

# Constitution and Bylaws—Winona Chapter

## Minnesota State University Association of Administrative & Service Faculty

### PART A – ARTICLES OF THE CONSTITUTION

#### *ARTICLE 1 – Name and Affiliation*

##### **Section a. Name**

This organization shall be known as the Association of Administrative and Service Faculty of Winona State University (hereinafter called the Winona Chapter). It shall be a Chapter of the Minnesota State University Association of Administrative and Service Faculty (hereinafter called MSUAASF).

##### **Section b. Affiliations**

The Winona Chapter is affiliated with Teamsters Local 320. The Winona Chapter may not become a party to any merger or change affiliation with any professional employee union or group except if approved by majority vote of the State Board of Directors and subsequent ratification by local chapters.

#### *ARTICLE 2—Purposes*

The main purpose of this organization shall be to promote the welfare of the Winona Chapter. The second purpose is to cooperate with the other Minnesota State University campuses via the ASF organization to achieve common goals of employment conditions. The third purpose is to improve the quality of education and educational services at Winona State University.

#### *ARTICLE 3—Membership*

##### **Section a. Eligibility**

Membership in MSUAASF shall be open to any person in a position designated in the bargaining unit as established by the Minnesota Bureau of Mediation Services.

##### **Section b. Good Standing**

Persons shall be considered in good standing when they have paid membership dues as set by Teamsters Local 320, the State Board, and the Winona Chapter. A signed authorization to withhold dues via payroll deductions on file with Teamsters Local 320 shall be considered a paid membership.

#### *ARTICLE 4—Organizational Structure*

##### **Section a. Names of Officers**

The officers of the Winona Chapter shall be President, Vice-President, Secretary, Treasurer, Past President, Membership Representative, Legislative Representative, Rochester Representative, Negotiations and Grievance Representative, and Negotiations Representative Alternate.

##### **Section b. Committees**

The Winona Chapter shall be comprised of the following committees: Executive Board, Meet & Confer Committee, Audit Committee, Membership Committee, and Nominations & Election Committee. These committees shall act for the Winona Chapter in accordance with the Bylaws. Special committees may be established by the Executive Board as needed. Their composition and functions shall be specified when established.

#### *ARTICLE 5—Meetings and Transaction of Business*

##### **Section a. Membership Meetings**

*Adopted on June 3, 2003. Amended most recently on May 13, 2025.*

Membership Meetings of the Winona Chapter shall be held once each month. A schedule of regular meetings shall be determined by the President and Secretary prior to the start of each academic year and sent out to all members in good standing via calendar invite by the Secretary. Membership Meetings may be cancelled via unanimous vote by the Executive Board.

#### *Subsection 1. Quorum to Conduct Business*

For conducting Business at Membership Meetings, a quorum of at least 15 members in good standing shall be present.

#### **Section b. Special Meetings**

The President may call a special meeting at any time for any appropriate matter of business and set the agenda. Members in good standing may request Special Meetings with recommendations for the agenda.

#### **Section c. Notification of Meeting**

The Secretary shall distribute to all members in good standing of the Winona Chapter a written notice of any meeting, Membership or Special, indicating the probable agenda, prior to the scheduled meeting.

#### **Section d. Extraordinary Circumstances**

As determined by the President and/or the Executive Board, business of the Winona Chapter may be conducted by mail, email, online surveys or over the phone. Quorum requirements shall not be waived in these circumstances.

#### **Section e. Mode of Voting at Meetings**

Motions presented at a meeting shall be voted upon by acclamation unless a motion for a secret ballot is made and passed by a majority of the members in good standing present at the meeting.

#### **Section f. Parliamentary Procedure**

Roberts Rules of Order shall be the guide for all business meetings.

### *ARTICLE 6—Adoption and Amendments to this Constitution*

#### **Section a. Adoption of this Constitution**

This constitution shall be in effect upon its approval by a majority of members in good standing in attendance at a scheduled Membership Meeting.

#### **Section b. Amending this Constitution**

This constitution may be amended by a two-thirds majority of members in good standing in attendance at a scheduled Membership Meeting. Such amendments shall have been presented in writing to members in good standing of the Winona Chapter at least 14 (fourteen) days prior to the scheduled Membership Meeting.

## **PART B—BYLAWS**

### *CHAPTER 1—Dues*

#### **Section a. Initial Membership Fee**

The Winona Chapter shall pay initial membership fees for any employee assigned to the MSUAASF bargaining unit who chooses to become a member in good standing.

#### **Section b. Determining the Amount of Dues**

Dues are assessed to all members as established by the Teamsters Local 320 in compliance with the Teamsters International Constitution and Bylaws.

#### **Section c. Special Assessments**

*Adopted on June 3, 2003. Amended most recently on May 13, 2025.*

Special assessments may be levied upon members in good standing of the Winona Chapter by two-third majority of members in good standing in attendance at a scheduled Membership meeting where a motion to that effect is presented.

## *CHAPTER 2—Election of Officers*

### **Section a. Nominations and Election Process**

Elections shall be conducted every even-number year to elect President, Vice President, Secretary, Treasurer, Membership Representative, Legislative Representative, Rochester Representative, and Negotiations and Grievance Representative.

The process is as follows:

1. At the Membership Meeting in March, the Nominations & Election Committee shall be selected to facilitate the election process.
2. At the Membership Meeting in April, the Nominations & Election Committee shall present a slate of candidates from the membership and distribute a secure online ballot to membership immediately following adjournment with a deadline of Noon one week from the date.
3. For each role, members shall have the choice to 1) vote for a nominee, 2) write-in a member in good standing, or 3) select a vote of no-confidence if there is at least one nominee.
4. For each role, the candidate of choice receiving the greatest number of votes shall be elected.

The Negotiations Representative Alternate is appointed by the Executive Board from the candidates for Negotiations and Grievance Representative, starting first with the candidate who received the second-greatest number of votes and so forth. If there are no other candidates, the Executive Board appoints a member in good standing.

The Past President is not an elected role.

### **Section b. Officer Terms**

All officer terms commence on June 1 of each even year. The term lengths for President, Vice President, Secretary, Treasurer, Membership Representative, Legislative Representative, Rochester Representative, Negotiations and Grievance Representative, and Negotiations Representative Alternate shall be two years with no limit on consecutive terms. The term length for Past President shall be two years following their most recent term as President.

### **Section c. Resignation of Officer or Inability of Elected Officer to Serve**

#### *Subsection 1. Presidential Succession Plan*

The succession plan only applies to the President role, and only if the role is vacated with more than five months remaining in the current term.

In the case of the President's resignation or inability to fulfill their responsibilities, each officer will be asked if they are willing to complete the President's term in the following order:

1. Vice President
2. Secretary
3. Treasurer
4. Membership Representative
5. Legislative Representative
6. Rochester Representative
7. Negotiations and Grievance Representative

If no other officer wishes to serve as President, the Executive Board shall initiate a special election to complete the President's term, following the process outlined in Chapter 2 Section 1 with the exception of specified months.

#### *Subsection 2. Special Election Outside Presidency*

*Adopted on June 3, 2003. Amended most recently on May 13, 2025.*

A special election is the first and only process to fill a vacant role outside the Presidency if vacated with more than five months remaining in the current term. All special elections must follow the process outlined in Chapter 2 Section 1 with the exception of specified months.

### *Subsection 3. Short-term Vacancy*

Temporary fulfillment of duties shall be used if any role is vacated with less than five months remaining in the current term. The Executive Board shall determine a plan to complete duties amongst themselves. If any position is vacant during the time of the standard election cycle, the successful candidate takes office immediately.

### *Subsection 4. Limited Inability to Serve*

In the event of temporary inability to serve of any elected role, the individual shall secure a proxy amongst the Executive Board to fulfill their duties. If unable due to constraint, the matter is determined amongst the Executive Board.

## **Section d. Removal of Officers**

Officers may be subject to recall upon submission to the Executive Board of a petition signed by one-third of the members of good standing. A secret ballot on the petition shall be completed within 10 business days via secure online ballot. The results shall be tabulated at a Special Meeting of the membership. Passage of the ballot measure shall require a simple majority of the members in good standing. Removal shall be effective immediately. A recalled officer will not be eligible to serve as any officer for five years from the time they were removed from office.

## *CHAPTER 3—Duties of Officers*

### **Section a: President**

1. Attend and preside over all Membership Meetings, Meet and Confer, Executive Board Meetings, and any Special Meetings/retreats. Shall establish meeting schedules in consultation with Secretary.
2. Prepare agendas and distribute to membership along with previous minutes and other related materials.
3. Serve as primary liaison to the university administration and state board.
4. Meet periodically with Human Resources with Vice President.
5. Attend pre-meet & confer with University President, designated University Vice President, and University CHRO with Vice President.
6. Solicit and appoint search committee members, consulting Executive Board when there are more volunteers than requested.
7. Solicit input and feedback from membership on campus and system issues.
8. Work with Treasurer to propose annual budget for board approval and ensure the financial audit and membership roster is provided to the state board.
9. Work with Negotiations and Grievance Representative to ensure stewards have access to appropriate training.
10. Work with Legislative Representative to ensure participation in lobbying and legislative efforts.
11. Attend monthly State Board Meetings and quarterly State Meet & Confer.
12. Communicate and vote on behalf of the Winona Chapter membership.
13. Share information from State Board and Teamsters Local 320 to membership in timely manner.
14. Solicit nominations from Winona Chapter membership to statewide shared governance committees, work groups, etc.

### **Section b. Vice President**

1. Attend all Membership Meetings, Meet and Confer, Executive Board meetings, and any special meetings/retreats, and provide reports as necessary.

*Adopted on June 3, 2003. Amended most recently on May 13, 2025.*

2. Meet periodically with Human Resources with the President.
3. Attend Pre-Meet & Confer with University President, designated University Vice President, and University CHRO with the President.
4. Serve on the Campus Evaluation Committee.
5. Solicit and appoint volunteers to serve on All-University Committees and Task Forces, consulting the Executive Board when there are more volunteers than required.
6. Notify, promote, and keep records for Professional Improvement Funds, Special Initiative Awards, and Sabbaticals.

#### Section c. Secretary

1. Attend all Membership Meetings, Meet and Confer, Executive Board meetings, and any special meetings/retreats, and provide reports as necessary.
2. Establish meeting schedules in consultation with the President.
3. Reserve meeting rooms.
4. Keep records of all Membership Meetings and Meet and Confers.
5. Post meeting minutes and provide them as necessary for approval.
6. Maintain the Winona Chapter's website.

#### Section d. Treasurer

1. Attend all Membership Meetings, Meet and Confer, Executive Board meetings, and any special meetings/retreats, and provide reports as necessary.
2. Record all money transactions.
3. Arrange food for meetings as determined by the Executive Board.
4. Coordinate the distribution of Professional Development Funds with the Budget Office.
5. Provide the Audit Committee with all necessary information to perform the audit.
6. Submit annual financial reports to the State Board as required.
7. Work with the Membership Representative to recognize BOT nominees and retiring members.
8. Work with the President to propose an annual budget for board approval.

#### Section e. Membership Representative

1. Attend all Membership Meetings, Meet and Confer, Executive Board meetings, and any special meetings/retreats, and provide reports as necessary.
2. Conduct outreach to non-members, especially new employees.
3. Chair the Winona Chapter Membership Committee.
4. Maintain an accurate Winona Chapter roster of current members, including their contact information, in coordination with Teamsters Local 320.
5. Represent the Winona Chapter on the State MSUAASF Membership Committee.
6. Work with the Treasurer to recognize BOT nominees and retiring members.

#### Section f: Legislative Representative

1. Attend all Membership Meetings, Meet and Confer, Executive Board meetings, and any special meetings/retreats, and provide reports as necessary.
2. Represent the Winona Chapter in the development of state MSUAASF positions on proposals before the legislature.
3. Work with the President to ensure participation in lobbying and legislative efforts.

#### Section g. Rochester Representative

1. Attend all Membership Meetings, Meet and Confer, Executive Board meetings, and any special meetings/retreats, and provide reports as necessary.
2. Liaise between WSU-Rochester, remote employees, and the Winona Chapter.

*Adopted on June 3, 2003. Amended most recently on May 13, 2025.*

3. Advocate for extension-related issues.

#### Section h. Negotiations and Grievance Representative

1. Attend all Membership Meetings, Meet and Confer, Executive Board meetings, and any special meetings/retreats, and provide reports as necessary.
2. Represent the Winona Chapter to the State MSUAASF Negotiations Committee in collective bargaining with the employer.
3. Serve as the Winona Chapter grievance officer to represent members and membership in the resolution of grievances.
4. Ensure the appropriate training for all Winona Chapter stewards.

#### Section i. Negotiations Representative Alternate

1. Attend all state-wide negotiations meetings for training and proposal development as requested by the State Board.
2. Assume the responsibilities of the Negotiations Representative in their absence.

#### Section j. Past President

1. Advise the Executive Board and attend all Membership Meetings, Meet & Confer, Executive Board meetings, and any Special Meetings/retreats.

### *CHAPTER 4—Committee Structure*

#### Section a. Executive Board

The Executive Board shall be comprised of the President, Vice President, Secretary, Treasurer, Membership Representative, Legislative Representative, and Negotiations and Grievance Representative. The Past President is a non-voting member of the Executive Board during their term. The Executive Board is responsible for conducting the business of the Winona Chapter and attending Meet & Confer Meetings with management as schedule.

##### *Subsection 1. Executive Board Meetings*

The President may call an Executive Board meeting at any time and set the agenda. Any other member of the Executive Board may request an Executive Board meeting with recommendations for the agenda.

#### Section b. Nominations & Election Committee

A Nominations & Election Committee consisting of three members in good standing is responsible for securing a slate of candidates for office(s) and conducting the elections process as necessary.

#### Section c. Audit Committee

The Audit Committee shall be composed of 2 or more members in good standing appointed annually by the September membership meeting by President and confirmed by the Executive Board. The committee shall meet at least once in early October to review financial statements provided by the Treasurer. Findings will be communicated to the State Board.

#### Section d. Membership Committee

The Membership Committee shall be composed of the Membership Representative and 2 or more members in good standing appointed annually by the Executive Board prior to the September Membership Meeting. The committee shall meet at least one time monthly to plan and coordinate membership recruitment and development.

#### Section e. Other Committees

As deemed necessary or appropriate by the Winona Chapter, other committees may be formed. Committee members will be appointed by the Executive Board.

### *CHAPTER 5—Members' Responsibilities*

*Adopted on June 3, 2003. Amended most recently on May 13, 2025.*

### Section a. Protocol for Agreements with Human Resources

Members shall notify and confer with the President prior to entering into negotiations with Human Resources to create Memos of Agreement or Letters of Understanding. The President shall be authorized to sign any such Memos of Agreement or Letters of Understanding upon the approval of a majority of the members of the Executive Committee.

### Section b. PD Submission Procedures

Members shall notify and confer with the Vice President prior to submitting position descriptions to Human Resources for consideration by the Campus Evaluation Committee.

## *CHAPTER 6 – State Board of Directors*

### Section a. Structure

Consistent with the State MSUAASF Constitution, the Winona Chapter will be represented on the State MSUAASF Board of Directors by the President.

### Section b. Proxy

In the event the President is unable to attend a meeting of the State Board of Directors, the President may appoint and certify a proxy to represent the Winona Chapter at the meeting consistent with the State MSUAASF Constitution.

### Section c. Duties

The representative to the State Board of Directors shall attend all meetings of that State Board, shall represent members of the Winona Chapter at such State Board, shall provide reports of such State Board meetings at regular membership meetings of the Winona Chapter, and shall perform other duties specified in the State MSUAASF Constitution.

## *CHAPTER 7—Adoption and Amendments to the Bylaws*

### Section a. Adoption of these Bylaws

These bylaws shall be in effect upon their approval by a majority of members in good standing in attendance at a scheduled Membership Meeting.

### Section b. Amending these Bylaws

These bylaws may be amended by a simple majority of members in good standing in attendance at a scheduled Membership Meeting. Such amendments shall have been presented in writing to members in good standing of the Winona Chapter at least fourteen (14) days prior to the scheduled Membership Meeting.

## *CHAPTER 8—Professional Development & Improvement Funds*

### Section a. Professional Development Funds

#### *Subsection 1. Principles*

The MSUAASF contract allocates Professional Development (PD) funds based on the FTE number of MSUAASF employees on local campuses. PD funds distributed locally to an individual MSUAASF member are to be used at the discretion of the individual, in accord with contractual provisions. Any funds allocated to an individual remain under their control for the duration of their continuing employment as a Winona State University MSUAASF employee.

#### *Subsection 2. Distribution*

PD funds received from the contractual allocation are distributed to local ASF employees based on employment status as of July 1, except for \$7,000 to be withheld for new members starting after July 1. The remaining funds will be distributed to new employees as funds are available. The allocation amount will be derived from the prorated FTE for the first fiscal year of employment. All remaining funds would stay in the holding account. (Note: See exception under balance limit.)

*Adopted on June 3, 2003. Amended most recently on May 13, 2025.*

### *Subsection 3. Allocation*

A MSUAASF employee employed full-time (FTE of .75 or greater) receives a full share. A MSUAASF employee employed 0.51 to 0.74 time receives a  $\frac{3}{4}$  share. A MSUAASF employee employed 0.25 to 0.50 time receives a  $\frac{1}{2}$  share. Balance limit: MSUAASF employees will not receive a new allocation if their fund balance is more than \$6,000. The MSUAASF President notifies employees if their balance is more than \$6,000 twice per fiscal year; 1) October 1 or the next business day, and 2) May 1 or the next business day. Individuals may choose to return any amount of funds to be re-distributed to the general membership, but this must be fully processed prior to July 1.

On July 1, the MSUAASF President shall request the campus Budget Director to verify the current PD funds account balances. Those individuals who have more than \$6,000 will not be eligible to receive additional PD funds at the next scheduled distribution of the contractual allocation.

### *Subsection 4. Moving to New MSUAASF Role*

A MSUAASF member from one department transferring to another MSUAASF position in another department retains control of any PD funds previously allocated to them.

### *Subsection 5. Transfers to Other MSUAASF Employees*

A MSUAASF employee may choose to pay the current professional development expenses of another MSUAASF employee, however the processing must be complete prior to the paying employees last day and they may not transfer funds to another employee to be used for future not currently incurred obligations.

### *Subsection 6. Separating Employee*

As of the date of separation, the balance of PDF funds available to the separating MSUAASF employee shall be recouped by the MSUAASF President to be transferred to a MSUAASF PDF funds holding account for distribution to all eligible MSUAASF employees at the next scheduled distribution of the contractual allocation.

## **Section b. Professional Improvements Funds**

Professional Improvement Funds (PIF) shall be awarded through an application process. There will be two application rounds for the distribution of PIFs each FY. At least 50% of the total available will be reserved for distribution during the second round of applications.

## *CHAPTER 9—Amendment Details*

The most recent amendment describing the distribution and management of professional development funds and professional improvement funds was passed by the WSU MSUAASF general membership at the monthly membership meeting on June 11, 2024.

### **Amendment a. Change to Quorum—May 4, 2010**

Amended quorum from 25% of members in good standing to 15 members in good standing as seen in Article 5, Section a, Subsection 1.

### **Amendment b. Separation of Secretary and Treasurer Roles—November 1, 2011**

Amended positions to split the combined Secretary Treasurer position into two separate positions.

### **Amendment c. Distribution and Management of PDF—June 11, 2024**

Amended to add language detailing specifics of the process and distribution of professional development & improvement funds.

### **Amendment d. Adoptions and Amendments to the Constitution—May 13, 2025**

*Adopted on June 3, 2003. Amended most recently on May 13, 2025.*

Amended to clarify language on voting requirements.

**Amendment e. Adoptions and Amendments to the Bylaws—May 13, 2025**

Amended to clarify language on voting requirements.

**Amendment f. —May 13, 2025**

Amended to change officer composition, including removal of President-Elect, standardizing the representative title, and renaming Negotiations Representative to reflect movement of grievance responsibilities.

**Amendment g. —May 13, 2025**

Amended to revise and clarify nominations and election process, revise officer terms, clarify succession process and navigation of vacancy or inability to serve, clarify removal of officers, and refine and move officer duties to allow re-election of President and alleviate responsibilities of Past President.

**Amendment h. Language and Semantic Changes to Constitution—May 13, 2025**

Changes were made to reflect reality as well as commonly used language and practice.

**Amendment i. Language and Semantic Changes to Bylaws—May 13, 2025**

Changes were made to reflect reality as well as commonly used language and practice.