



# CONSTITUTION & BY-LAWS

# MPEA

## Constitution & By-Laws

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# **MPEA CONSTITUTION**

## ***ARTICLE I***

The name of the organization shall be the MONTANA PUBLIC EMPLOYEES' ASSOCIATION, INC. The organization shall be of perpetual duration.

## ***ARTICLE II***

The purposes for which the Association is organized are:

- (1) The objectives of this Association shall be to associate together for mutual benefit, strengthening the standards of public service, effectively improving efficiency of service and public works, working for the enactment of legislation that will effectuate standards of remuneration, tenure, sick leave and other benefits comparable to those enjoyed by employees in private industry and cooperate and collaborate with other organizations with like purposes to a common end.
- (2) The methods to be used by this Association in attaining its purposes shall be by petition to the legislature, by proposals of legislative materials, by collective bargaining, by creating and fostering public sentiment through the mails and press and other forms of communication favorable to proposed reforms and propositions offered and other lawful means.
- (3) The primary purpose of the Association shall be to deal with employers concerning grievances, labor disputes, wages, rates of pay, hours of work, and to otherwise serve all functions of a labor organization as defined by the laws of the State of Montana.
- (4) The foregoing enumeration of specific purposes and powers shall not be deemed to limit or restrict in any manner the general powers or any other powers and the enjoyment and exercise thereof as conferred by the laws of the State of Montana upon corporations organized under the provisions of the Montana Nonprofit Corporation Act.

## ***ARTICLE III***

Provisions for the regulation of the internal affairs of the organization, including provisions for distribution of assets of dissolution or final liquidation shall be set forth in the By-Laws.

## ***ARTICLE IV***

The manner in which the officers and directors are to be elected or appointed shall be set forth in the By-Laws. The number of officers and directors shall be set forth in the By-Laws.

# MPEA BY-LAWS

## **ARTICLE I DEFINITIONS**

### *Section 1.*

- (1) MPEA means the Montana Public Employees' Association, Inc.
- (2) Board means the Board of Directors.
- (3) Association means the Montana Public Employees' Association, Inc.
- (4) Chapter means a collective bargaining unit for which the Association has been certified as its official representative. A Chapter shall operate as an integral unit within the structure of MPEA as set forth in Article IV of these By-Laws.
- (5) Member means an Active Member in good standing.
- (6) A member in good standing is one who is current in his/her dues obligation and who is not currently subject to discipline by suspension, fine, expulsion or other discipline.

## **ARTICLE II MEMBERSHIP & DUES**

*Section 1. ACTIVE MEMBER.* Every employee of the State of Montana and of all governmental subdivisions thereof, including school districts, is eligible for active membership in MPEA but not for associate membership. A staff member of MPEA shall be allowed to continue active membership with the Association during his/her tenure with the Association.

*Section 2. ASSOCIATE MEMBERSHIP.* Every retired employee of the State of Montana and of all governmental subdivisions thereof, including school districts, is eligible for Associate Membership in MPEA. A staff member of MPEA who enjoyed active membership during his/her tenure may only transfer to associate membership when fully retired.

*Section 3. DISCIPLINE OF MEMBERS.* The Board, on its own motion or upon petition from a member or members, may file charges against a member or members. The conduct for which charges may be filed include working as a strikebreaker or crossing a picket line established by any MPEA chapter.

Any charges filed against a member or members must be reasonably specific and in writing. The charges will be served on the affected member(s) within fifteen (15) days after being filed with the Board. The affected member(s) will have thirty (30) days to file a written response to the charges with the Board.

After the affected member's or members' written response is received or the thirty (30) days allowed for the response has elapsed, the Board will establish a time and place for a hearing on the charges. The affected member(s) will be given at least fifteen (15) days notice before any hearing.

The Board will conduct the hearing. The person filing the complaint will present evidence to support the charges. The affected member(s) will be given the opportunity to present testimony and

documentary evidence on their behalf, including the right of cross-examination. All disciplinary hearings shall be closed.

At the conclusion of the hearing, the Board will consider the evidence presented and determine, by a 2/3 vote, whether the charges have been proven. If the Board concludes the charges were not proven, an order dismissing the complaint will be issued. If the Board concludes the charges were proven, appropriate disciplinary action will be imposed on the member(s). Disciplinary measures which can be imposed include formal reprimands, fines not to exceed \$500.00, removal from office, suspension from the right to hold executive office in MPEA or its chapters, suspension from membership for a specific time not to exceed two years, and expulsion from membership. Fines which are not paid within the designated time shall result in the loss of membership. The decision of the Board shall constitute the final internal action.

*Section 4. DUES.* Dues of the Association are \$26.00 per month effective October 1, 2017. Dues of active members are payable monthly by payroll deduction. When payroll deduction is not available, dues may be paid in accordance to a payment policy established by the Board.

- (1) \$.50 per month of the dues for each nonexempt member shall be placed in a separate fund entitled "Strike Fund".
- (2) \$1.50 per month of the dues shall be placed in a separate fund entitled "Grievance and Arbitration Fund" to be used for that purpose within the guidelines adopted by the Board.
- (3) \$.50 or \$1.00 per month of the dues, if authorized in writing by the member, shall be placed in a separate fund entitled Employees Political Information Committee and constitute membership in MPEA-EPIC..
- (4) A current member may authorize an additional even dollar amount not to exceed \$5.00 per month to be paid into the Employees Political Information Committee.
- (5) Dues for associate members (retired) shall be \$15.00 per year payable in advance.

*Section 5. HEADQUARTERS.* The headquarters of the Association shall be in Helena, Montana.

### **ARTICLE III REGIONS**

For administration and representative purposes and for such other purposes as the Board designates, the State of Montana is divided into the following regions. The member shall belong to that region which corresponds with the zip code of the member's home mailing address.

	<b>Zip Codes</b>
Region Number 1	590 591 593
Region Number 2	592 594 595
Region Number 3	596
Region Number 4	597
Region Number 5	598 599

## **ARTICLE IV CHAPTER**

*Section 1. CHAPTERS DEFINED.* Each bargaining unit for which the Association has been certified as the exclusive representative shall be a Chapter of the Association.

*Section 2. CHAPTER OFFICERS.* The officers of the Chapter shall be the President, Vice President, and Secretary-Treasurer. The term of office shall be from April 1 of each year until March 31 of the following year. Chapter elections shall be held at a duly authorized Chapter meeting. Elections shall be by secret ballot. The election and term of officers may be different than above stated if the Chapter has duly approved By-Laws which are contrary.

*Section 3. CHAPTER BY-LAWS.* Each Chapter may adopt its own By-Laws. Such By-Laws shall not be in conflict with the Association Constitution and By-Laws and must be approved by the Board before they become effective. A Chapter does not have to adopt its own By-Laws in which case the Association Constitution and By-Laws shall govern its actions.

*Section 4. CHAPTER MEMBERSHIP.* All active members within a bargaining unit shall be members of the Chapter. A bargaining unit employee who chooses not to become a member by selecting payment of agency shop fees in lieu may only change to membership status upon written request to the Association. Such requested change shall take place upon receipt of the written request. Changes from membership to agency shop status may only take place on the employee's anniversary date of designation or six months after filing written notice with the Association to do so, whichever date allows the Association the most time to make the necessary changes.

*Section 5. CONFLICT.* A Chapter's By-Laws and actions may not conflict with the Constitution, By-Laws or enactment's of MPEA and its Board of Directors and to the extent that any provision is so in conflict it is void. To the extent that any provision of a Chapter By-Law or action is deemed by the MPEA Board of Directors to be so, the Chapter shall promptly act to bring it into conformance.

*Section 6. REVOCATION.* The Board for good cause and after notice to the Chapter President and opportunity to be heard may, by a three-fourths vote, revoke Chapter status. The Chapter whose Chapter status is revoked may appeal the Board's action at the next Annual Meeting of the

Association. The revoked Chapter status may be restored if three-fourths of those voting at the Annual Meeting vote to do so.

*Section 7. NEGOTIATIONS.* Each Chapter shall have sole responsibility for determination of contract proposals and bargaining strategy. The Chapter shall have exclusive right to appoint committees and select bargaining teams. Such actions of the Chapters must at all times be legal and in conformance with the MPEA Constitution and By-Laws.

*Section 8. CHAPTER EXPENSES.* The Association shall pay the expenses incurred by the Chapter in accordance with a policy established by the Board of Directors. All verified expense claims shall be forwarded to the Executive Director of the Association for payment. No member may receive a payment other than expenses.

*Section 9. RATIFICATION.* The following procedures shall be used by all Chapters for ratification of all negotiated contracts.

- (1) Each contract when agreed to by the negotiating team, shall be signed by the Executive Director, Chief Negotiator and at least one other member of the negotiating team, subject to the ratification of the contract by the members of the Chapter.
- (2) Ratification shall be by secret ballot at a ratification meeting when all members of the Chapter reside primarily within one city, town or county. Ratification meetings may also be used to ratify statewide contracts so long as every member has a reasonable access to a meeting.
- (3) When the membership lives or works over a broad area, ratification may be accomplished by the following methods:
  - (a) As stated above by ratification meetings so long as every member has reasonable access to the meetings.
  - (b) When large numbers live within one or more areas, a ratification meeting will be held within those large member areas and a secret mail ballot will be used for the remaining members who do not have reasonable access to the meetings.
  - (c) A secret mail ballot may be sent to all members of the Chapter.
- (4) The method shall be selected by the Executive Director and the Chapter involved with financial impact and protection of member rights to be used in the determination.
- (5) The mail ballot process outlined in these By-Laws shall be utilized for voting by mail ballot, however, when circumstances show that a delay may have a detrimental effect on the membership, the process may be changed to provide a vote within the time limits available.
- (6) Copies of the contract subject to ratification shall be made available to all members prior to the vote or at the time of balloting if reasonable. This requirement may be waived if copies are not available and a full explanation is given.
- (7) Ratification shall be by a majority vote of those voting. "Majority" means fifty (50) percent of the total valid votes cast plus one vote.
- (8) A ratification vote may be challenged by any eligible voter, within five (5) days of the ballot count. The challenge shall be filed with the President of the Chapter or the Executive

Director or the Association. If the challenge has an overruling effect on the ballot outcome, a special meeting of the full Board of Directors of the Association shall be called and upon hearing testimony from all parties involved, the Board shall make a decision which shall be binding on all parties.

(9) Only those employees who are members of the Chapter, in good standing, at the time of the balloting, will be allowed to vote in contract ratification.

(10) Each Chapter shall choose an election committee to count the ratification ballots. The ballots shall be held by the Chairman of the Committee for thirty (30) days following the ballot count to allow inspection by any member of the Chapter desiring to do so.

## **ARTICLE V REPRESENTATION**

Section 1. **DEFINITION.** Representation is the means by which the Association makes its resources available to individual members or groups of members, to insure fair and impartial review of any alleged infringement as public employees, members of the Association, and its Chapters.

*Section 2. GENERAL POLICY.* The representation policy of the Association is founded on the principle that every public employee has certain rights and privileges provided by the Montana State Constitution and various laws, rules, policies and collective bargaining agreements governing employment by the public employer. Among the rights of Association members is the right to be represented by the Association to the best of its ability in appropriate cases. The right of representation by the Association is subject to policy established by its Board of Directors and to the financial ability of the Association.

*Section 3. LEGAL ASSISTANCE.* The providing of legal representation may include the assistance to counsel in court cases, grievances, arbitration or other representation matters which require the services of legal counsel. The Board reserves its full rights to make all determinations in the selection and use of legal counsel.

## **ARTICLE VI MEETINGS & MEMBERSHIP**

*Section 1. ANNUAL MEETING DATE.* The Annual Meeting of the members is to be held during the month of May or June. The Board of Directors shall set the date one year in advance unless events beyond their control alter the setting of the date.

*Section 2. BIDS FOR ANNUAL MEETING.* At the Annual Meeting, chapters may bid to have the Annual Meeting to be held two years hence at a place designated by the bidding chapter within the region wherein the chapter is located. If more than one chapter submits bids, a vote of the members present at the Annual Meeting will determine the meeting site. If only one chapter submits a bid, the members present shall vote to approve or reject it. If the bid is rejected by a majority vote, the members present shall select the meeting site by a majority vote. The Annual Meeting may not be held in the same region in any two consecutive years.

*Section 3. SPECIAL MEETINGS.* The Board may call special meetings of the members upon not less than thirty (30) days written notice to be given to all active members of the Association setting forth the date and place of the meeting and the matters to be considered by the members.

*Section 4. SPECIAL MEETINGS CALLED BY MEMBERS.* Not less than one-fourth of the active members of the Association can, by written petition, petition the Board to call a special meeting of the



members to consider subjects set forth in the petition. Upon receipt of petitions complying with this section, the Board shall call a meeting of the members at a date and place it shall specify and shall cause not less than thirty (30) days written notice to be given to all active members of the Association setting forth the date and place of the meeting and the subjects to be considered by the members as set forth in the petition.

*Section 5. MATTERS DISCUSSED.* The matters to be considered by members of the Association at special meetings are limited to those set forth in the notice calling the meeting.

*Section 6. ORDER OF BUSINESS.* The order of business at a meeting of the members shall be determined by the Board.

*Section 7. PROXY VOTING.* Proxy voting at meetings of the members of the Association or its chapters is prohibited.

*Section 8. PROCEDURE.* Robert's Rules of Order latest edition, shall govern procedure at meetings of the Association or its Chapters where applicable and when not inconsistent with the MPEA Constitution and these By-Laws, or the Chapter By-Laws for Chapter meetings.

## **ARTICLE VII BOARD OF DIRECTORS**

*Section 1. ELIGIBILITY.* Any active member of MPEA in good standing for six months prior to election or appointment is eligible to be a member of the Board of Directors. No staff member of MPEA who chooses to continue membership within the Association can be a member of the Board of Directors.

*Section 2. SIZE OF BOARD.* The Board of Directors is composed of eleven members as follows: the President, the four Vice Presidents, the Secretary-Treasurer, and one director from each of the five regions. The active members in each region shall elect one MPEA member for that region to represent them on the MPEA Board of Directors. The election is to be conducted as provided in these By-Laws. The elected Board of Directors shall appoint an additional member who shall be a retiree.

*Section 3. VACANCIES.* Vacancies on the Board are filled by appointment by a majority of the remaining members of the Board. A person so appointed shall fill the expired term of the person he/she replaced.

*Section 4. TERM OF OFFICE.* Regional directors hold office for a two year term and until their successors have been duly elected and qualified. The term of office shall begin on December 15 of the year in which they are elected. Regions 1, 2, and 3 shall have elections on even numbered years and Regions 4 and 5 on odd numbered years. The term of office for the appointed ex-officio Retired Member shall begin on December 15 of the year appointed and shall be for a two year term.

*Section 5. DUTIES AND POWERS.* The Board of Directors has the general control and management of the affairs and business of the Association subject to the Constitution and By-Laws of this Association. The directors shall in all cases act as a board, regularly convened, and in the transaction of business the act of a majority present at a meeting except as otherwise provided by law shall be the act of the Board, provided a quorum is present. The directors may adopt such rules and regulations for the conduct of their meetings and the management of the Association as they may deem proper.

*Section 6. MEETINGS.* The Board shall hold regular meetings at such times and places as the Board may from time to time determine. Special meetings of the Board may be called by the President at any time. The President must also upon written request of any three directors call a special meeting to be held not more than ten (10) days after receipt of such request.

*Section 7. NOTICE OF MEETINGS.* No notice need be given of regular meetings of the Board. Notice of special meetings shall be mailed to each director addressed to him/her at the last known post office address, at least five days prior to the date of such meeting, specifying the time and place of the meeting and the business to be transacted. At any meeting at which all of the directors shall be present although held without notice, any business may be transacted which might have been transacted if the meeting had been duly called.

*Section 8. QUORUM.* At any meeting of the Board of Directors, the presence of a majority of the Board shall be necessary to constitute a quorum for the transaction of business; however, should a quorum not be present, a lesser number may adjourn the meeting to some further time.

*Section 9. VOTING.* At all meetings of the Board of Directors, each officer and director and the retiree appointee shall have one vote. All actions of the Board shall be by majority vote except those so stated in these By-Laws.

*Section 10. COMPENSATION.* A director is entitled to receive for attendance at a meeting of the Board his expenses as fixed by the Board policy.

*Section 11. RESIGNATION AND REMOVAL.* An officer or director may resign any time, such resignation to be made in writing and to take effect immediately without acceptance. An officer or director may be removed from office upon a vote of two-thirds of the Board for failure to meet membership qualification, absence from three consecutive meetings of the Board, conduct unbecoming a member of MPEA or for other good cause after prior notice in writing to the officer or director setting forth the basis for his/her removal and after the Board has given a hearing if the officer/director requests in writing.

*Section 12. MAIL BALLOTS.* The Board may submit any matters it deems appropriate to a mail ballot of the active members of the Association in the manner provided in these By-Laws.

## **ARTICLE VIII OFFICERS**

*Section 1. OFFICERS AND DUTIES.* The officers of the Association and the duties of each are:

- (1) **THE PRESIDENT.** The President is the chief executive officer of the Association. He/she presides over all meetings of the members of the Association and of the Board of Directors. He/she has the general powers and duties of supervision and management of the Association through the Executive Director. He/she performs such other duties as are assigned by the Board.
- (2) **FIRST VICE PRESIDENT.** He/she shall act in the place and stead of the President and in his/her absence or on his/her request. In the event of the President's death, resignation or removal, the First Vice President become President for the remaining portion of the term. He/she performs such other duties as are assigned by the President.
- (3) **SECOND, THIRD AND FOURTH VICE PRESIDENTS.** They shall in order of precedence perform the duties of the First Vice President in his/her absence or upon request. They

perform such other duties as are assigned by the President. They shall in order of precedence move up when vacancies occur in offices above them.

- (4) **SECRETARY-TREASURER.** The Secretary-Treasurer is responsible for maintaining the records of the proceedings of the Association at its meeting and is custodian of all Association records. He/she maintains and supervises all Association bank accounts. He/she oversees the Association's books and records. He/she oversees the collection of all money due the Association and with the President shall sign and execute all contracts in the name of the Association. He/she renders to the Annual Meeting of the members of the Association a statement of the financial condition of the Association and renders or causes to be rendered like statements to the Board at such times as it directs him/her to do so. He/she performs such other duties as the President assigns.
  
- (5) **THE EXECUTIVE DIRECTOR.** He/she is appointed by the Board of Directors who determine his/her compensation and other matters relating to his/her employment. He/she is responsible for the general administration of MPEA under the direction of the President and the Board. He/she is responsible for executing the policies and directives of the Board. Under the supervision of the Board, the Executive Director shall sign all negotiated agreements and shall have authority to sign contracts for purchase or lease of equipment upon approval by the Board. He/she shall prepare and mail all mail ballots provided for in these By-Laws. He/she shall maintain liaison with the Chapters, with state, city, county, school district and other officials and agencies. He/she shall assist in the recruitment of members and the formation of Chapters. He/she shall advise and counsel the Board and members at meetings of the Board and the Association. He/she shall along with one other officer of the Association sign the checks of the Association and pay the bills incurred by the Association. He/she shall make arrangements for meetings of the Board and of the members. He/she shall hire with the approval of the Board such personnel as is necessary to carry out the MPEA programs and policies. He/she shall perform such other functions as the Board shall from time to time direct. For the purposes of affiliations, memberships or mergers and other organizations by MPEA, he/she shall be considered a member of MPEA and shall represent MPEA as such.

*Section 2. FIDUCIARY RESPONSIBILITIES.* All officers and directors having fiduciary responsibilities to the Association shall be held strictly accountable in all matters within the scope of their authority and responsibilities. All records and accounts, including accounts of income and expenses, shall be open for inspection by the members at all reasonable times and places. Accounts and records of income and expenses shall be audited once a year by the Board and at least once every two years by an independent accountant. Such audits shall be delivered to the Board and held for inspection by the members.

*Section 3. TERM OF OFFICE.* The officers shall be elected during the odd numbered years and shall hold office for a two year term beginning December 15 of the year in which they are elected and until their successors have been elected and qualified.

## **ARTICLE IX ELECTIONS**

*Section 1. ELECTION OF OFFICERS AND DIRECTORS.* Officers are elected as follows:

- (1) Any member may be nominated by submitting to the Board of Directors a nominating petition containing the position being nominated for and signed by twenty (20) MPEA

members in good standing. Such petitions must be received by the Board no later than 100 days prior to the Annual Meeting.

- (2) The names of persons so nominated shall be published in the Association newspaper no later than thirty (30) days prior to the Annual Meeting.
- (3) Nominations at the Annual Meeting. To be nominated at the Annual Meeting, a member must be present and signify his/her consent to serve if elected. A member who is precluded from attending the Annual Meeting due to an emergency or for job related reasons, must consent to a nomination in writing. Such written consent must be presented to the President prior to the nomination. The Board of Directors shall have sole authority to determine whether valid reasons exist for non-attendance at the Annual Meeting.
- (4) No later than November 10, the Executive Director shall mail a ballot with the names of those so nominated to every person who is a member of the association in good standing, according to the membership roster of the Association, as of that date.

*Section 2. REGIONAL DIRECTORS.* Regional Directors are elected as follows:

- (1) Any member within a Region whose Directorship is up for re-election may be nominated by submitting to the Board a nominating petition stating the position being nominated for and signed by twenty (20) MPEA members in good standing. Such petitions must be received by the Board no later than 100 days prior to the Annual Meeting.
- (2) The names of persons so nominated shall be published in the Association newspaper not less than thirty (30) days prior to the Annual Meeting.
- (3) Nominations at the Annual Meeting. To be nominated at the Annual Meeting, a member must be present and signify his/her consent to serve if elected. A member who is precluded from attending the Annual Meeting due to an emergency or for job related reasons, must consent to a nomination in writing. Such written consent must be presented to the President prior to the nomination. The Board of Directors shall have sole authority to determine whether valid reasons exist for non-attendance at the Annual Meeting.
- (4) The election is conducted by mail ballot in the same manner and at the same time as provided herein for election of officers. Eligibility to vote is the same as prescribed for officers. Only members within the respective regions may vote for Regional Directors. The Board shall certify as the winner the person who receives the plurality of the votes cast in each region.

*Section 3.* There shall be no "write in" position on the ballots. A person nominated unopposed shall be deemed elected at the Annual Meeting and his/her name shall not appear on the mail ballot.

*Section 4.* All members in good standing for not less than two months prior to the date any ballot is mailed out is eligible to vote. All propositions to be voted on other than election of officers shall be accompanied by an explanation mailed with the ballots.

*Section 5.* Only those who have been active MPEA members for the length of time prescribed in these By-Laws are eligible to vote in any of the elections provided for in this Article or matters voted on at meetings of the members.

*Section 6. ELECTION PROCEDURE.* Whenever an officer or other matter is submitted to the members by mail pursuant to these By-Laws, the following procedure shall apply:

- (1) Preparing the Vote List: The Executive Director shall prepare a list of eligible voters no later than five (5) days prior to the date ballots are to be mailed out. Any MPEA member in good standing may inspect the list at the MPEA office during office hours.
- (2) Observers: Candidates, whose names appear on the ballot, may be present when the ballots are prepared, mailed out, received for counting, opened and counted as hereinafter provided; or may designate a reasonable number of observers to represent them in these matter. To the extent that space permits, any MPEA member in good standing may be present when ballots on any matter submitted to the MPEA membership are received, opened and counted.
- (3) Procedure for Mailing Ballots: Within thirty (30) days of the time a ballot is required to be mailed and in accompany with the ballot, the Executive Director shall mail the following:
  - (a) An explanation of the matter to be voted upon;
  - (b) An explanation of the voting procedure as herein set forth, the last date on which ballots may be postmarked to be counted and the date, time and place where the ballots are to be counted;
  - (c) A ballot;
  - (d) A self-addressed, postpaid envelope (outer envelope) with the name and identification number of the eligible voter on the flap;
  - (e) A smaller plain envelope marked "ballot" (inner envelope) into which the voted ballot is to be placed and the envelope sealed.
- (4) Voting Procedure: All mail ballots must bear the postmark not later than twenty (20) days from the date they were mailed out.
  - (a) Once the eligible MPEA member has voted his/her ballot, he/she is to place the ballot in the smaller "ballot" envelope (inner envelope), seal it and place it in the larger self-addressed envelope and seal it. He/she shall then sign his/her name adjacent to the identification number on the flap of the outer envelope and mail it. Ballots not so signed shall not be counted.
- (5) Receipt, Check and Count of Ballots:
  - (a) (i) There shall be an MPEA election committee composed of no less than four members and no more than seven who consent to serve. Terms of the members are for one year beginning on January 1 and ending on December 31 of each year. No member may be an officer or director of the Association. No member may serve more than one term. The election committee shall be responsible for the receipt, check and count of ballots and the hearing and disposition of challenges with respect to all elections conducted pursuant to these By-Laws as hereafter provided.  
(ii) The director for region three shall appoint the election committee members during the off numbered years and the President shall appoint the members during the even numbered years. Appointments may be made at any time during the year when an election is called for.
  - (b) The Executive Director shall arrange for all ballots to be picked up at the Association box at the post office. The unopened outer envelopes are treated as "voters." They are checked off the voter list according to name and identification number. The outer envelope is opened and the ballot, still sealed in the "ballot" envelope is placed in a locked ballot box.
  - (c) At five o'clock (5:00) p.m. on the day set for counting, the Ballot Committee, being the only ones who have keys to the locked ballot box, and observers, as provided for herein and any other members in good standing, gather in the Association office for

the ballot count. The Ballot Committee shall open the ballot box and supervise the ballot count.

- (d) An MPEA member in good standing present, may challenge a ballot and, if the challenge is not resolved to the challenger's satisfaction, the ballot shall be set aside. Challenges must be made at the time ballots are opened and counted; otherwise they are waived.
- (6) Disposition of Challenges: Whoever challenges a ballot may submit objections in writing to the MPEA Election Committee within three (3) days of the date the ballots are counted. Failure to do so constitutes a waiver to the challenge and the ballot is then counted.
- (7) Objections to Election: Within three (3) days of the time the ballots were originally counted, an MPEA member in good standing may file with the MPEA Election Committee written objections to the conduct of the election or conduct affecting the results of the election and a statement of the reasons therefore.
- (8) Disposition: When objections are filed pursuant to Sections(6) and (7) above, the Election Committee shall, on at least two (2) days notice to all parties interested and within ten (10) days of the date of the ballot count, hear and act on the objections.
- (9) If no objections pursuant to Section (6) and (7) above, are filed within the times set forth herein or if the challenged ballots are insufficient in number to affect the results of the election, the Election Committee shall certify the results. When all challenges to the election are disposed of, the Election Committee shall certify the election results to the Board of Directors. If the Election Committee sustains objections to the election filed pursuant to Section (7) it shall order a new election to be conducted pursuant to these By-Laws.
- (10) The Election Committee shall lock all ballots and envelopes in the ballot box for ninety (90) days after the Election Committee has certified the election after which time the ballots and envelopes shall be destroyed.

## **ARTICLE X CONSTITUTION AND BY-LAWS CHANGES**

*Section 1.* The Constitution and By-Laws may be altered, amended or repealed and a new Constitution and By-Laws provision may be adopted upon:

- (1) A two-thirds vote of the members at an Annual or Special Meeting of all members of the Association, or;
- (2) By a two-thirds vote of the Board of Directors of the Association and;
  - (a) A Constitutional change must be ratified by a two-thirds vote of the members of the Association who vote by mail ballot on the question;
  - (b) A By-Laws change must be ratified by a majority vote of the members of the Association who vote by mail ballot on the question. A majority is fifty (50) percent of the valid votes plus one.

*Section 2.* When possible, the Board shall cause written notice of proposed alterations, amendments, additions or changes to the Constitution and By-Laws to be given to the members eligible to vote at

least thirty (30) days prior to the vote. In cases of emergency, those items subject to vote shall accompany the ballot.

## **ARTICLE XI DISSOLUTION**

*Section 1. DISSOLUTION.* In the event of dissolution, the assets of this Association shall be distributed as follows:

- (1) All liabilities and obligations of the Association shall be paid and discharged or adequate provision shall be made therefore.
  - (2) Assets held by the Association upon condition requiring return, transfer or conveyance, which condition occurs by reason of dissolution, shall be returned, transferred or conveyed in accordance with such requirements.
  - (3) All other assets shall be transferred to an organization selected by the Board of Directors, which meets the requirements of, and is exempt from taxation under Section 501(c) of the Internal Revenue Code.
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# **EMPLOYEES POLITICAL INFORMATION COMMITTEE, INC.**

## **CONSTITUTION**

### **ARTICLE 1 NAME AND DEFINITION**

The name of the corporation is MPEA EMPLOYEES POLITICAL INFORMATION COMMITTEE, INC., (hereinafter referred to as MPEA EPIC). It is a voluntary, nonprofit corporation, the membership of which is composed of employees of the State of Montana and its political subdivisions, their family members, and friends, and the corporation is not affiliated with any political party.

### **ARTICLE II FORMATION OF MPEA EPIC**

MPEA EPIC shall commence its corporate existence and purposes on the date which its Article of Incorporation are duly filed.

### **ARTICLE III OBJECTIVES**

The objectives of MPEA EPIC, through positive political action are to:

- (1) Promote the welfare of active public employees in the State of Montana and its political subdivisions;
- (2) Encourage all persons to participate in political activities for the purpose of obtaining or developing governmental policies, legislation, administration and finances for the advancement of the cause of good government in the State of Montana.
- (3) Encourage all persons to participate in political activities to procure candidates and to elect to office persons who are interested in the betterment of the working and retirement conditions of public employees of the State of Montana and the advancement of the cause of good government in the State of Montana.

### **ARTICLE IV MEMBERSHIP & CONTRIBUTIONS**

Membership in MPEA EPIC shall not be limited in number. The By-Laws may provide for one or more classes or members, the designation of such class or classes, the qualifications and rights of the members of each class, and rights of the members of each class, provisions for termination or forfeiture of membership, and contributions such members shall make for its financial support.

### **ARTICLE V ADMINISTRATIVE COMMITTEE OFFICERS**

The affairs of this nonprofit corporation shall be managed by a five member administrative committee who shall be active members of the Montana Public Employees Association throughout their term of office. The members of the administrative committee shall be elected or appointed by the Board of Directors of the Montana Public Employees Association. Members of this nonprofit corporation's administrative committee may be removed by a two-thirds vote of the Board of Directors of the Montana Public Employee Association. Members of the administrative committee shall have such terms of office and functions as may be set forth in the By-Laws.



Members of the administrative committee may be compensated only for actual expenses incurred in the performance of their official duties and shall receive no salary or other compensation.

**ARTICLE VI DISSOLUTION**

Dissolution shall be by a majority vote of the administrative committee, and shall be concurred on by a two-thirds vote of the Board of Directors of the Montana Public Employees Association, then ratified by two-thirds of the voting, active MPEA EPIC members. In the event of dissolution, all of the assets of property of MPEA EPIC shall be distributed to such other organizations or agencies as may say one or more of the same purposes as this nonprofit corporation, and in such proportion as the administrative committee shall determine by appropriate resolution.

**ARTICLE VII LIMITATIONS**

MPEA EPIC shall not be politically partisan but shall be nonpartisan, and represent only the views of its members.

**ARTICLE VIII AMENDMENT OF CONSTITUTION**

This Constitution may be amended by a majority vote of the administrative committee if concurred on by a two-thirds vote of the Board of Directors of the Montana Public Employees Association, then ratified by two-thirds of the voting, active MPEA EPIC members.

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# EPIC BY-LAWS

## ARTICLE I MEMBERSHIP IN MPEA EPIC

### Section 1. CLASSIFICATIONS.

- (1) Active Members: Any active employee of the State of Montana and its political subdivisions who is a member of the Montana Public Employees Association may become an active member of this corporation upon contributing financial support.
- (2) Contributing Members: Any association, business or other organization or person not desiring or qualifying for active membership, but interested in the improvement of working conditions and compensation for employees of the State of Montana and its political subdivisions and the cause of good government in the State of Montana, may become a contributing member upon contributing financial support.
  - (a) Rejection of Membership Applications. The administrative committee reserves the right to reject any person or organization from contributing membership.
  - (b) Revocation of Membership. The administrative committee may extend or expel from contributing membership any member who shall by action or expression, jeopardize the good will or image of the corporation to accomplish the stated objectives. The administrative committee shall give written notice to the member whose suspension or expulsion is under consideration by mailing to the member's last known address or delivering to the member personally, a written document stating that the member's membership is to be suspended or revoked and stating the reasons therefore. Any member so notified may request a review of the action of the administrative committee within thirty days after such notification. In the absence of a request for review or in the absence of satisfying the administrative committee after a hearing and review that such action should not be taken, such suspension or expulsion shall become effective upon a date set by the administrative committee.

*Section 2. CONTRIBUTIONS.* The term of contributing membership in MPEA EPIC shall be each calendar year. The fiscal year shall be January 1 to December 31. The term of active membership in MPEA EPIC shall be for the month(s) the active member is contributing to MPEA EPIC.

- (1) Active Members shall contribute to MPEA EPIC a minimum of FIFTY CENTS (\$.50) per month.
- (2) Contributing members shall contribute variable amounts as approved by the administrative committee.

## ARTICLE II MEETINGS

*Section 1. ANNUAL MEMBERSHIP MEETINGS.* The Annual Meeting of the members of this corporation shall be held during the week of the Annual Meeting of the Montana Public Employees Association on a day and at a time determined by the chair at the direction of the administrative committee.

*Section 2. SPECIAL MEETINGS.* Special meetings of the members, for any purpose or purposes, may be called by the chair or at the direction of a majority of the administrative committee designating the time and place of such meeting.

*Section 3. ADMINISTRATIVE COMMITTEE.* The administrative committee shall meet at least once every six months at a time and place determined by the chair or on the request of a majority of the administrative committee.

*Section 4. VOTING AT MEETINGS.* Only active members of MPEA EPIC shall have the right to vote on any matter at any membership and/or special meeting of MPEA EPIC.

### **ARTICLE III ADMINISTRATIVE COMMITTEE**

*Section 1. NUMBER OF MEMBERS.* The number of members constituting the administrative committee shall be five, one elected or appointed from each region, all of whom shall be active members of the Montana Public Employees Association and active members of MPEA EPIC. In addition, on a rotating basis, one member of the MPEA Board of Directors shall participate as a non-voting, ex-officio member.

*Section 2. CAPACITY OF MEMBERS.* The members of the administrative committee shall be the same persons as composed the Board of Directors of this corporation, and shall likewise act in the capacity of the Board of Directors of this corporation.

*Section 3. TERM OF OFFICE.* The term of office shall be for two (2) years starting on March 1. Three members' terms shall start in even number years. Two members' terms shall start in odd number years.

(NOTE: For the initial term of office, three members shall be appointed for a two year term and two members for a one year term.)

*Section 4. QUORUM FOR DOING BUSINESS.* A majority of the members of the administrative committee shall constitute a quorum for any administrative committee meetings and all transactions shall require at least three votes to pass.

*Section 5. POWERS.* The administrative committee shall have such powers as are customary for any governing body of a similar situation. It shall have the specific power of generating and expending the funds of this corporation in such manner as, at its discretion, will aid in the accomplishment of the objectives of this corporation.

*Section 6. REPLACEMENT.* If a member of the administrative committee becomes ineligible to serve or resigns that member's office or fails to attend three consecutive meetings of the committee without adequate excuse, such adequacy to be determined by the remaining members of the administrative committee, a vacancy in that member's office shall be declared and the vacancy shall be filled in the same manner as prescribed in Article V of the Constitution for the selection of administrative committee members. The person appointed to fill the vacancy shall serve for the remainder of the term of the appointee's predecessor.

## **ARTICLE IV OFFICERS**

*Section 1. OFFICERS.* The officers of MPEA EPIC shall be a President, also known as Chair; Vice-President, also known as Vice-Chair; and Secretary, elected annually by the administrative committee from among the members of the committee. In addition, the administrative committee shall elect or appoint a Treasurer and Deputy Treasurer pursuant to the provisions of Montana election laws.

*Section 2. DUTIES.* The officers shall perform such duties and shall have such powers as are customary for the President, Vice-President, and Secretary of a similar organization. The Treasurer and Deputy Treasurer shall perform those duties and responsibilities which are required by the provisions of the Montana election laws.

## **ARTICLE V FINANCES**

*Section 1. BANK ACCOUNT.* The Treasurer shall cause to be established a bank account or accounts into which shall be deposited all the funds of this corporation.

*Section 2. CONTRIBUTIONS TO CANDIDATES.* No contributions shall be made to a candidate for political office unless specifically authorized by a vote of a majority of the members of the administrative committee.

*Section 3. BONDS AND AUDITS.* The administrative committee shall direct such bonds and audits as may appear necessary to protect the funds of this corporation.

*Section 4. EMPLOYEES.* The administrative committee shall contract with the Montana Public Employees Association for the conduct of such services as it may feel necessary to carry out the objectives of this corporation, subject to the ability of this corporation to finance such requests.

## **ARTICLE VI AMENDMENTS & BY-LAWS**

These By-Laws may be amended by a majority vote of the members of the administrative committee, but such amendments shall not become effective until approved by a two-thirds vote of the Board of Directors of the Montana Public Employees Association, then ratified by two-thirds voting, active MPEA EPIC members.



Includes changes adopted at the 2017 Annual Convention  
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