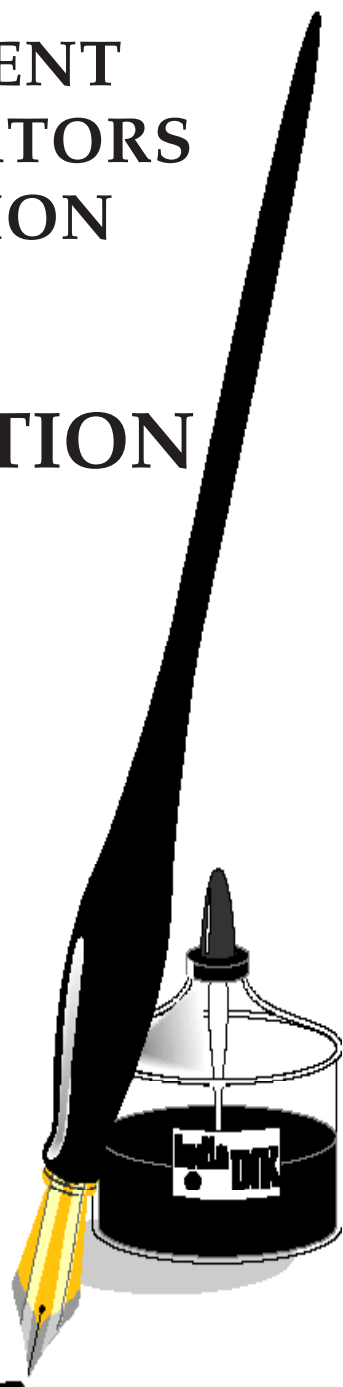


**GOVERNMENT
ADMINISTRATORS
ASSOCIATION**

CONSTITUTION

GIA



CONSTITUTION
GOVERNMENT ADMINISTRATORS ASSOCIATION (GAA)
AS AMENDED DECEMBER 8, 1994

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CONSTITUTION
GOVERNMENT ADMINISTRATORS ASSOCIATION (GAA)

A NON-PROFIT UNINCORPORATED ORGANIZATION

ARTICLE I - NAME

Section 1. The name of this organization shall be the Government Administrators Association, hereinafter referred to as the Association.

ARTICLE II - PURPOSE

The general purposes of the Association are:

1. To obtain desirable terms and conditions of employment for the membership, and to promote orderly and peaceful employee relations for the mutual interest of the employers, their employees and the Association.
2. To establish a united and forceful unit of executive, administrative, management, supervisory and professional personnel in order to provide a forum for exchange of ideas.
3. To negotiate adequate rates of salary; to provide for the redress of any member grievances; to represent the members of this organization before any of the appropriate governmental bodies in order to promote and fulfill the aims and principles of the Association; to provide programs and activities and to periodically communicate matters of interest to the membership.
4. The basic means used by the Association to achieve its purposes shall be by engaging in negotiations, offering education and encouraging legislation.

(Amended 8/90)

ARTICLE III - NEGOTIATIONS

1. Contracts establishing employment conditions between the employers and represented classes shall be accomplished by collective bargaining.
2. Prior to commencement of collective bargaining, members of the affected chapter(s) shall be sent a written request to submit matters they would like to have considered. The Chapter(s) Board of Directors shall then be responsible for determining negotiating policy with the appropriate governmental bodies to effect the purposes of the Association as stated in Article II.
(Amended 8/90)
3. Guidelines for negotiable matters applying to individual members or groups of members shall be established by the Chapter Board of Directors in consultation with the employees affected.
4. Labor contracts or changes thereto may be tentatively accepted for the Association by signature of the President (s) of the Chapter(s) affected and the Association Executive but shall not be final and binding until ratified by a majority of the membership of the affected bargaining unit voting. The ratification vote shall be by mail ballot which shall be mailed to the last known address of those members at least seven (7) days prior to the ratification date. The vote shall be secret and in accordance with accepted voting practice. All ballots must be received by the election committee by 4:00 p.m. of the ratification date. Ballots received after the closing hour will be void.
(Amended 10/92)

ARTICLE IV - MEMBERSHIP

Section 1. All employees in executive, administrative, management, supervisory and professional classifications, who are included in the negotiated contract with the Association, shall be eligible for membership without regard to race, creed, color, sex, age, national origin, handicap or political persuasion. (Amended 8/90)

Section 2. Applications for membership shall be made on a prescribed form. An initiation fee, as determined by the Association's Executive Board, and signed authorization for payroll deduction of dues shall accompany each application. (Amended 8/90)

Section 3. Each member of the Association shall also be assigned to membership in an appropriate Chapter. Any questions as to Chapter placement shall be resolved by the Association's Executive Board.

Section 4. Upon retirement, members in good standing shall be granted Honorary Membership status which shall excuse them from payment of Association dues and entitle them to the same rights and privileges as a member, but without voting rights or eligibility to hold office.

Section 5. Each member in good standing who terminates employment or who is promoted or demoted out of the Association shall become an Honorably Withdrawn member and be entitled to such privileges as determined by the Association's Executive Board.

ARTICLE V - DUTIES AND OBLIGATIONS OF MEMBERS

Section 1. Members of the Association shall conduct themselves as to bring harmony and good will among all the other members.

Section 2. Members shall refrain from discussing or disseminating the business of the Association to non-members, and at all times cooperate with the Officers and Executive Board of the Association in the furtherance of its aims, purposes and objectives.

Section 3. Members shall faithfully observe the Constitution of this Association, the By Laws of their Chapter, and loyally support the due and proper determinations of the majority of its membership. (Amended 8/90)

Section 4. Members shall not discriminate against another member on account of creed, color, nationality, age, handicap or sex, or knowingly wrong a member or see a fellow member wronged.

ARTICLE VI - FINANCES

Section 1. The chief sources of revenue of the Association shall be the initiation fee and dues.

Section 2. Membership dues shall be determined from time to time by a majority vote of the membership voting at a meeting after notice of this matter has been sent to all Association members.

Section 3. Members paying dues through regular payroll deduction shall be considered in good standing.

Section 4. Members in good standing may request in writing, exoneration from payment of dues for any month in which such member is unemployed for more than twenty (20) work days and does not receive unemployment compensation or sick pay or other remuneration. Such exoneration shall not be in excess of six (6) months in any calendar year. All such requests must be approved by the Executive Board.

Section 5. Members who work twenty (20) hours per week or less shall pay monthly dues of one-half of the regular dues.

Section 6. All disbursements shall be made by check requiring two (2) signatures as designated by the Association's Executive Board.

Section 7. The Association's fiscal year shall begin on January 1. A report of the annual operating budget, as adopted by the Executive Board, shall be presented at the annual Membership Meeting. Any subsequent budgetary adjustments shall be approved by the Executive Board and be reported to the membership. (Amended 8/90)

ARTICLE VII - MEETINGS

Section 1. There shall be an annual meeting of the membership and such other meetings as may be necessary. Each Chapter shall also hold a membership meeting each year. Notices for a general membership business meeting containing the agenda shall be mailed at least seven

(7) days prior to the meeting. A quorum for a regular or special Association business meeting shall consist of twenty (20) members in good standing. (Amended 8/90)

Section 2. Special membership meetings may be called by a majority vote of the Executive Board. Ten (10%) percent of the membership in good standing may also request a special meeting by filing a written request with the President setting forth a date for the meeting, which shall be no sooner than ten (10) days subsequent to the date of filing, and not within ten (10) days of a scheduled meeting. The President shall then issue the call to the membership.

Section 3. Business meetings shall be conducted according to Robert's Rules of Order Revised.

Section 4. Voting as specified herein shall be construed as a simple majority of those present and voting at a meeting at which a quorum is present. (Amended 10/92)

ARTICLE VIII - GOVERNMENT

Section 1. The Officers of the Association shall be President, Secretary and Treasurer. A Vice-President pro-tem shall be elected by the Executive Board from among its members, exclusive of the Association Officers, Chapter By-Laws notwithstanding. (Amended 12/94)

Section 2. The Executive Board shall consist of the Association officers and one (1) representative from each Chapter for each-forty (40) chapter members. However each Chapter shall have at least one (1) representative. (Amended 12/94)

Section 3. The Officers and other Executive Board members shall receive a set amount approved by the membership for each regular board meeting attended. (Amended 10/92)

Section 4. Members in good standing for at least one (1) year are eligible for Office and the Executive Board. However, this requirement shall not apply to representatives of newly-chartered chapters elected in accordance with Article XVI, Section 1.

Section 5. Each Officer and Board member prior to entering office shall subscribe to the following obligation:

“I pledge myself to work toward the harmony and best interest of the Association and each and every member thereof.”

Section 6. Any Officer or Executive Board member who is absent from three (3) consecutive Executive Board meetings without being excused by the Executive Board shall be automatically removed from office.

ARTICLE IX - NOMINATIONS

Section 1. The President, with the approval of the Executive Board, shall by September 30 of even numbered years appoint a Nominating Committee consisting of one (1) representative from each Chapter.

Section 2. The Nominating Committee shall present one (1) or more qualified candidates for each Office and shall obtain acceptance from each candidate prior to presentation. However, no member shall be nominated to appear on the ballot for more than one Association or Chapter office. (Amended 12/94)

Section 3. Election of Association Officers and Executive Board Members from the Courts, 36th District Court, Engineering Professionals and Probate Court Chapters shall take place every even numbered year. Election of Executive Board Members from the General Fund Chapter shall take place every odd numbered year beginning in 1993. Election of Officers for the Professional Nurses Chapter shall be held annually in accordance with the By-Laws of the Wayne County Professional Nurse Council. Election of Executive

Board Member (s) for the Professional Nurses Chapter shall take place every odd numbered year beginning in 1995. Election of Association Officers shall be conducted within fourteen (14) days of the membership meeting at which nominations are presented. Election of Chapter positions shall be held according to the respective Chapter By-Laws. Unless otherwise specified in this Constitution or Chapter By-Laws, the Michigan Election Laws shall govern the conduct of all Association and Chapter Elections. (Amended 12/94)

Section 4. Additional nominations may be made from the floor at the meeting at which nominations are presented. Members may be nominated in their absence but must accept the nomination in writing within seven days. (Amended 8/90)

ARTICLE X - ELECTIONS

Section 1. The day of the election for Association officers shall be approved by vote of the Executive Board. If a candidate for office is unopposed after nominations are closed, the candidate shall be declared elected and no balloting shall be necessary. (Amended 8/90)

Section 2. The President, with the approval of the Executive Board, shall appoint an Election Committee of three (3) members, who shall supervise and conduct the elections.

Section 3. No candidate for office may serve on the Election Committee.

Section 4. The election shall be by mail ballot which shall be mailed not less than ten (10) days prior to the designated election date to the last known address of each member as it appears in the Association records. The vote shall be secret and in accordance with accepted voting practice. All ballots must be received by the Election Committee by 4:00 P.M. of the day of election. Ballots received after the closing hour will be void.

Section 5. Upon completion of the voting the ballots shall be tabulated and the candidates for each office receiving the greatest number of

votes cast for that office shall be declared elected. In the event of a tie vote for an office another election shall be held within ten (10) days between the candidates who have received the tie vote.

(Amended 8/90)

Section 6. The Election Committee shall deliver written certification of the election to the President of the Association.

Section 7. The Officers and Executive Board shall hold office for two (2) years, commencing on January 1st following the election and ending on December 31.

Section 8. Vacancies in any Association office shall be filled in the manner prescribed in Section 4 above; however, if less than half of a current term remains, the Executive Board may temporarily fill the vacancy. Vacancies in Executive Board positions shall be filled in accordance with the affected Chapter's By-Laws. (Amended 10/92)

ARTICLE XI- DUTIES OF OFFICERS

Section 1. The President shall:

1. Serve as Chairperson at all meetings of the Executive Board and all regular and special meetings of the Association.
2. Be an ex-officio member of all committees except the Nominating Committee.
3. Insure that the policies and directives of the Association are executed.
4. Appoint all committees, with the approval of the Executive Board.
5. With Executive Board Approval, hire an Association Executive to operate the daily functions of the Association.
6. Remove committee members as provided in Article XIII, Section 3. (Amended 8/90)

Section 2. The Treasurer shall:

1. Be responsible for all monies, properties and securities of the Association.
2. Insure that initiation fees, and other revenues are collected and properly recorded.
3. Insure that all monies received to the credit of the Association are deposited in depositories selected by the Executive Board.
4. Insure that an accurate record of all disbursements and receipts is kept and that timely reports are submitted to the Executive Board.
5. Insure that all government tax returns and statements are prepared and filed timely. (Amended 8/90)

Section 3. The Secretary shall:

1. Insure that notification of meetings is sent.
2. Record minutes of the Executive Board meetings, General Membership meetings and all special meetings and present them to the respective bodies.
3. Insure that all Association correspondence, documents and records, except those of the Treasurer, are kept. (Amended 8/90)

Section 4. The Vice-President Pro tem shall:

Preside at all meetings and perform all the duties of the President in the President's absence or inability to serve. (Amended 8/90)

ARTICLE XII - DUTIES OF THE EXECUTIVE BOARD

Section 1. The Executive Board shall:

1. Be the governing body of the Association when the Association itself is not in session.

2. Be the policy making body of the Association.
3. Decide all matters affecting policies, aims and means of accomplishing the purpose of the Association not specifically reserved for action by the membership or the Chapters.
4. Fill vacancies which may occur among the Executive Board until replacement(s) are elected as specified in Article X, Section 8.
5. Determine the procedure to be followed in the hiring of the Association staff.
6. Approve hiring and retaining of such staff as may be required to discharge the function of the Association and establish their duties.
7. Adopt the Association's annual operating budget, allocate funds and determine the membership initiation fee.
8. Determine which Association officials should be bonded.
9. Ratify or reject appointments of committee members.
10. Approve Chapter By Laws and appoint a Governor for newly chartered Chapters.
11. Hear charges and make recommendations concerning expulsion of members or removal of officers.
12. Through communication encourage and promote fuller participation by the general membership in the principles and activities of the Association. (Amended 8/90)

Section 2. The Executive Board shall meet monthly or at the call of the President. Nine (9) members present at roll call shall constitute a quorum.

ARTICLE XIII-ASSOCIATION STAFF

Section 1. The Executive Board shall determine the procedure to be followed in the hiring of the Association Staff. (Amended 8/90)

Section 2. The Executive Board shall establish the duties and ratify the terms of employment of the Association staff, which may be incorporated in a written contract between the Association and the

employee.

(Amended 8/90)

Section 3. An Association employee can be dismissed for just cause on request of the President or the Executive Board after a hearing before and by a two-thirds (2/3) secret ballot vote of the entire Executive Board.

(Amended 8/90)

Section 4. The Association membership shall be informed at the next general membership meeting of the effective date of employment of all full time association staff.

(Amended 8/90)

ARTICLE XIV - AREA REPRESENTATIVES

Section 1. The Association shall be divided into several designated areas in accordance with the Collective Bargaining Agreements. Representative(s) shall be appointed in each area by the Chapter or Bargaining Unit.

In the event that a Chapter or Bargaining Unit has not appointed its Area Representative within thirty (30) days after a vacancy occurs, then the Area Representative may be appointed by the Association President with the approval of the Executive Board.

Section 2. The Representatives' duties shall be to: (1) respond to all grievances within their areas, represent the members grieved and pursue the grievances to final conclusion; (2) report to the Association any infringements or deviation of the Labor Agreements; (3) serve as a liaison in order to facilitate communication between the members and the Association leadership, and (4) conduct an orientation about the Association for new members within their area.

Section 3. If a grievance proceeds to the employer's labor relations representative, the Area Representative shall call upon the assistance of the Association Executive to help resolve the grievance.

Section 4. Any Area Representative may be removed if, in the President's judgment, the Area Representative's performance is not

effective.

ARTICLE XV - COMMITTEES

Section 1. The President shall annually appoint the following standing committees, subject to the Executive Board's approval:

A. Each year on or before March 1, the Audit Committee, consisting of not less than three (3) members, shall have an audit conducted. The scope of the audit shall include an examination of income and expense statements and other financial records of the GAA to determine whether:

1. Financial operations were properly conducted.
2. Financial reports were presented fairly.
3. All expenditures were proper.

Once the audit is completed it shall be signed by the audit committee members and reported at the next membership meeting. However, the audit committee, if it deems necessary, may request Board approval for hiring a Certified Public Accountant to conduct the audit. (Amended 12/91)

B. The Budget Committee, consisting of at least five (5) members including not more than two from the Executive Board, shall meet in October to review and prepare a budget for the necessary expenditures of the Association for the following year. It shall make whatever recommendations are necessary in the best interest of the members for the financing of the Association's activities, and two weeks prior to the Executive Board's November meeting shall present its Budget Report for adoption by the Executive Board. (Amended 8/90)

C. Event committees shall be responsible for planning, publicizing and managing various Association activities and shall account for all funds received. The committees may expend only such funds as allocated in the Association's operating budget for that

D. The Political Education Committee, consisting of not less than five (5) members, shall be responsible for: (a) allocating contributions to such political candidates and causes as they may determine to be beneficial to the Association, and (b) adopting policy guidelines for such contribution and participation.

Expenditures authorized by the Committee are subject only to budgetary limitations and do not require further approval. The Committee shall submit reports of its activity regularly to the Executive Board and at membership business meetings. If requested by the Executive Board the committee shall screen candidates for endorsement. The committee may also evaluate position statements requested of the Association and submit their recommendation to the Executive Board. (Amended 8/90)

E. The Grievance Screening Committee, consisting of the Area Representatives shall be responsible for evaluating the merits of unresolved grievances and determining if further action is warranted. Aggrieved members may appeal the action or decision of Association staff or Area Representative in writing to the Association President within five (5) working days of such action or decision setting forth the reason for such appeal. Appeals shall be first considered by the Grievance Screening Committee and its decision may be appealed in the same manner to the Executive Board. (Amended 12/94)

Section 2. Other Committees may be appointed in the same manner from time to time as they become necessary.

Section 3. Committee members may be removed if, in the President's opinion, they are not properly performing their responsibilities.

ARTICLE XVI - CHAPTERS

Section 1. Separate Chapters, consisting of members of the Association with a common employment interest, may be established by resolution of the Executive Board and a majority vote of the

members present at a general membership meeting if the formation of the Chapter has been previously placed on the agenda. The common employment interest shall be that of employment by a separate employer or employment in a profession with national recognition, or employment in unique circumstances distinct from other members.

Section 2. A minimum of twenty-five (25) members shall be required in order to request Chapter status.

Section 3. A Chapter may be governed by an appointee of the Executive Board for a period up to sixty (60) days. During the 60 day period the Chapter must adopt By Laws providing for Chapter governance. Chapter By Laws are subject to approval by the Executive Board of the Association. (Amended 8/90)

Section 4. A Chapter shall be subject to abolition or suspension of any rights granted hereunder by a majority of mail ballots received by the Election Committee after a solicitation to the general membership.

Section 5. Each member of a Chapter shall be a voting member of the Association.

Section 6. Each Chapter shall be provided the following services:

1. Assistance of the Association staff.
2. Use of the Association offices on approval of the Association President or designee.
3. Payment of all expenditures approved by the Association.
4. Legal representation by the Association Counsel when approved by the Executive Board.
5. All necessary support in contract negotiations and grievance resolutions.
6. All other services provided members under this Constitution.

ARTICLE XVII - REMOVAL FROM OFFICE OR MEMBERSHIP

Section 1. A member may be considered for expulsion from

membership or removal from office upon the filing of written charges.

Section 2. The basis for such charges shall include the following:

1. Violation of any specific provision of the Association Constitution or Chapter By Laws.
2. Violation of the oath and obligation of office.
3. Disobedience to the rules, mandates and decrees of the Association.
4. For such other acts and conduct which shall be considered inconsistent with the duties, obligations, and fealty of a member of the Association.

Section 3. Any member considered for expulsion from membership or Board Member considered for removal from office shall be afforded the following due process:

1. A hearing into the charges will be held by the Executive Board with the member, who will have a right to representation at this hearing.
2. If the accused member is a member of the Executive Board, said member will not sit as an Executive Board member at this hearing.
3. Following the hearing into the charges, the Executive Board will decide by majority vote whether or not to expel the member.
4. A two-thirds (2/3) vote of the members present at a membership meeting, shall be necessary to overrule the

Section 4. Members who have been expelled from this Association may join again by making application to the Executive Board and receiving a favorable recommendation by the Executive Board and a two-thirds (2/3) vote of the members at a regular membership

meeting.

ARTICLE XVIII - INDEMNIFICATION

The Association shall indemnify the Officers, Board Members, Area Representatives, Staff and Committee Members, individually and collectively, for any costs, including mutually selected legal representation, incurred while defending themselves from all claims, actions or judgments brought against them for any actions or omissions arising from performance of their duties on behalf of the Association.

ARTICLE XIX - AMENDMENTS

Section 1. Amendments to this Constitution may be proposed by:

1. A petition signed by at least twenty (20) members in good standing and approved by the Executive Board.
2. A resolution of the Executive Board.

Section 2. The Constitution, or any part thereof, may be repealed or otherwise amended by a two-thirds (2/3) vote of the members present at a meeting, provided that ten (10) days written notice of the proposed amendment (s) shall have been sent to the members. (Amended 8/90)

Section 3. Unless otherwise stated, amendments shall be effective upon the date of adoption. (Amended 8/90)

GAA PHILOSOPHY

The Government Administrators Association is proud of the reputation it enjoys as the principal bargaining unit for the vast majority of executives, administrators, managers, supervisors and professionals employed by Wayne County, the 3rd Circuit Court, Detroit Recorder's Court, Wayne County Probate Court, and the 36th District Court.

We recognize our responsibility of providing truly effective representation by working cooperatively with these employers so that the public will realize better, cost efficient service.

As an organization oriented toward enlightened management, we foster and support professionalism in job performance and discourage adversarial relations with our employers. Additionally, we encourage applying that extra effort which exemplifies an outstanding employee.

To assist members, the GAA has bargained for and received cost-paid rights to attend training sessions and seminars designed to enhance professional and management development.

Simply, the GAA philosophy is best explained by our motto of "Working for Better Government Through Better People."

