretary-Treasurer, by a two-thirds vote of those present and voting, may be directed to cast a single ballot for such candidate; only those votes, including write-ins, for persons eligible to serve shall be counted in determining the majority of votes cast; abstentions shall not be counted;

d. Nominations and elections shall be held for one position at a time, with results announced prior to nominations for the next, in the following order: Officer positions, in constitutional order; any created Officer positions, in constitutional order; Executive Board positions, in the following order: to meet the type of Chapter requirement; to alternate between an academic seat, and a professional seat, until all academic and professional ratios are met, beginning with the at-large professional seat in 2012; provided, however, that elections to fill unexpired terms of Executive Board seats vacated by an incumbent shall be held prior to those for full terms; and further provided, that no nomination shall be permitted which would preclude the conditions imposed by Article V, Section 1, of this Constitution;

e. In cases where there are more than two candidates and no candidate receives a majority of the votes cast, a run-off shall be held; if there were no write-in candidates in the first balloting, the name of the candidate who received the smallest number of votes shall be dropped; if there were write-in candidates in the first balloting, the names of all candidates receiving fewer than 10 votes shall be dropped. Should no
candidate receive a majority of the votes cast in the run-off, additional run-offs shall be held; on each additional run-off ballot, the names of all candidates receiving fewer than 10 votes shall be dropped; persons who have received votes may withdraw from the election, in which case subsequent votes in that election for such persons shall not be counted in determining a majority. These procedures shall be continued until one candidate receives a majority;
f. All elections, except those to fill vacancies, shall occur at the second Delegate Assembly of UUP’s fiscal year, with the President, Secretary-Treasurer, and Membership Development Officer elected in the same year, and the Vice Presidents elected in the subsequent year, and one-half, to the nearest whole number, of the other positions on the Executive Board elected at the second Delegate Assembly of UUP’s fiscal year, in each year that officer elections are held;
g. Officers and Executive Board members shall assume their office on June 1 of the year in which they are elected, except that persons elected to serve out unexpired terms created by vacancies shall take office at the time of election;
h. When a member of the Delegate Assembly is elected as an Officer, such member's Chapter seat in the Assembly shall become vacant, but he or she may retain any Chapter office; when a member of the Delegate Assembly is elected to an Executive Board seat, other than an Officership, such member's Chapter seat in the Assembly shall become vacant and the member shall be seated at large as a member of the Executive Board;
i. Any person serving as an Officer or member of the Executive Board shall be eligible for nomination, re-nomination, and election to any position elected by the Delegate Assembly from the roll of elected delegates.

Section 5. Nomination and Election Procedures for Delegates to Affiliate Conventions.
a. This organization shall send delegates to the conventions and other meetings of its affiliates in order to insure its proper representation, with the Officers serving as ranking delegates by reason of their offices;
b. Procedures for nominations and election, when such are necessary, shall be determined by the Executive Board and shall be published to the membership; such elections shall be for two year terms and shall be held concomitantly with Chapter elections as specified in Section 1 of this Article; the Constitution and Governance Committee shall be responsible for the conduct of any election called for under this provision.

ARTICLE IX
REFERENDA

Section 1.
The highest level of policy making in this organization shall be through referendum of the entire membership. Positions or policies established by referendum shall not be subject to reversal or modification by a governing body or by subsequent referendum until the second regular meeting of the Delegate Assembly subsequent to the referendum.
Section 2. Initiation and Procedures.

a. A referendum may be initiated in any of the following manners:
   i. By order of a three-fifths vote of the Delegate Assembly;
   ii. By order of a three-fifths vote of the Executive Board;
   iii. By petition of at least ten percent of the regular members, drawn from at least twenty percent of the Chapters.

b. The referendum procedure shall be established by the Delegate Assembly or by rules adopted by the Executive Board.

Section 3.

Matters not subject to referendum are:

a. Employment, assignment, promotion, discharge, or compensation of this organization's staff;

b. Powers specifically assigned to other bodies by this Constitution;

c. Amendment and/or interpretation of this Constitution.

ARTICLE X
COMMITTEES

Section 1. Standing Committees.

The Standing Committees of this organization shall be the Committees on Academic Medical Programs, Black and Latino Faculty/Staff Concerns, Chapter Presidents, Chapter Vice Presidents for Academics, Chapter Vice Presidents for Professionals, Compliance/Audit, Constitution and Governance, Contingent Employment, Disability Rights and Concerns, Diversity, Equity and Inclusion, Finance, Future of Public Higher Education, Grievance, Membership, Negotiations, Opportunity Programs, Solidarity, Sexual Orientations United for Liberty (SOUL), Teacher Education, Technology Campuses, UUP Outreach, UUP Scholarship, Veterans Affairs, Women's Rights and Concerns, and the Retired Membership Governing Committee. Committees discuss issues, propose solutions and/or resolutions and may form subcommittees for a particular purpose. All Standing Committees shall report to the President, the Executive Board and, through the Executive Board, to the Delegate Assembly.

a. The Academic Medical Programs Committee shall identify and analyze issues of concern to the health sciences centers, hospitals, and the nursing and other health-related professions in SUNY;

b. The Black and Latino Faculty/Staff Concerns Committee shall focus on setting goals for Black and Latino Faculty/Staff Associations across UUP Chapters and on developing political synergy with the New York State Association of Black and Puerto Rican Legislators and the Hispanic Legislative Task Force to promote a SUNY-wide vision for Blacks and Hispanics in SUNY; explore ways to enhance system-wide Black and Hispanic student life initiatives; and create a process for mentoring Blacks and Hispanics in UUP;
c. The Committee of Chapter Presidents shall meet regularly to identify and discuss issues of concern to UUP Chapters;

d. The Committee of Chapter Vice Presidents for Academics shall meet regularly to identify and discuss issues of concern to SUNY’s academics;

e. The Committee of Chapter Vice Presidents for Professionals shall meet regularly to identify and discuss issues of concern to SUNY’s professionals;

f. The Compliance/Audit Committee shall work with the UUP Secretary-Treasurer, the Comptroller’s office, and the Finance Committee to ensure UUP’s fiscal accountability;

g. The Constitution and Governance Committee shall review the UUP Constitution and make recommendations to the President, the Executive Board and the Delegate Assembly; shall include the duties of Constitution and Governance; shall be responsible for the conduct of all elections delegated to it; shall certify the credentials of the representatives to the Delegate Assembly to which it shall report and make recommendations on seating of delegates and/or alternates; and shall serve in such other capacities as may be assigned to it by appropriate bodies;

h. The Contingent Employment Committee shall be composed of the elected chapter Officers for Contingents as well as other members appointed at the discretion of the UUP President; shall encourage membership and activity of contingent members with respect to the treatment of contingent academics and professionals, and their issues and concerns; shall recommend policies and programs to meet the needs of contingent academics and professionals; shall work with other committees as directed by the Executive Board; may consider other matters referred to it; and shall draft proposals to ensure equity and fairness for contingent members throughout SUNY and in the activities and policies of UUP and its affiliates;

i. The Disability Rights and Concerns Committee shall provide oversight of campus-wide implementation of the Americans with Disabilities Act, New York State laws and local laws to ensure compliance and to monitor discussion on same, including legal cases which may affect people with disabilities; and shall encourage individuals with disabilities to actively participate in their union and to fulfill their full professional potential;

j. The Diversity, Equity and Inclusion Committee shall undertake to review UUP structures and policies with respect to equal opportunities and to recommend to the Executive Board and other appropriate bodies actions designed to implement affirmative action goals within UUP; shall work with the Negotiations Committee to formulate contract demands to implement equal opportunity goals within SUNY; and shall develop programs designed to aid members and Chapters in their pursuit of equal opportunity goals on their own campuses;

k. The Finance Committee shall be responsible for drawing up and recommending the proposed budget; shall review expenditures and the activities of the Secretary-Treasurer on a regular basis; and shall administer UUP’s Legal Defense Fund;

l. The Future of Public Higher Education Committee shall monitor the globalization and corporatization of public higher education and resulting changes in the structure of the university that are of significance to UUP and its members; and shall focus on the use and effect of technology, expansion of new modes of course delivery such as
online education, campus-specific and statewide policies and practices pertaining to
teaching and research on SUNY campuses, and the privatization of public higher
education activities. Special areas of concern include educational quality, training,
academic freedom, intellectual property rights, working conditions and staffing;
m. The Grievance Committee shall advise the President on the disposition of grievances
which have not gone to arbitration; and shall make recommendations, as appropriate,
to the Negotiations Committee;
n. The Membership Committee shall prepare policy recommendations for presentation
to the Officers and the Executive Board with respect to membership development
programs, membership growth and expansion, and such other matters as may be
referred to it for consideration;
o. i. The Negotiations Committee for the Professional Services Negotiating Unit of the
State University of New York shall be composed of a chair, one member from each
Chapter, one academic part-time member chosen at-large and one professional
part-time member chosen at large. The Committee shall reflect the approximate
whole-number ratio of academic and professional members of the Delegate
Assembly. Prior to formulating its proposals for presentation to the President for
negotiation, it shall form an Ad Hoc Advisory Committee, which shall consist of the
members of the Negotiations Committee and one academic and one professional
member from each of the Chapters. The members of the Advisory Committee
shall be responsible for compiling and presenting the concerns of the membership
of each Chapter, each type of institution, and each category of membership to the
Negotiations Committee for consideration in such formulation;
ii. The Negotiations Committees for other units represented by UUP shall provide
appropriate methods for the compilation and presentation of the concerns of the
membership in each such unit prior to formulating their proposals for
presentation to the President of UUP for negotiation. Such methods shall be
subject to approval of the Executive Board;
iii. The appropriate Negotiations Committee shall submit the final draft of the
tentative agreement to the regular UUP membership in the appropriate
bargaining unit, as determined by the Executive Board, for ratification by a
majority vote of those voting;
p. The Opportunity Programs Committee shall focus on identifying and investigating
issues related to the EOP and EOC programs in SUNY;
q. The Solidarity Committee shall work as a liaison of the Union with the labor movement
at large through such activities as the gathering and dissemination of information
about other unions, union-related matters, social justice issues, and the role of UUP
in the labor movement in this State, regionally, nationally, and internationally; shall
recommend specific actions for UUP to play a larger role in multiple aspects of the
labor movement; shall receive and respond to, or recommend appropriate referrals
or other actions regarding, such matters as may, from time to time, be received from
or referred to it by other unions, organizing committees, the Executive Board, the
Delegate Assembly, the Chapters of the organization, or other appropriate bodies;
shall administer a Solidarity Fund, should such be budgeted, under guidelines
established by the Executive Board; and shall consider such other matters as may be
referred to it;

r. The Sexual Orientations United for Liberty (SOUL) Committee shall focus on advising
the President and Executive Board on relevant federal and state legislation affecting
all aspects of the LGBTQ community within SUNY; and shall focus on issues impacting
UUP members who are part of the LGBTQ community;

s. The Teacher Education Committee shall monitor directives and proposals from SUNY,
the State Education Department, Board of Regents, and state legislature that impact
Teacher Education and Educational Leadership programs and assist in developing UUP
responses to such directives and proposals; shall assess the impact of changes and
new developments in teacher education on UUP members, students, and SUNY
programs; and shall help activate members to advocate for sound policies and
regulations, support services, and adequate funding to enable teacher education
programs to sustain high quality curriculum and recruit and retain diverse students;

t. The Technology Campuses Committee shall focus on issues of concern to the
university colleges of technology;

t. The UUP Outreach Committee shall include both active and retiree members; shall
prepare proposals for consideration by the Executive Board as legislative aims of the
organization; shall participate in UUP’s advocacy and campaign work; and will
monitor, recommend and organize support for legislation affecting current and
retiree members;

v. The UUP Scholarship Committee shall have two subcommittees: Scholarship
Development and Scholarship Selection. The Scholarship Development subcommittee
will focus on exploring means of increasing contributions to the UUP College
Scholarship Fund and make recommendations to the UUP Scholarship Fund Trustees.
The Scholarship Selection subcommittee shall make recommendations regarding
proposed recipients to the UUP Scholarship Fund Trustees;

w. The Veterans Affairs Committee shall identify issues impacting UUP members who are
veterans, inform veterans of their rights and other activities that will ensure the well-
being and proper treatment of UUP members who are veterans;

x. The Women’s Rights and Concerns Committee shall work to assure respect for fair
and equal treatment of women and their issues and concerns as manifested on local
campuses and reflected in the activities and policies of UUP and its affiliates.

y. The Retired Membership Governing Committee is the governing committee for the
Retired Membership of UUP. It shall be composed of one statewide elected Retired
Delegate, eight elected regional representatives, two presidential appointees and the
UUP Membership Development Officer who services ex officio with vote. The
committee shall work to encourage and promote retired membership; shall make
recommendations with regard to organizational structured wherein retirees and the
Union may continue their mutually beneficial relationships; shall propose means
whereby the interests of Retired members are referred to appropriate bodies; and
shall consider such other matters as may be referred to it.

Section 2. Ad Hoc Committees.
The President shall appoint such ad hoc committees as may be necessary, subject to approval of the Executive Board, such committees to be dismissed upon completion of their appointed charges.

Section 3. Terms of Office.

a. The terms of office for chairpersons and members of Standing Committees shall normally be for two years, commencing at the first regular Executive Board meeting after the Spring Delegate Assembly;

b. The terms of office for chairpersons and members of ad hoc committees shall commence at the time of appointment and shall expire no later than the time of completion of their appointed charges.

ARTICLE XI
MEETINGS OF THE DELEGATE ASSEMBLY AND EXECUTIVE BOARD; PARLIAMENTARY AUTHORITY

Section 1. Delegate Assembly.
A quorum for the Delegate Assembly shall be a majority of its members representing at least one-half of the duly recognized Chapters.

Section 2. Executive Board.
A quorum of the Executive Board shall be a majority of its members.

Section 3. Parliamentary Authority.
The current edition of Robert's Rules of Order shall govern the conduct of meetings and the transactions of this organization in all matters not specifically provided for in the Constitution or in special rules of procedure.

Section 4. Parliamentarian.
The President shall appoint a parliamentarian to assist him or her in the conduct of meetings; the parliamentarian shall not be a member of the Executive Board.

ARTICLE XII
AFFILIATION

United University Professions shall remain affiliated with New York State United Teachers and its affiliated bodies. However, the President of UUP may adjust the terms of, change, or terminate such affiliation(s) with two-thirds approval of Delegate Assembly members present and voting at two consecutive Delegate Assemblies. The organization shall be represented at conventions of affiliates in accordance with the provisions of Article VIII, Section 5, of this Constitution.
ARTICLE XIII
AMENDMENT

Section 1. Initiation.
Amendments to this Constitution may be initiated by a Chapter, the Executive Board, or the Delegate Assembly.

Section 2. Procedure.
Publication and notice shall be necessary before a proposed amendment may be considered for adoption by the Delegate Assembly. A proposed amendment shall be submitted to the Secretary-Treasurer at least sixty-five days prior to the Delegate Assembly at which it is to be considered. A proposed amendment shall be submitted to delegates of record at least sixty days prior to such Delegate Assembly and shall be officially published by the Union at least thirty days prior to the Delegate Assembly at which it is to be considered. Copies of a proposed amendment shall also be included in the agendas sent to delegates of record prior to the Delegate Assembly at which it is to be considered.

Section 3. Adoption.
Adoption of amendments shall be by a two-thirds vote of the members of the Delegate Assembly present and voting.

ARTICLE XIV
SEVERABILITY

A decision by a legal agency that any clause, section or article of this Constitution may be invalid shall not invalidate any other clauses, sections, or articles of the Constitution.