

Constitution of the Inter Faculty Organization of the Minnesota State Universities

September 2014

ARTICLE I -- NAME

The name of this organization shall be the Inter Faculty Organization of the Minnesota State Universities (IFO). The organization shall be composed of faculty members of the Minnesota State Universities of the Minnesota State Colleges and Universities (MnSCU).

ARTICLE II -- PURPOSE

The purpose of this organization shall be to promote the welfare of the faculties of the Minnesota State Universities and to improve public higher education through such activities as faculty participation in the governance of the Minnesota State Universities and the Minnesota State Colleges and Universities (MnSCU).

ARTICLE III -- STRUCTURE

Section 1. Delegate Assembly: There shall be two forms of the Delegate Assembly, General and Interim. The General Delegate Assembly shall have the authority to establish policies, approve budgets, and review actions of the IFO Board of Directors. Interim Delegate Assemblies are called, as needed, at the discretion of the Board by a simple majority vote.

Section 2. IFO Board of Directors: Subject to section 1 of this article, the managing Board of this organization shall be the IFO Board of Directors. The IFO Board of Directors shall have full power to act for the IFO when the Delegate Assembly is not in session.

Section 3. Local Faculty Associations: Members of the IFO shall also be members of the local component university association established by the IFO and referred to as a State University Faculty Association.

Section 4. IFO Operating Procedures: The IFO Operating Procedures shall be established by the Delegate Assembly or the IFO Board of Directors when the Delegate Assembly is not in session. Such procedures may be augmented, revoked or amended in a similar manner. The IFO Operating Procedures shall be kept current and maintained at the IFO office, with copies available upon request.

ARTICLE IV -- MEMBERSHIP

Section 1. The membership of the Inter Faculty Organization shall consist of the faculty of the Minnesota State Universities who are eligible under the appropriate legislation and the Bureau of Mediation Services unit determinations, and who pay assessed dues.

Section 2. *Membership in Affiliate Organizations:* The IFO Board may propose affiliation or termination of affiliation with other organizations. Approval of such proposals shall require a majority of all IFO members voting by secret ballot. Approval also requires majority affirmative votes at a majority of all campuses voting.

Section 3. IFO Discipline of Union Members: By a majority vote, the IFO Board may discipline members for actions contrary to the best interests of the organization after a procedure that provides due process.

Section 4. *Dues and Financial Procedures:* Dues and other financial procedures shall be established by the IFO Board or IFO Delegate Assembly in accordance with the IFO Operating Procedures.

ARTICLE V -- OFFICERS AND STAFF

Section 1. *Officers:* The officers of this organization shall be the president, the vice-president, the secretary, and the treasurer.

Section 2. *The Executive Committee:* The Executive Committee shall be the President of the IFO and the presidents of the local Faculty Associations. A local Association Vice President may substitute for a local Association President. In the event that a Vice President is not available to substitute for a local Association President, the Executive Committee of the local Association may designate a representative to the IFO Executive Committee with advance notice given to the IFO President. If the IFO treasurer is not a local Faculty Association President, he/she shall sit as an *ex officio* nonvoting member of the Executive Committee.

Section 3. *Personnel:* The IFO Board of Directors or its designees shall hire and retain appropriate employees and/or independent contractors.

ARTICLE VI -- ELECTIONS AND TERMS OF OFFICE

Section 1. *President:* The President of the Inter Faculty Organization shall be elected by a secret ballot of the membership during April of even-numbered years. The President shall serve a term beginning in July of even-numbered years and continuing two full years and until an elected successor takes office. The President may not serve more than two consecutive terms in office.

Section 2. *Treasurer:* The Treasurer of the IFO shall be appointed from the membership of the IFO by the IFO Board during its first meeting of the academic year in odd-numbered years. The

Treasurer shall serve a two-year term beginning at the first IFO Board meeting of odd-numbered academic years. The Treasurer may not serve more than two consecutive terms.

Section 3. Vice-President and Secretary: The Vice President and Secretary of the IFO shall be appointed from the membership of the Executive Committee by the IFO Board of Directors at its first meeting of the academic year. The Vice President and Secretary shall serve one-year terms beginning at the first meeting of the academic year. These officers shall serve no more than two consecutive terms.

ARTICLE VII -- DUTIES OF OFFICERS

The following shall be included in the list of duties of the officers of the Inter Faculty Organization. Nothing shall preclude the IFO Board of Directors from changing or modifying the duties of the officers, other than those of the President.

Section 1. President: The President shall be the chief executive officer of the Inter Faculty Organization. The President shall preside at all meetings of the IFO Executive Committee, and IFO Board. The President, as directed by the IFO Board of Directors and the IFO General Delegate Assembly, shall be responsible for the activities of the IFO committees, the personnel hired and retained by the IFO, and the conduct of negotiations when the IFO Board is not in session.

Section 2. Vice-President: The Vice-President shall be a member of the Executive Committee of the IFO and shall perform the duties of and has the power of the President during any absence of the President or inability of the President to act. If a vacancy occurs in the office of President of the IFO, the Vice-President shall serve until a new President of the IFO has been elected at the next regularly scheduled election for IFO President. The Vice-President, at the direction of the President, shall be responsible for reporting the activities, recommendations, and proposed motions of the Executive Committee to the IFO Board. The Vice-President shall also, at the direction of the President, be responsible for preparing and managing negotiation of staff collective bargaining agreements.

Section 3. Secretary: The Secretary of the Inter Faculty Organization shall be a member of the Executive Committee of the IFO. The Secretary shall be responsible for overseeing the timely and accurate recording of the activities and minutes of the IFO Delegate Assemblies, IFO Board meetings, and IFO Executive Committee meetings held during the term of office of the Secretary. The Secretary may use electronic media to fulfill those duties and, with the approval of the President, may also use the services of IFO staff personnel.

Section 4. Treasurer: The Treasurer shall be responsible for overseeing the development of a proposed budget, in consultation with the Executive Committee, to be presented to the IFO Board and to the IFO Delegate Assembly. The Treasurer shall be responsible for overseeing disbursement of funds of the IFO, maintenance of records of all financial transactions, the monitoring of the collection of dues, fees, and other funds owed to the IFO, the development and monitoring of an IFO investment policy, and other financial and business transactions as directed by the IFO Board of Directors. The Treasurer, with the approval of the President, may also use

the services of IFO personnel. In the event the IFO Board elects as Treasurer, a person who is not an elected member of the IFO Board of Directors, that person shall become an *ex officio*, nonvoting member of the IFO Board.

ARTICLE VIII -- IFO BOARD OF DIRECTORS

The IFO Board of Directors shall establish the policies and operating procedures of the Inter Faculty Organization subject to actions of the biennial IFO General Delegate Assembly, shall direct negotiation of the collective bargaining agreement, and shall be responsible for conducting the business and affairs of the organization.

Section 1. Membership: The IFO Board of Directors shall consist of the IFO President, the presidents of the local Faculty Associations and director(s)-at-large from and elected by each local Faculty Association according to the following limits:

Bemidji	2
Mankato	3
Metropolitan	2
Moorhead	2
Southwest	1
St. Cloud	3
Winona	2

In the absence of the local Faculty Association President or one of the directors-at-large from that Association, the local Vice-President of the Association or other designee may serve as a temporary Board member, with full voting privileges. Such designee shall be appointed by the Local Association President with advance notice given to the IFO President.

Section 2. Directors' Terms of Office: Directors-at-large shall hold office for two-year terms, beginning with the first meeting of the academic year. The local Associations shall stagger the terms of the directors-at-large elected from their campuses.

Section 3. Meetings: The IFO Board of Directors shall meet at least six times during the academic year. Special meetings of the IFO Board of Directors may be called by the President by written notice to a majority of the members of the Board. The quorum for a Board meeting shall be a majority of the membership of the Board and a majority of universities. In extraordinary circumstances or emergencies, as determined by the IFO Board of Directors or by the IFO President, with the consent of the Executive Committee, the members of the IFO Board may be consulted and polled electronically.

ARTICLE IX -- COMMITTEES OF THE BOARD

The IFO Board, following procedures listed in this article or in other articles of this Constitution, shall establish such committees, task forces, and councils as it deems necessary to conduct its business and responsibilities. These appointments shall include, but not be limited to, the

Executive Committee and the Standing Committees of the IFO. Additional groups shall be designated through processes detailed in the Operating Procedures of the IFO.

Section 1. Executive Committee: The Executive Committee of the IFO Board shall have the composition and duties described in Article V and VI of this Constitution, including representing the IFO at state Meet and Confer sessions. Other duties may be assigned to the Executive Committee by the IFO Board.

Section 2. Standing Committees of the IFO: The Standing Committees of the IFO Board of Directors shall consist of at least one member elected or selected by each local Association. The exact composition of each Standing Committee shall be specified in the IFO Operating Procedures. Each Standing Committee shall elect a chair. The chairpersons of the Standing Committees shall serve no more than two consecutive one-year terms as chair. Standing Committees of the IFO Board of Directors shall elect from within their memberships such officers as they deem necessary, subject to the limitations imposed by these articles and the IFO Operating Procedures. Standing Committees may request appropriate staffing from the IFO Board of Directors.

ARTICLE X -- LOCAL FACULTY ASSOCIATIONS

A local Faculty Association shall be established by the IFO among its members at each Minnesota State University campus.

Section 1. Constitution: Each local Association shall adopt a local constitution that shall not conflict with this IFO Constitution, the IFO Operating Procedures, or the collective bargaining agreement. The Board shall review and work with local Associations to resolve conflicts. By a two thirds majority vote of the entire membership of the Board, the Board may declare conflicting local Association language to be null and void and no longer a part of the local Association's governing documents. A copy of each local Association Constitution shall be kept on file at the IFO Central Office.

Section 2. Officers: Each local Faculty Association shall specify the officers of the local Association and their terms of office in its local constitution. Each local Association shall establish a local governing body for the purpose of fulfilling the duties and responsibilities of the local Association in university governance and representation of the numbers of the local bargaining unit. The governing bodies shall include the IFO Board members representing the members of the local Associations.

Section 3. Powers and Duties: Local Associations shall be empowered to spend funds provided by the IFO Board of Directors to further the goals of the IFO and the local Faculty Associations. Local Associations shall select their respective IFO Board members, IFO committee members, and delegates to IFO Delegate Assemblies in a manner consistent with this Constitution, the IFO Operating Procedures, and the local Association Constitutions. Local Associations shall establish a Grievance Committee and such other committees as they deem necessary.

ARTICLE XI -- GENERAL DELEGATE ASSEMBLY

The General Delegate Assembly of the Inter Faculty Organization of the Minnesota State Universities shall be held during even-numbered years at a time and place established by the IFO Board. The IFO Board of Directors shall be responsible for making arrangements for the IFO General Delegate Assembly.

Section 1. Composition: The IFO General Delegate Assembly shall be composed of the members of the IFO Board of Directors and certified delegates or alternates elected or appointed by local Faculty Associations. Each Faculty Association President shall appoint five delegates and five alternates and an additional delegate and alternate for every fifteen IFO members at the respective state university at the time of the last IFO Board meeting in the calendar year prior to the Delegate Assembly.

Section 2. Meetings: The General Delegate Assembly shall be held on even-numbered years at a time and place established by the Board. Meetings shall be conducted under the supervision of the IFO Board of Directors or under supervision of local committees established by the Board.

An Interim Delegate Assembly may be called by the President with the concurrence of a majority of the members of the IFO Board of Directors present and voting, or shall be called on petition of at least 20 percent of the IFO membership. Notice of an Interim Delegate Assembly shall specify the time and place of the meeting and, in general terms, the purpose of the Interim Assembly. No business other than that specified in the notice shall be conducted. The IFO President shall inform each local Faculty Association of an Interim Delegate Assembly not less than 20 days before the Assembly is scheduled to convene.

Section 3. Officers:

- A. Number and Title: The officers of the General Delegate Assembly shall be the President of the IFO, who shall be the presiding officer, and the Secretary of the IFO, who shall be the Secretary of the Assembly.
- B. Duties:
 - i. The Presiding Officer: The President of the IFO or his/her designee shall preside at all meetings of the General Delegate Assembly, appoint tellers to assist in determining the result of any action taken by vote, and perform such other duties as custom and parliamentary usage requires. The President or designee may consult a parliamentarian when a question of order arises.
 - ii. The Secretary: The Secretary shall cause a factual record of the proceedings and resolutions to be prepared and submitted to the Board of Directors for approval.

Section 4. Order of Business: The order of business and the standing rules of the General Delegate Assembly shall be those adopted by the General Delegate Assembly.

Section 5. Certification of Delegates and Alternates: Each local Faculty Association President shall file with the appropriate executive officer the names of the delegates and alternates duly selected immediately following their selection, and shall provide each delegate and alternate with the proper credentials which shall be presented to the Credential Committee of the General Delegate Assembly or the registration staff designated by the IFO President in consultation with that committee for registration and admission to the meetings of the session. In the event of a contest over the credentials of any delegate or alternate, the Credentials Committee shall hold a hearing and report its findings to the General Delegate Assembly for final action.

Alternate delegates shall be selected according to the provisions of local Association constitutions and in the absence of such provisions, shall be selected by the local Association delegates.

Section 6. Committees of the General Delegate Assembly:

- A. The Credentials Committee. The Credentials Committee shall consist of three members of the IFO Board from three different campuses. They shall be nominated by the IFO President and confirmed by the Board not later than 10 days before the Delegate Assembly. The Credentials Committee shall oversee the process of verifying the credentials of delegates, and shall have the authority to determine whether an individual may be seated as a voting delegate or as a non-voting alternate. The committee shall determine the roll of the Assembly at each meeting and report at a time provided in the order of business, and shall perform such other duties as specified in the IFO Operating Procedures.
- B. The Committee on Rules and Agenda. The Committee on Rules and Agenda shall consist of three members of the IFO Board from three different campuses. They shall be nominated by the IFO President and confirmed by the Board not later than 60 days before the Delegate Assembly. The committee shall, in consultation with the President and Secretary of the IFO, prepare and publish a proposed agenda for the Delegate Assembly. The Committee shall also prepare a report on its recommendations for any special rules of order.
- C. The Resolutions Committee. The Executive Committee of the IFO shall serve as the Resolutions Committee for the Delegate Assembly. Not later than 10 days before the Delegate Assembly, the Committee shall prepare and publish a report for the Assembly detailing all current and proposed resolutions, organized by topic.

Section 7. Powers of the General Delegate Assembly: While the membership of the IFO shall constitute the organization's supreme governing body, the General Delegate Assembly shall govern the organization in all of its activities not covered by policies, laws, rules, procedures and decisions established by the membership at-large. The General Delegate Assembly shall have the power to create special committees of the organization.

Section 8. Quorum: A majority of the voting members of a General Delegate Assembly shall constitute a quorum for the transaction of business at any meeting of any session.

ARTICLE XII -- RULES OF ORDER

Robert's Rules of Order, Newly Revised, (most recent edition) shall govern all meetings of the components of the IFO, unless otherwise specifically provided herein or otherwise provided by the rules adopted by a General Delegate Assembly. No proxy shall be permitted in any situation unless specifically provided herein.

ARTICLE XIII -- NEGOTIATION AND RATIFICATION OF CONTRACT

Section 1. Composition of the Negotiating Team: The IFO Board of Directors shall establish, oversee and guide a negotiating team consisting of one member selected by each local Faculty Association according to the provisions of the local constitutions. The President and Staff Liaison shall be *ex officio* nonvoting members. After consulting with the negotiating team and with its agreement, the IFO President with the consent of two-thirds of the IFO Board of Directors, may appoint an IFO member as a nonvoting chairperson of the negotiating team. The negotiating team may have the assistance of IFO staff personnel and may employ other experts as deemed necessary.

Section 2. Selection of Negotiating Team Members from Local Faculty Associations: Each local Faculty Association shall select one member to the negotiating team during April of even-numbered years. A member of the IFO Board of Directors, with the exception of the IFO President, may not simultaneously be a member of the negotiating team.

Section 3. Power and Duties of the Negotiating Team: The Negotiating Team shall have authority, subject to oversight and guidance of the IFO Board of Directors, to negotiate the terms of a proposed contract with the Minnesota State Colleges and Universities, and it shall keep the IFO Board of Directors advised of the progress of negotiations and shall have a representative present at Board meetings on request of the Board.

Section 4. IFO Board Review of Contract: Prior to submitting the proposed contract to the membership for ratification, the IFO Board of Directors shall review the proposed contract and make its recommendations known to the membership.

Section 5. Ratification of Contract: The proposed contract, negotiated by the negotiating team, shall be ratified by an affirmative vote of a majority of those IFO members casting ballots, with the additional requirement, that on a majority of campuses, there also be registered a majority affirmative vote of those casting ballots.

Section 6. Letters of Understanding: No letter of understanding with the Minnesota State Colleges and Universities or its successors shall be entered into by any IFO official unless such letter of understanding has been examined by the negotiating team and ratified by the IFO Board. Such letters of understanding shall be published for the information of other faculty.

ARTICLE XIV -- RECALL OF THE PRESIDENT

A recall of the President may be initiated by petitions submitted to the IFO Secretary containing valid signatures of 25 percent of the membership on each of five or more campuses or by a two thirds majority vote of the entire IFO Board of Directors.

Notification to all members of the pending recall election must be not less than 14 calendar days prior to the recall election. A majority vote of those voting shall be required to recall an IFO President and declare a vacancy in the office.

ARTICLE XV -- REFERENDUM

Referendum petitions to the IFO Board proposing a specific action or proposal will be considered if signed by one-third of the IFO membership. If the Board does not undertake the action or adopt such a proposal in substance at the next meeting, after receipt of the petition, the matter must be submitted to the IFO membership for a secret ballot referendum if it does not conflict with the provisions of this Constitution or the contract. A majority of those IFO members voting shall be sufficient to decide the matter and the Board shall be bound by the result of the referendum.

ARTICLE XVI -- AMENDMENTS

These Articles may be amended by a majority affirmative vote of the IFO members voting on such amendments and, in addition, shall require a majority affirmative vote on a majority of the campuses where ballots are cast. Amendments shall be proposed either by recommendation of two-thirds of the members of the IFO Board of Directors or by recommendation of a majority of the members of a General Delegate Assembly, or by a petition signed by at least five percent of the IFO membership. Written notice of a proposed amendment shall be submitted to the IFO members at least 30 days before a scheduled vote of the membership on such amendments.