

**CONSTITUTION**  
**of the**  
**ACADEMIC PROFESSIONALS OF CALIFORNIA**

**PREAMBLE**

We, who are dedicated to higher education, accept our responsibility to the public universities of California. In order that public higher education may survive and fulfill its mission, we join together in the creation of the Academic Professionals of California. In this unity we will protect our state, our students and ourselves from those who would stifle and destroy freedom of inquiry.

Our purpose shall include furthering educational development and opportunity, protecting intellectual freedom, improving scholarship and teaching, and promoting reason and justice.

We seek the fullest democracy for all. We unite to promote the welfare of the community of scholars in its search for knowledge and truth.

**ARTICLE I**

**NAME AND AFFILIATIONS**

**Section 1: Name**

This organization shall be known as the Academic Professionals of California (herein referred to as APC).

**Section 2: Affiliations**

APC may be affiliated with other organizations, subject to the provisions of this Constitution.

**ARTICLE II**

**OBJECTIVES**

The objectives of APC include the following:

1. To improve the working conditions, salaries, benefits and professional status of university academic professionals;
2. To insure the constitutional right of each person to be protected from discrimination because of race, religion, gender, sexual orientation, national origin, age or economic status and further, to protect the constitutional rights of each person to act on his or her social and political beliefs;

3. To achieve democratic decision making authority for academic professionals on professional matters, including appointment, classification, reappointment, reassignment, tenure, promotion, discipline of academic professionals and the appointment of managerial personnel;
4. To make the various governing and advisory boards at all levels of higher education in California truly representative of the diverse concerns of our society;
5. To promote and protect academic freedom; and
6. To promote efforts of educational institutions to secure funds and to secure political support for action on social, ethnic, cultural and economic needs in their adjacent communities as well as in the society at large.

### ARTICLE III

#### MEMBERSHIP AND GOVERNANCE

##### Section 1: Membership

###### A. Active Membership

All academic professionals currently employed in CSU Bargaining Unit 4 shall be eligible for active membership. Active members shall be entitled to all of the rights, privileges and prerogatives of the Union and its affiliates. These shall include, but are not limited to, the right to vote on Union matters as provided herein and the right to hold Union office.

###### B. Associate Membership

All individuals not currently employed in CSU Bargaining Unit 4 who share the goals of the Union shall be eligible for associate membership. The rights, privileges and prerogatives of associate membership shall be determined by the APC Council.

###### C. Retired Membership

All active or associate members who have retired from regular employment shall be eligible for retired membership. The rights, privileges and prerogatives of retired membership shall be determined by the APC Council.

##### Section 2: Governance

The governing body of APC shall be known as the APC Council. The APC Council shall consist of delegates from each of the chapters, a retiree representative, and members of the Executive Board. The retiree representative and members of the Executive Board shall be non-voting members of the Council.

### ARTICLE IV

#### LOCAL CHAPTERS

Chapters shall establish their own operating guidelines, and shall conduct all business in accordance with the terms of this Constitution.

## ARTICLE V

### APC COUNCIL

#### Section 1: Meetings

The Council shall hold at least four meetings scheduled at regular intervals throughout the calendar year. Special meetings may be called by the President, a majority of the Executive Board, any six voting members of the Council, or by petition of 25 percent of the APC membership.

#### Section 2: Representation

Delegates to the APC Council shall be APC members selected by their respective chapters. Each chapter in good standing shall be entitled to one vote plus one vote for each full 15 voting members of the chapter (e.g. up to 14 chapter members, one vote; 15-29 chapter members, two votes; 30-44 chapter members, three votes). Voting strength for a Council meeting shall be determined on the basis of the number of members in each chapter at the most recent official count before the meeting. The retiree representative shall be elected every two years in the Spring from among and by current APC retiree members in good standing, with the election being held in the same years as chapter elections.

#### Section 3: Quorum

The presence of delegates of a majority of chapters, which chapters also represent a majority of the voting strength of the APC Council, and the presence of either the President or the Vice President, shall constitute a quorum at all APC Council meetings. While voting by written proxy shall be permitted, such proxies shall not count for quorum purposes.

#### Section 4: Committees

The APC Council shall establish committees, as it deems necessary, to assist in conducting the business of the Council and of APC.

#### Section 5: Bylaws

The APC Council shall adopt and may revise Bylaws to this Constitution by a majority vote of its members.

## ARTICLE VI

### OFFICERS

#### Section 1: Officers

The officers of APC shall be President, Vice President, Secretary-Treasurer, Recording Secretary, and Council Member at Large. The duties of the officers shall be outlined in the Bylaws.

#### Section 2: Duplication of Offices

No person shall hold more than one office. With the exception of the Council Member at Large, no officer may serve as a delegate to the APC Council from any chapter.

### Section 3: Election of Officers

The President, Vice President, Secretary-Treasurer and Recording Secretary shall be elected by the members of APC every three years, with elections being held in the Spring. Prior to each election, the Council shall establish an Election Committee which will develop a timeline for the election, nominate candidates, provide for the nomination of additional candidates from the APC membership at large, and oversee the electoral process.

The Council Member at Large shall be elected by the members of the APC Council every two years, with the election being held at the first Council meeting following the completion of chapter elections.

### Section 4: Eligibility

Each officer shall be an active member in good standing.

### Section 5: Vacancies

When a vacancy in office occurs, it shall be filled by appointment by the APC Council at its next meeting.

### Section 6: Removal from Office

Any officer may be removed from office for cause by a 2/3 vote of the Council at a special Council meeting called for that purpose, or by a recall election on petition of 20 percent of the voting membership and a vote of a majority of the voting members.

### Section 7: Transfer of Records and Property

At the end of his or her tenure in office, each officer shall turn over to his or her successor all books, papers, records and other Council property that came into his or her custody during his or her tenure in office.

## **ARTICLE VII**

### **EXECUTIVE BOARD**

#### Section 1: Membership and Duties

The Executive Board shall consist of the officers of APC and up to three additional non-voting members appointed by the elected officers for such terms and tasks as are needed to carry out the business of APC. The Executive Board shall have the power to execute the policies set by the Council, within the limits of the Constitution. All interim decisions, including the expenditure of unbudgeted or unallocated funds, shall be binding unless nullified or modified by the Council at its next meeting, at which time all interim actions of the Board must be reported. The Executive Board shall make recommendations to the Council concerning the hiring, salary and working conditions of all paid employees of APC.

#### Section 2: Meetings

The Executive Board shall hold regular meetings in conjunction with Council meetings, and also shall meet at the call of the President or a majority of the Board. A meeting may be held by the use of conference telephone call if a majority of the Board concurs.

#### Section 3: Quorum

The presence of at least a majority of the officers, including either the President or Vice President, shall constitute a quorum for transaction of official business at all Board meetings.

## ARTICLE VIII

### PARLIAMENTARY AUTHORITY

Robert's Rules of Order (latest revised edition) shall govern all points not covered by this Constitution.

## ARTICLE IX

### DUES

A two-thirds vote of the APC Council shall establish membership dues. APC dues shall be collected by deduction from salary or retirement warrants or by direct payment.

## ARTICLE X

### GENERAL PROVISIONS

#### Section 1: Incorporation

APC is a non-profit labor organization.

#### Section 2: Chapter Property

If any chapter should cease to exist, its property, assets and privileges shall be held in conservation by the Council until such time as a chapter can be re-established. Any actions on behalf of the chapter shall be by a majority vote of the Council.

## ARTICLE XI

### REFERENDUM

All formal actions taken by the APC Council shall be subject to a referendum by APC members in the following manner:

#### Section 1: Reconsideration

Upon presentation to the APC Council of a petition bearing the signatures of 20 percent or more of the regular voting membership, the Council shall, at that meeting, reconsider its former action as specified by the petitioners.

#### Section 2: Referendum

If the APC Council reaffirms its action, that action shall be subject to a secret ballot vote by the membership at large in a referendum to be held within 30 days. If a majority of the regular members of APC voting reject the APC Council action, that action shall become null and void.

## ARTICLE XII

### AMENDMENTS TO THE CONSTITUTION

Amendments to the Constitution may be proposed either by a Council member or by petition representing 25 percent of the APC membership. Proposed amendments shall be discussed at a regular or special meeting of the APC Council, and upon a 2/3 vote shall be submitted to the membership at large for ratification by a majority of the members voting.

*most recently amended by the APC membership - September 2007*