



## **Professional Staff Association Bylaws**

### **Article I. Purpose**

#### **Section 1. Name and Representation**

The Professional Staff Association (PSA) consists of all professional staff employees located on any University of Toledo campus. The Professional Staff Council (PSC) will represent PSA by promoting its general welfare; seeking professional development opportunities; maintaining communications among staff members; and reviewing, initiating, and making recommendations on institutional policy as it affects PSA.

#### **Section 2. President's Charge to PSC**

The PSC shall act in an advisory capacity to The University of Toledo's President. It will also work closely with the President or his/her designee in order to coordinate training programs related to professional development, maintain communication among members, advise and consult on policies affecting administrative and professional staff. The PSC will also advise and consult with the Office of Human Resources to clarify and recommend appropriate appeal processes for administrative and professional staff members.

### **Article II. Professional Staff Association**

#### **Section 1. Membership of the PSA**

The PSA at The University of Toledo are comprised of all non-bargaining unit employees on all campuses whether salary or hourly, classified or unclassified, full or part-time, excluding those with faculty rank. These groups collectively shall be referred to as professional staff.

#### **Section 2. Regular Meeting of the PSA**

A meeting of the PSA shall be held at least once each calendar year on a campus of The University of Toledo at a time designated by the PSC. The time and place of the meetings of the PSA shall be announced at least five (5) working days prior to the meeting.

#### **Section 3. Special Meeting of the PSA**

A special meeting of the PSA may be called when requested in writing to the PSC by 15 percent of the PSA or as needed by the PSC. Notification stating the time, place and purpose shall be sent to each PSA member at least five (5) working days prior to the meeting.

#### **Section 4. Quorum**

At all duly called meetings of the PSA, at least 50 members of the Association must be present to constitute a quorum.

### **Article III. Professional Staff Council**

#### **Section 1. Representation**

The PSC shall consist of eleven (11) voting members elected by the PSA membership and four (4) voting members, two (2) appointed by the University President and two (2) appointed by PSC. The term of office for each person elected or appointed, except for those filling unexpired terms, shall be three years, and shall begin July 1. A Council member may not serve more than two consecutive terms.

#### **Section 2. Filling Vacancies**

The chair of the Election Committee shall forward to the Chair of Council the names of the remaining nominees and numbers of votes received in descending order to fill elected vacancies. Elected vacancies will be filled in descending order. Ties will be broken by vote of the PSC.

When this is not possible, the chair of the PSC shall nominate a candidate and present the name to PSC for approval. Upon approval, the candidate shall take a seat on the PSC until the next regular election for that seat.

In cases when a vacancy of an appointed representative occurs, the vacancy shall be filled by appointment of the President or PSC, with the appointee to serve until the original expiration date of that term.

#### **Section 3. Rules and Regulations for PSC Meetings**

Proper notice of the meeting, including the time, place, and purpose, must be given to all members at least five working days, in advance of the meeting. (See section 2, Article II)

All meetings will start on time.

The standard order of business will be as follows: approval of minutes, reports of officers, reports of committees, unfinished business, new business, announcements, and adjournment.

PSA members may attend PSC meetings but do not have voting rights.

There must be a quorum present at meetings when a vote is required. A quorum consists of a simple majority of PSC members.

Issues to be voted upon by the Council shall be presented through motions, seconds, discussions and voting. The standard for voting will be by voice. If the voice vote is in question, a show of hands will be taken by the chair. Ballot or roll call voting may be taken upon the request of any member of the PSC.

There must be opportunity to debate the question. It is a member's right to hear and be heard.

No individual may speak more than twice to the same question except by consent of the Council.

The questions must be decided by taking a vote. The majority position in the vote becomes the decision of the PSC.

No member can be compelled to vote; members may abstain from voting.

The chair protects his/her impartiality by exercising his/her voting right only when his/her vote would affect the outcome, in which case he/she can either vote or abstain and thereby change the result. When there is a tie without the chair's vote, the chair can vote in the affirmative, and such a vote adopts the motion; but if the chair abstains from voting, the motion is lost. When there is one more vote in the affirmative than in the negative without the chair's vote, the motion is adopted if the chair abstains; but if he/she votes in the negative, the result is thereby tied and the motion is lost.

A motion may not be presented again in the same form. The only way to bring a motion back for consideration at the same meeting is to move to reconsider the vote taken on the subject.

Any decision reached is considered null and void if it is in conflict with any higher authority, such as the constitution, trustee policy, bylaws, or any national, state, or local laws.

#### **Section 4. Time of PSC Meetings**

The PSC shall meet upon the call of the chair or upon the request of any member of the PSC.

#### **Section 5. Standing Committees of the PSA**

All committee Chairs shall be appointed by the chair of PSC and approved by the PSC. The committees shall report to the PSC and serve the PSA within the preamble and charge set forth under Article I and Article III, Section 6 of the Bylaws.

Standing committees of the Council are: Advocacy, Communications, Election, Fundraising, Membership, Professional Development, Scholarship and Sick Leave Bank. Standing committee membership shall be composed of at least one PSC member and other persons from the PSA. The committee chair shall inform the PSC of the membership of the committee. The term of office for standing committee members shall be for one year, but members can be re-appointed by the committee chair to serve subsequent terms.

The purpose of each committee is to act, react, and produce; as well as facilitate timely communications and interaction between PSC, other standing committees, and all members of the PSA. These activities will produce end results that support the preamble and charge of PSC.

Each committee is charged with performing in a timely manner by properly researching, analyzing, and presenting alternatives. Recommendations are forwarded to PSC for approval. Each committee is expected to focus only on matters pertinent to the committee's charge. Ideas and issues pertaining to another committee should be forwarded to said committee for consideration.

The PSC reserves the right to alter the Standing Committees as best determined by the PSC. Special committees may be appointed by the chair of PSC, approved by the PSC, and serve in the manner set forth under this section.

The PSC must ensure the bylaws are honored and the PSA properly served. Should a committee fail to meet its charge or purpose; a new committee chair may be selected by the chair of PSC with approval of the PSC, before an existing committee chair's term has expired.

## **Section 6. Standing Committee Charges**

The following charges have been written by the PSC. A standing committee may expand its charge or detail specific objectives with the approval of PSC.

- a. Advocacy Committee.** Educate and direct the professional staff as to the proper procedures to express concerns. Upon request of any PSA member, promptly review concerns of the member(s) that have not been resolved through normal departmental procedures. Work with Human Resources and in accordance to the University Policy and Procedure Manual in reference to problem resolution. Review and monitor the application of University policies as they relate to the PSA.
- b. Communication Committee.** Maintain the PSA web page. Provide communication assistance to PSC and the standing committees with direction from the council. Create a communications archive in conjunction with the office of the secretary to the PSC. Work with all Committees to publish newsletter for PSA members. All committees would be responsible for submitting content to be published in a newsletter.
- c. Elections Committee.** Annually initiate, conduct, tabulate and announce the results of nominations and elections for the PSC and other issues which affect the PSA. Maintain election eligibility and voting records. Provide election results to Chair of Council and Communication Committee. Communicate election results to all PSA membership.
- d. Fundraising Committee.** Facilitate and monitor deposits to endowed and non-endowed funds and organize different types of fundraising events. Work with the UT Foundation to strategize, plan, and increase donations as well as manage gift processing.
- e. Membership Committee.** Maintain a current list of all PSA members with input from the Office of Human Resources. Track new PSA hires to the University and assist with employee orientation and distributing information about PSA to new PSA members. Organize social events for PSA, including the general PSA meetings. Oversee the recruitment, selection and awarding of PSC sponsored staff awards.
- f. Professional Development Committee.** Serve as an advocate for PSA members in all aspects of professional development. The Committee supports PSA members' professional growth and career achievement by recommending policies and changes regarding professional development to University administration through the Professional Staff Council and Human Resources. Subjects within the Committee's purview include performance appraisal, compensation, training, leadership

development, and career paths. The Committee may also act on any other topic related to PSA members' professional development.

**g. Scholarship Committee.** Review applications and award the PSA student scholarship annually (if funds are available) according to the PSA scholarship guidelines.

**h. Sick Leave Bank Committee.** Administer and implement the sick leave bank guidelines, membership and enrollment procedures, and reasonable assessment of the rules to maintain an adequate reserve. In conjunction with the Office of Human Resources, review each application for compliance to the SLB policy guidelines. Human Resources shall provide staff support to maintain the sick leave bank, keep records of the sick leave bank balances, and prepare reports. The committee meets when Human Resources receives an application for sick leave bank usage.

## **Section 7. PSA Representation to University Committees**

The PSC shall appoint representatives from the PSA to serve on all University committees where PSA members are affected and where requested. The persons appointed by the PSC shall serve one year, unless some other term is specified, and shall be eligible for re-appointment, consistent with committee policy.

## **Section 8. Elections**

**a. Election Committee.** The Election Committee will consist of those members whose term of office on PSC expires at the end of the current year and the immediate past chair of the Council. The chair of the Election Committee will be appointed by the chair of PSC, with approval of Council, but shall not be the chair of the PSC. The Election Committee will seek and accept nominations for members of the PSC from all eligible voters. The ballots for nominations will be constructed in such a way as to insure that the composition of Council will reflect the guidelines in Article III, Section 1.

**b. Nominations.** Nominations for elected membership on the PSC should be collected each year in the last quarter of the current fiscal year by the Election Committee under the procedures outlined below.

The Election Committee shall obtain from the PSC Membership Committee and/or the Office of Human Resources, a roster of PSA members. The Election Committee shall make the rosters available to all PSA members. Each eligible member of the PSA may self-nominate or nominate a colleague for an elected position on the PSC.

All professional staff, as defined in Article II, will be eligible for nomination to be elected to a seat on the PSC. A Council member may not serve more than two consecutive terms. It is the responsibility of the Election Committee to set deadlines for nominations and to make available the rosters and nomination forms.

PSA members will have at least two weeks from the notice date that roster and nomination forms are available to submit a nomination for a colleague, or to self-nominate for election to PSC. The deadline will be clearly stated on the nomination

instructions. Each

PSA member may nominate more than one individual for a seat on PSC. All nominees must indicate willingness to serve a three-year term if elected by signing the nomination form where indicated.

- c. Ballot Preparation.** The Election Committee shall prepare a ballot that contains the names, arranged alphabetically, of all individual nominees who have accepted nomination.
- d. Balloting Procedures.** The Election Committee shall provide a ballot to each eligible voter. This should be done each year in the last quarter of the current fiscal year. The Election Committee is responsible for confidentially tracking the election results. Only votes cast within the prescribed time limits will be counted.

PSA members will have at least one week to vote. Each PSA member may vote for no more than one individual. All professional staff, as defined in Article II, will be eligible to vote.

- e. Counting of Ballots.** The number of votes cast for each nominee shall be listed in rank order of the votes received. The nominee(s) receiving the largest number of votes will be offered a seat on the Council. This process will continue until all vacancies on Council have been filled.

If there is a tie among the nominees on an election ballot and there are not enough open seats on Council for the nominees, the names of all persons so tied shall be placed on a ballot. Ties shall be broken by vote of the Council.

- f. Notification of Nominees and Winners.** Following the tabulation of nomination and election returns, the Election Committee shall notify each person chosen in order to confirm his or her willingness to serve. If any person declines, the next runner-up who is willing to serve shall be selected by the committee.
- g. Certification of Election Results.** The chair of the Election Committee shall validate the final results of the election to the chair of PSC. This shall include the names of the winners who are willing to serve, the number of votes each nominee received, and the number of invalidated votes. The chair of PSC shall announce these results to the PSC, the PSA, the University President and Senior Leadership Team, and the University community. Election results will be recorded by the Chair of PSC and by the PSC Secretary to be utilized as required to fill any vacancy that may occur on Council in an unexpired term.

All nominations, the election votes and the evidence of invalid votes shall be retained for one year after tabulation by PSC. In the event of a contested election PSC will make a final determination of the results.

- h. Nominations for Presidential and PSC Appointments.** PSA members eligible for a Presidential or PSC appointment have the opportunity to nominate themselves for

consideration. Nominations will be sought by the Elections Committee. The Chair of the Elections Committee will report the names of all nominees for Presidential appointments to the Chair of PSC. The Chair of PSC will present those nominees to the President of the University; upon review the President selects the appointment(s). The PSC Chair will report the results to Council. The balance of the nominees will be presented to the PSC; upon review the PSC will select the appointment(s).

## **Section 9. Responsibilities of Professional Staff Council Members**

- a. Attendance at Meetings.** Council members are expected to attend each scheduled meeting as notified. If a council member is absent in excess of four regular meetings during a term year (July-June), the PSC chair will notify the member that they are in violation of the attendance policy. The member's name will be presented to PSC for removal. A two-thirds vote of PSC shall be sufficient to remove the council member.
- b. Committee Service.** Council members are required to serve on at least one PSC standing committee during each academic year. Failure to serve may result in the member's name being presented to PSC for removal. A two-thirds vote of PSC shall be sufficient to remove the council member.
- c. Communications.** Council members serve as the focal point for communications between PSC and PSA members. Each council member is responsible for communicating information about PSA and the activities of PSC to members and to communicate concerns from PSA membership to the PSC

## **Section 10. Past Chair Advisory Committee**

Any past PSC Chair who is still employed at UT may serve on an Advisory Committee providing input and history for PSC. Past Chair Advisory Committee members are welcome to attend PSC meetings; however they do not have voting rights.

# **Article IV. Leadership of the PSC**

## **Section 1. PSC Leadership Section**

- a. Nomination and Election of Officers.** Nomination and election of officers for PSC should take place at the first meeting of the new PSC commencing on or after July 1 of each year. Currently seated or newly-elected PSC members may nominate a candidate for office and/or be elected to an officer position. All nominations for office require a second. Each candidate for office will be given an opportunity to speak to their nomination. It will be the responsibility of the current chair (or in his or her absence the responsibility of the current vice chair) to schedule and convene this meeting.
  - i. Election of the Chair:* The chair will be elected by the PSC and will serve for a term of one year, unless re-elected. When stepping down from office in an unexpired term, the chair of PSC shall maintain the duties and responsibilities of a PSC member. If the chair's term on PSC expires at the end of the year of service, he/she will serve in an advisory capacity for one year as past-chair (ex-

officio).

- ii. *Election of the Vice-Chair:* The vice-chair will be elected by the PSC and will serve for a term of one year, unless re-elected. When stepping down from office in an unexpired term, the vice-chair shall maintain the duties and responsibilities of a PSC member. If the vice-chair's term on PSC expires at the end of the year of service, he/she will serve in an advisory capacity for one year as past vice-chair (ex-officio).
- iii. *Election of the Secretary:* The secretary will be elected by the PSC and will serve for a term of one year, unless re-elected. When stepping down from office in an unexpired term, the secretary shall maintain the duties and responsibilities of a PSC member. If the secretary's term expires at the end of the year of service, he/she will serve in an advisory capacity for one year as past secretary (ex-officio).
- iv. *Election of the Treasurer:* The treasurer will be elected by the PSC and will serve for a term of one year, unless re-elected. When stepping down from office in an unexpired term, the treasurer shall maintain the duties and responsibilities of a PSC member. If the treasurer's term expires at the end of the year of service, he/she will serve in an advisory capacity for one year as past treasurer (ex-officio).

## **Section 2. Duties of the Officers**

- a. Duties of the Chair.** The chair shall preside at all meetings of the PSC and PSA, and perform all duties incidental to the office. The chair will sustain the responsibility of asserting the leadership and support to consistently promote the welfare of PSA through PSC. It is the responsibility of past-chair to pass all records kept during office to the chair-elect within the first two weeks of stepping down from office.
- b. Duties of the Vice-Chair.** The vice-chair shall in the absence or incapacity of the chair, perform the duties of the office of chair. The vice-chair will sustain the responsibility of working with the chair to promote the welfare of PSA through PSC. It is the responsibility of the past vice-chair to pass all records kept during office to the vice-chair elect within the first two weeks of stepping down from office.
- c. Duties of the Secretary.** The secretary will maintain the official records of PSA/PSC. He or she is responsible for the recording, correction and distribution of minutes for each PSC/PSA meeting, working with the PSC Communications Committee to accomplish this task. The secretary will ensure that minutes are distributed to PSC members prior to or at the PSC meetings, and that approved minutes with corrections are provided to PSC and PSC Communications Committee chair for posting on the PSA webpage. The secretary will also maintain the official records of PSA/PSC by maintaining communication with all PSC committee chairs to procure copies of committee membership lists and minutes for distribution to PSC, and maintain files on all events sponsored by PSC/PSA and related publicity. It is the responsibility of the past-secretary to pass all records kept during office to the secretary elect within the

first two weeks of stepping down from office.

**d. Duties of the Treasurer.** The treasurer will review and evaluate the foundation funds belonging to PSA/PSC and be responsible for tracking disbursements and receiving donations for those funds. The treasurer will work with the Chair, Vice Chair, and input from PSC for creating an annual budget for professional development opportunities, annual meeting support, etc. along with processing reimbursements and handling cash for PSA/PSC purchases. The treasurer should have a financial background or hold a position within UT that has the ability and authority to do such actions; furthermore understand and follow all relevant UT and UT foundation financial policies (i.e., cash handling, travel, p-card, reimbursements, etc.). The treasurer is required to be a member of the Fundraising Committee.

## **Article V. Finance**

### **Section 1. Scholarship**

The PSA scholarship was established in 1996 and was vested in 2003, which is held in the UT Foundation. The Scholarship Committee will select a recipient(s) based on the guidelines described in the fund agreement.

### **Section 2. Budget**

A yearly budget will be prepared by the treasurer and provided to PSC for approval.

## **Article VI. Parliamentary Authority**

Robert's Rules of Order Newly Revised shall be the authority on parliamentary procedure at any meeting of the PSA, PSC, or its committees.

## **Article VII. Amendments to the Bylaws**

These bylaws may be amended by a majority vote of the PSA quorum. The proposed amendments must be submitted to the members of the PSA at least five (5) business days prior to the meeting at which the vote will be taken.

(Last revised, June 2017)