

BY-LAWS OF THE TROY EDUCATION ASSOCIATION, MEA/NEA

ARTICLE I - POWERS, DUTIES AND MEMBERSHIP OF THE EXECUTIVE BOARD

Section 1. Members shall consist of:

- A. President, who shall be the chairperson
- B. Vice President
- C. Secretary
- D. Treasurer
- E. Secondary, middle school, two (2) elementary and public relations trustees.
- F. Immediate past president (ex-officio).

Section 2. Elections and Terms of Office:

- A. Election of officers shall be by secret ballot as provided in Article IX, Section 3, of the By-Laws.
- B. All terms of office shall be for two (2) years, commencing August 1, with the exception of the immediate past president, who shall serve for one (1) year.

Section 3. Powers, Duties and Qualifications of the Executive Board:

- A. Shall be an active member on tenure, not involved in any administrative internship training program.
- B. All terms of office shall be for two (2) years, commencing August 1, with the exception of the immediate past president, whose term shall be one (1) year.
- C. Shall initiate the nomination of members of all committees and the Negotiations Team (at least on [1] member from each level: elementary, middle school and secondary), subject to the approval of the Representative Assembly.

- D. Shall initiate nominations of members of the Judicial Board, subject to approval of the Representative Assembly.
- E. Shall prepare and submit by May to the Representative Assembly a proposed annual budget.
- F. Shall prepare agendas for Representative Assembly and general membership meetings.
- G. Shall allot among themselves the assignments for ex-officio committee members.
- H. Shall determine the amount of bonded insurance for the members authorized to sign checks.
- I. Shall schedule elections and any other votes, as provided herein.
- J. Shall certify all petitions.
- K. Shall call meetings of the general membership, as herein provided.
- L. May hear appeals of Judicial Board decisions.
- M. Shall appoint replacements for vacancies on the Executive Board other than president, if fewer than ninety (90) days of term remain, subject to a two-thirds (2/3) affirmation by the Representative Assembly. If more than ninety (90) days remain, an election will be held to fill the vacancy.
- N. Shall faithfully execute the policies and actions approved by the Representative Assembly and general membership meetings.
- O. All members of the Executive Board shall be voting members of the Representative Assembly, with the exception of the presiding officer who shall vote only in the case of a tie vote.
- P. Shall meet at least as often as the Representative Assembly, one (1) week prior to the Representative Assembly.
- Q. In all actions of the Executive Board, four (4) votes shall be necessary for approval of the proposal.

- R. Shall approve TEA paid conferences and select from among applicants those to attend same.
- S. Any Executive Board member may direct the president to call a meeting of the Executive Board.
- T. Shall approve all vouchers that are covered by the budget, provided the appropriately charged line item will not be exceeded.
- U. Shall act upon, but not negotiate, any bargaining requests to add to, subtract from, extend, or otherwise amend or modify an existing TEA contract.

Section 4. Powers and Duties of the President:

- A. May call and preside over meetings of the Executive Board, the Representative Assembly and general membership meetings. The presiding officers at the Representative Assembly and general membership meetings shall have no vote except in case of a tie.
- B. Shall prepare Executive Board meeting agendas.
- C. Shall initiate appointment of members of standing and ad-hoc committees within the Executive Board.
- D. Shall be a member of UniServ Coordinating Council and Uniserv Coordinating Council PAC.
- E. Shall initiate with the Executive Board nominations for members of the Judicial Board.
- F. Shall be official spokesperson for the Association.
- G. Shall keep a brief daily log of business enacted on Association release time used by others and presidential release time for the Association, to be filed with the secretary once a month.
- H. Shall provide one (1) of the two (2) signatures on checks and vouchers unless he/she is the recipient of same.
- I. Shall be an ex-officio member of all committees but chairperson of no standing committee.
- J. Shall approve the use of Association days for Association business other than conferences.

- K. The president must submit to the Executive Board all requests to discuss bargaining issues prior to entering into negotiations.

Section 5. Powers and Duties of the Vice President:

- A. Shall assume duties of president in event of absence or resignation, for no more than ninety (90) days, until the election of a new president or resumption of duties by the president.
- B. Shall be an ex-officio member of at least one (1) standing committee, as provided for by the Executive Board.
- C. Shall be authorized to countersign checks, unless he/she is the recipient of same.
- D. Shall be a permanent alternate to the U.S. C. C. for either the president or the elected delegate.
- E. Shall be responsible for TEA representation at school board meetings.

Section 6. Powers and Duties of the Secretary:

- A. Shall be responsible for taking, editing and publishing the minutes of meetings of the Executive Board, the Representative Assembly and general membership.
- B. Shall include in the minutes a list of correspondence sent and received concerning region and local matters.
- C. Shall be an ex-officio member of at least one (1) standing committee, as provided by the Executive Board.
- D. Shall be responsible for preparing and filing official Association correspondence and filing school board minutes (at the SODA Office).
- E. Shall distribute Representative Assembly agendas and unapproved Representative Assembly minutes at least three (3) working days prior to regularly scheduled Representative Assembly meetings to all members of the Representative Assembly and the Judicial Board.
- F. Shall distribute to all members notices of all conferences approved by the Executive Board.

- G. Shall be authorized to countersign checks, unless he/she is the recipient of the same.

Section 7. Powers and Duties of the Treasurer:

- A. Shall receive and bank all funds.
- B. Shall prepare and submit to the Representative Assembly a written monthly list of vouchers.
- C. Shall issue all checks upon receipt of authorized vouchers to be countersigned by the president or vice president.
- D. Shall keep all financial records up to date and on file for at least seven (7) years.
- E. Shall be bonded for an amount determined by the Executive Board.
- F. Shall be an ex-officio member of at least one (1) standing committee as provided for by the Executive Board.
- G. Shall prepare and submit to the Representative Assembly a written monthly itemized statement of receipts and expenditures.
- H. Shall file necessary form(s) to comply with federal, state and municipal laws.
- I. Shall submit all vouchers to the Executive Board for approval.
- J. Shall provide for an annual audit of the books.

Section 8. Powers and Duties of the Trustees:

- A. The qualifications for senior high trustee include working primarily in the senior high schools; for middle school trustee, working primarily in the middle schools; and for elementary school trustees, working primarily in the elementary schools.
- B. Each trustee shall be an ex-officio member of at least one (1) standing committee as provided by the Executive Board.

- C. The senior high trustee shall be elected by members who work the majority of their time in senior high; the middle school trustee shall be elected by members who work the majority of their time in the middle schools; the elementary school trustees shall be elected by members who work the majority of their time in elementaries.

Section 9. Powers and Duties of the MEA Representative Assembly Delegates:

- A. Shall be a TEA Representative Assembly member.
- B. Shall inform the TEA representative Assembly of significant actions taken by the MEA Board of Directors.
- C. MEA-RA delegates shall be replaced by the duly elected alternate only.

ARTICLE II - POWERS, DUTIES, AND MEMBERSHIP OF THE REPRESENTATIVE ASSEMBLY

Section 1. Members shall consist of:

- A. Nine (9) members of the Executive Board plus the immediate past president.
- B. All representatives of the Region VII delegation.
- C. All representatives of the MEA Representative Assembly delegation.
- D. All representative of the NEA delegation.
- E. One (1) representative from each building and one (1) from special services. The building representative shall represent the first fifteen (15) members. Then, one (1) delegate shall be elected for every fifteen (15) additional members (or major fraction thereof). In the secondary schools, a teacher must work at least three (3) hours a day in the building to be represented in the building. In elementary schools, a teacher will be

represented from his/her home base school. In case of an even split, the teacher shall inform the secretary of the Association of the building he/she shall vote and be represented in.

- E. UniServ Coordinating Council members. (SODA will hereinafter be referred to as USCC.)

Section 2. Election and Term of Office:

- A. The building representatives and delegates shall be elected by secret ballot in each building by the end of the second full week of September and assume office upon election.
- B. The building representative and delegates shall hold office for one (1) year.
- C. Building representatives are elected on the basis of one (1) building representative for each fifteen (15) members or major fraction thereof, allowing each building at least one (1) Association representative.
- D. Vacancy in the building representative position shall be filled by special election in the building.

Section 3. Powers, Duties and Qualifications:

- A. Shall be an active member, not involved in any administrative internship training program.
- B. Shall act on the confirmation of all appointments to committees made by the Executive Board.
- C. Shall act upon the confirmation of all appointments made to the Judicial Board by the Executive Board.
- D. Shall approve the annual budget and amendments to same. Shall send a majority approved dues resolution to the general membership for ratification whenever a dues change is proposed.
- E. Shall act on all special assessments and submit the issue to the general membership for approval.
- F. Shall act on all appointments to vacancies on the Executive Board. A two-thirds (2/3) majority is required for confirmation.

- G. Shall be responsible for calling and supervising Association elections and certifying contested elections.
- H. Shall select the second member of the SODA Board by the end of April.
- I. Shall appoint a parliamentarian to serve a one- (1) year term commencing in September, who shall hold no other Association office.
- J. Shall meet monthly, on the day provided by the Executive Board, during the school year, unless provided by the Representative Assembly.
- K. Special meetings of the Representative Assembly may be called by:
 - 1. The president;
 - 2. A majority of the Executive Board;
 - 3. Twenty (20) percent petition of the Representative Assembly; or
 - 4. Five (5) percent petition of the general membership.
- L. Shall authorize Association leave day requests from officers and members using Association release time and funds.
- M. Shall be responsible for all Association business not herein provided for.

Section 4. A quorum, shall be one-half (1/2) of the total membership of the Representative Assembly. Each position shall have one (1) vote.

Section 5. Any member of the Association, not a member of the Representative Assembly, may attend Representative Assembly meetings, but without voting privileges. The president or Executive Board may invite guests.

Section 6. Robert's Rules of Order, Revised, shall apply at Representative Assembly meetings, unless provided for by the Representative Assembly in its By-laws and Policies.

ARTICLE III – COMMITTEES

Section 1. Unless otherwise provided for, standing committee chairpersons shall be elected from among the committee, for a one- (1) year term commencing on or before October 1.

Section 2. The following shall be the standing committees and their duties:

A. Professional Negotiations Study:

1. Shall consist of at least one (1) member from each building.
2. Shall be appointed in September preceding expiration of the contract to serve until ratification.
3. At least one (1) member of the negotiations team shall be an active member of this committee from its start.
4. As soon as the negotiations team is appointed, all negotiations team members shall automatically become active members of the Professional Negotiations Study Committee.
5. Shall study the Master Agreement in effect between the Troy Board of Education and the Troy Education Association to recommend areas for improvement.
6. Shall solicit the feelings and suggestions of the entire negotiating unit.
7. May conduct “straw vote” elections to assist in determining the above wishes and suggestions.
8. Shall present those collective suggestions to the Professional Negotiating Team.

B. Political Affairs Committee:

1. The PAC Committee shall maintain a file of legislative actions taken and proposed by the MEA and NEA.
2. The PAC Committee, through its chairperson, shall inform the Representative Assembly of significant legislative items that need action.

3. The PAC Committee shall coordinate all political activity.
4. The PAC Committee shall conduct all screening and endorsing of candidates and ballot proposals (excluding TEA elections).

C. Fringe Benefits:

1. Shall keep the members informed of benefits of existing policies.
2. Shall research other types of benefits or plans available.
3. Shall provide direct assistance to teachers with insurance problems and/or questions.
4. Shall cover the following areas:
 - a. Hospitalization
 - b. Tax sheltered annuity
 - c. Retirement
 - d. Long term disability
 - e. Dental
 - f. Vision
 - g. Auto

D. Membership and New Teacher Orientation

1. Shall sign up new members.
2. Shall notify membership chairperson of additions or terminations in membership as well as changes in name, address or phone numbers.
3. Shall distribute promotional material and services information.
4. Shall plan and conduct a new teacher orientation workshop each August.
5. Shall inform new teachers about the Association, tenure, district policies, contract, insurance and all other pertinent information.
6. Shall provide assistance to new teachers in other ways requested and feasible.

E. Governance Review and Policies:

1. Shall review the Constitution, By-laws, and Policies at least once a year to recommend changes to the Representative Assembly.
2. Shall be responsible for distribution of all adopted changes to membership annually.
3. Shall consist of at least three (3) members.

F. Grievance Committee:

1. Shall review all grievances that have reached level II.
2. Shall report to the Representative Assembly the current status of grievances reaching level III.

G. Layoff and Recall:

1. Shall verify the seniority list.
2. Shall meet regularly with the personnel director regarding related issues.
3. Shall communicate results of meetings and updates to the Representative Assembly.
4. Shall consist of the least one (1) member from each level.

H. Negotiations Team:

1. Shall negotiate and tentatively agree to all new contracts.
2. Shall negotiate and tentatively agree to all extensions, amendments and other modifications of existing TEA contracts.

Ad-Hoc Committees

Section3. The following shall be ad-hoc committees periodically:

A. Nominations:

1. Shall solicit nominations to all offices of the Association for presentation to the Representative Assembly.
2. Shall consist of at least one (1) member from each level.

B. Elections:

1. Shall conduct and certify all elections for Association offices, recalls, initiative and referendums.
2. Shall certify elections, referendums, recalls and initiatives within three (3) days and report results to the secretary.
3. Shall keep custody of all ballots until authorized by the Representative Assembly to destroy them.
4. Shall consist of at least three (3) members.

C. Finance:

1. Shall study the financial conditions of the school district and report same to the Representative Assembly Negotiating Study Committee and Professional Negotiating Team.
2. Areas of study shall include, but not be limited to:
 - a.) State aid
 - b.) County aid
 - c.) Federal aid
 - d.) Local sources of revenue
 - e.) Expenditures of the District
 - f.) Data of salary and fringe benefits
3. Shall act on requests from the Negotiations Study Committee, Representative Assembly and the Professional Negotiating Team.

4. Shall be composed of a chairperson and at least three (3) other members. In addition, the School Finance Committee is free to assign projects on an ad-hoc basis to other members of the Troy Education Association.

ARTICLE IV - JUDICIAL BOARD

Section 1.

- A. Shall consist of nine (9) members appointed by the Executive Board and approved by the Representative Assembly, to staggered terms of three (3) years.
- B. Shall consist of at least one (1) member from each level.

Section 2. Each member shall be an active member on tenure, who holds no other Association position and is not involved in an administrative intern program/

Section 3.

- A. All actions shall be consistent with MEA guidelines.
- B. Shall establish a procedure for handling cases, including appeals and interpretations, subject to Representative Assembly approval.
- C. Shall rule on all questions concerning interpretations of the Constitution and By-Laws and Policies.
- D. Shall hear cases arising against members and render decisions within the limits specified in the MEA By-Laws; shall discuss, investigate, or consider only those matters supported by written charges as established in the MEA By-Laws.
- E. Shall keep a docket of all cases and submit monthly written reports to the Representative Assembly.
- F. Shall meet monthly at least nine (9) times a year.

ARTICLE V - INITIATIVE, REFERENDUM AND RECALL

Section 1. Recall of Officers:

- A. A group of no fewer than five (5) active members must secure a petition from the Executive Board.

- B. Fifteen (15) percent of all active members must sign the petition.
- C. The petition with the required signatures must be presented to the Executive Board within ten (10) working days after it was secured.
- D. Notice of desired recall must be given to all active members within five (5) working days of receipt of the signed petition.
- E. A general membership hearing must be held within twenty (20) working days of receipt of signed petitions.
 - 1. The initiating party presents its case.
 - 2. The defendant presents his/her case
 - 3. If the president is the defendant, the vice president shall chair the meeting.
- F. An election must be held in each building within three (3) working days after the hearing. A two-thirds (2/3) majority of all active members is required to recall an officer.
- G. Any member of the Election Committee who signed the petition may not assist in tabulating the votes.
- H. An officer shall be removed from office upon certification of the vote.

Section 2. Initiative:

- A. The procedure for proposing and voting on an initiative proposal shall be the same as that for the recall of officers.
- B. The proposal shall become operative upon certification of the vote.

Section 4. Recall of Building Representatives:

- A. Three (3) voting members from that building must secure a petition from the Executive Board.

- B. The petition must be signed by fifteen (15) percent of that building's voting members and returned to the president within five (5) working days of its receipt.
- C. A notice of the desired recall must be given in the building within five (5) working days of the receipt of the signed petition.
- D. A building meeting must be held within ten (10) working days of receipt of the signed petition.
 - 1. The initiating party presents case.
 - 2. The defendant presents case.
 - 3. The meeting shall be chaired by the president of the TEA or his designee. The chairperson may not be from that building.
- E. The election must be held within three (3) days of meeting. Two-thirds (2/3) majority vote of building's eligible voting members is required to recall a building representative.
- F. Any member of the Elections Committee who signed the petition may not assist in tabulating the votes.

Section 5. The president or Executive Board may remove a committee chairperson with the approval of a majority of the Representative Assembly. The Representative Assembly may remove a chairperson on its own by a two-thirds (2/3) vote.

ARTICLE VI - BUILDING REPRESENTATIVE

Section 1. the active members of each building shall elect from among themselves one building representative. In addition, each building shall elect, in accordance with Article II, Section 1, E, of the By-Laws delegates to the Representative Assembly, the building representative being considered a delegate. Each building shall have alternates. The building representative shall be on tenure.

Section 2. In buildings where there are delegates to be elected in addition to the building representative, the building representative shall be elected first and separately.

Section 3. Each building member shall be entitled to vote only for each position vacant.

Section 4. The building representative and all Representative Assembly delegates shall represent their building's member on an at-large basis.

Section 5. In the event of hi/her absence, any delegate or alternate may assume the duties of the building representative, as determined by the building delegates.

Section 6. The building representative shall be responsible for holding building meetings and keeping the general membership of the building informed by holding building meetings and distributing and/or posting Association materials and announcements. He/she may also call or hold such meetings as may be necessary to determine the wishes of the membership of the building. He/she shall also be responsible for implementing Association policies at the building level.

ARTICLE VII - MEETINGS

Section 1. At least two (2) meetings of the general membership shall be called each year.

Section 2. General or special meetings may be called by:

- A. The president
- B. The Executive Board
- C. Majority vote of the Representative Assembly, or
- D. Ten (10) percent petition of the membership.

The meeting shall then be called by the president within two (2) weeks.

Section 3. Notification of all meetings shall be through the building representative and shall include a tentative agenda.

Section 4. At any meeting of the general membership, a quorum shall be twenty-five (25) percent of the total active membership.

Section 5. Only active members of the Association may attend an official meeting, unless invited by the resident or the Executive Board.

Section 6. Robert's Rules of Order, Revised, shall be followed at all general meetings unless otherwise provided for by those

attending the meeting.

ARTICLE VIII - EXECUTIVE DIRECTOR (S)

- Section 1. The Association shall secure equal representation on the USCC Board responsible for screening and interviewing candidates for local area executive director.
- Section 2. Employment of the Executive Director (s) shall be accomplished with the advice and cooperation of the Michigan Education Association and the participating local Association (s).
- Section 3. The Association's share of the time, I efforts and financial support of the executive director (s) shall be understood by written agreement with other participating association (s) before the time of employment.
- Section 4. The Association's share of the salary expensed, fringe benefits and other costs of the local area executive director (s) shall be subject to review and approval by the Representative Assembly biennially.
- Section 5. The Association's responsibilities to the executive director (s) shall be understood to include the rightful share in providing the necessary office, staff, equipment and expenses for his/her effective performance.
- Section 6. The executive director (s) shall be expected to support the Constitution, By-Laws, Resolutions, and all bonafide commitments of the Association. He/she shall cooperate with the Association's officers, committees and individual members to serve the best interests of the Association and its membership.
- Section 7. The terms of contract, including compensation, duration of contract and responsibility shall be determined by the USCC Board, which includes equal representation from all participating locals.
- Section 8. The Association shall be represented on the USCC Board by the president and one (1) elected representative. The elected representative shall be elected by the Representative Assembly.
- Section 9. The executive director (s) responsibilities related to involvement with the TEA bargaining team shall be

established by the TEA Representative Assembly upon recommendation from , and discussion with, the TEA bargaining team and TEA Executive Board.

ARTICLE IX - VOTING

Section 1. All Association-wide elections shall be conducted by the Elections Committee by building.

Section 2. Election of officers shall be held in the first week of May. Nominations shall be closed at a Representative Assembly meeting at least ten (10) working days prior to the election. Any active member may make a nomination at this meeting.

Section 3. Each member shall be granted one (1) vote. Voting shall be by secret ballot. In the event the number of candidates equals the number of positions to be filled, there is no need for a printed ballot; and the candidates can be declared elected by acclamation by the Representative Assembly. Officers must be elected by a majority of the vote. A run-off between the top two (2) candidates shall be held within five (5) working days.

Section 4. Election of building representatives and representative delegates shall be held by the end of the second full week of the school year. In the absence of the building representative prior to the election, the president will appoint a temporary representative.

Section 5. No person shall be denied the opportunity to apply for an elected office or of voting in any election on the basis of color, creed, religion or national origin.

Section 6. Ballots shall be preserved for a period of one (1) year.

Section 7. Election results must be published within twenty-four (24) hours and distributed to the TEA membership as soon as possible thereafter.

Section 8. All officers plus the NEA delegate (s), must be elected at-large by the membership.

ARTICLE X - DUES

Section 1. Dues of the Association shall consist of the total amount of local, state and national dues.

Section 2. Local dues shall be established by a vote of the membership. A dues increase must be approved by a simple majority of the total membership.

Section 3. Special assessments shall be voted by the membership. Special assessments must be approved by a two-thirds (2/3) vote of the total membership.

ARTICLE XI - RATIFICATION OF THE CONTRACT/EXTENSIONS

Qualification:

Ratification vote of a proposed contract shall mean that a complete text of the proposed changes is made available to each member.

Section 1. Only a proposed contract extension, amendment or modification of an existing contract tentatively agreed to by the negotiations team may be submitted to the membership for a ratification vote.

Section 2. If a tentative agreement is reached before the last teacher work day, a general membership meeting shall be called by the president or the Executive Board within five (5) working days. Written changes of the contract must be presented at this meeting. A ratification vote will be taken within five (5) working days and not less than three (3) working days.

Section 3. If a tentative agreement is not reached by a date which will allow for the provisions of Section 2 above to be implemented, no general membership meeting will be called prior to the evening before the announced start of school.

Section 4. In the event there is not a tentative agreement before the scheduled start of school, the president or the Executive Board shall call a general membership meeting for the evening before the announced start of school.

The membership will listen to a report of the negotiations team. The negotiations team shall not be asked to negotiate all night. The general membership shall vote by secret ballot whether to withhold services or to work without a contract.

Section 5. In the event a tentative agreement is reached before the opening of school, the president or the Executive Board shall call a general membership meeting for the evening before the announced start of school. Each member shall receive a written copy of the proposed contract changes. After the presentation of the negotiations team and the

recommendation of the Executive Board, a period of not less

than one (1) hour shall be scheduled for discussion. Then the general membership shall vote, by secret ballot, whether to withhold services or work, pending a ratification vote. The ratification vote will take place within then (10) working days, and not less than three (3) working days.

Voting shall be at the building level at an announced time and place.

Section 6. If a tentative agreement is reached while working under a no-contract situation or while withholding services, a general membership meeting shall be called within twenty-four (24) hours. Written changes shall be distributed to each member at this meeting. After the presentation by the negotiations team and the recommendation of the Executive Board, a period of not less than one (1) hour shall be scheduled for discussion. Then the general membership shall vote, by secret ballot, whether to withhold services or work, pending a ratification vote. This ratification vote will take place within ten (10) working days and not less than three (3) . Voting shall be at the building level at an announced time and place.

Section 7. A quorum shall be established at each general membership meeting. Sixty (60) percent of those present must vote to withhold services or to work without a contract.

Section 8. A majority vote is required to ratify a contract.

ARTICLE XII - SPONSORS

Section 1. The TEA adopts a no-pay, no-work policy with respect to extra-curricular activity sponsors. Extra-curricular activities are defined as those previously pad and/or now negotiated as pad positions in the new contract.

Section 2. Payment for sponsors shall come from the school board.

Section 3. Sponsors shall not accept payment from students or from student-sponsored fund-raising activities.

ARTICLE XIII - AMENDMENTS

Section 1. Amendments by the Representative Assembly:

- A. Amendments to these By-Laws may be introduced at meeting of the Representative Assembly by three (3) voting members of the Assembly.
- B. The vote on the proposed amendments shall be taken at the following regularly scheduled Representative Assembly meeting.

Section 2. Amendments from the General Membership:

- A. Amendments to these By-Laws may be submitted to the Executive Board by five (5) voting members of the Association.
- B. The Executive Board shall determine the dates for voting on the proposed amendment. The vote shall be taken within thirty (30) days of its submission.
- C. A copy of the proposed amendment along with the recommendation of the Executive Board shall be distributed at least five (5) working days prior to the vote.
- D. Building Representatives shall hold building meetings to discuss the proposed amendment.
- E. Voting shall be by secret ballot. Amendments to the By-Laws may be adopted by a simple majority of those voting.

ARTICLE XIV - POWERS

The officers and the Executive Board have those powers enumerated in the Constitution, By-Laws and Policies. The powers not delegated by the Constitution, By-Laws and Policies, nor prohibited by it, are reserved by the members respectively.