

CONSTITUTION AND BY-LAWS
OF
THE RESIDENTIAL CARPENTER CONTRACTORS ASSOCIATION
OF NORTHEAST OHIO

ARTICLE I

NAME

The name of this association shall be the **Residential Carpenter Contractors Association of Northeast Ohio.**

ARTICLE II

OBJECTIVES

The object and purpose of this Association shall be to foster the business of residential contractors employed in construction as follows:

1. To develop and improve the residential carpenter contracting trade and promote the industry.
2. To promote and encourage a better understanding and closer relationship among residential carpenter contractors.
3. To continually encourage quality workmanship and high professional standards on the part of the residential carpenter contractor.
4. To encourage and aid in the training of apprentices in our industry.
6. To promote and encourage better understanding and cooperation between employers and employees,
7. To encourage sound and efficient business standards.
8. To cooperate with organizations for the purpose of jointly improving the status

and profile of residential carpenter contractors in the building industry.

9. To represent, when authorized, its members in collective bargaining, and in the adjustment of grievances which may occur between the organizations of employees and employers.

There is no intention, nor shall there be any action, on the part of this organization to control or in any way to deal with prices or restrict competition.

ARTICLE III

(A) Any signatory company or firm which has been regularly engaged in the Residential Carpenter Construction business for a period of at least six months previous to application, shall be eligible for membership in this Association.

(B) Application for membership shall be made in writing on a form furnished for that purpose and accompanied by the applicable dues requirement. All applications shall be referred to the Executive Secretary for investigation, and upon the Executive Secretary's favorable report shall be voted upon at the next regular meeting, and upon receiving the affirmative ballot of two-thirds of the members present shall be declared elected.

VOTING PRIVILEGE

(C) A membership in the Association confers one vote only, but applies to any member of a firm. Any member who is three months in arrears in payment of dues shall not be entitled to vote or to hold office in this Association.

(D) All applicants elected shall be duly notified and shall subscribe to the Constitution and By-Laws and pay the applicable dues. If these provisions are not complied with within three months from the notification of election, their election shall then be considered void.

ARTICLE IV

OFFICERS

Section 1. The officers of this Association shall be a President, Vice President, Secretary/Treasurer and Executive Secretary. The officers shall also serve the Association as its Executive Committee.

Section 2. Officers shall be members of this Association in good standing. All officers, except the executive secretary, shall be members in good standing of the association.

ARTICLE V

EXECUTIVE COMMITTEE

(A) It shall be the duty of the Executive Committee to carry out the object and purposes of the Association, and to this end in the interim between meetings of the Association, it may exercise all the powers of the Association subject to this Constitution and the By-Laws and to such action as the Association may take at any of its regular meetings.

(B) The Executive Committee shall include an Executive Secretary, who is employed by the Construction Employers Association and will be at the direction of the Residential Carpenter Contractors Association President and/or Executive Committee. The Executive Secretary will be an ex-officio office and will not be entitled to vote.

ARTICLE VI

RESIGNATIONS

Membership in the Association may be cancelled at anytime by the voluntary written resignation of a member delivered to the Executive Secretary of the Association and by the action of the Executive Committee as provided in Article VII.

ARTICLE VII
CHARGES OF MISCONDUCT AGAINST MEMBERS

(A) The Association shall have the power to reprimand, fine, suspend or expel a member for conduct which, in the opinion of the members is improper or in prejudice to the welfare and reputation of the Association. In all such cases the procedure shall be as follows:

(B) It shall be necessary to file charges with the Executive Committee against the accused member in writing, setting forth the reasons for requesting action by the committee.

(C) A copy of the charges shall be served upon said accused member, and a time shall be fixed by the Committee, not less than five (5) days, nor more than ten (10) days from date of such service, when an opportunity shall be given the accused to be heard before the committee, due notice of such time having been given the accused. At this hearing, after testimony of witnesses is produced, the taking of evidence is closed, the committee shall determine whether the member is guilty as charged. In the event it shall be determined by the majority vote of the Executive Committee that the member is guilty, then the Committee shall report to the Association its findings. A 2/3 majority vote of all members in good standing present constituting a quorum shall be necessary for confirmation or rejection of such report.

ARTICLE VIII
VACANCIES - HOW FILLED

In case of death, removal or resignation or incapacity of any member of the Executive Committee or of officers of the association, the Executive Committee shall fill the vacancy thus created until the next regular election. The normal rules of succession will apply in such cases.

ARTICLE IX
AGREEMENTS

Section 1. The Association shall not be a party to and shall not be bound by any

collective bargaining agreement unless such agreement has been approved by the Executive Committee of the Residential Carpenter Contractors Association and ratified by the CEA Board of Directors. Members of the Association need not be bound by such collective bargaining agreement unless they have given the Association authorization to bargain on behalf of the members.

Section 2. The Association, if authorized by a member, shall be the exclusive agent of such member of the Association for the purpose of any negotiations with any group established to represent the construction site employees of such authorizing employer members of the Association.

Section 3. The Association, if authorized by a member, shall be the exclusive agent of such member with respect to the negotiation and settlement of any question arising under any agreement binding such member covered by Section 1 of this Article. The Executive Committee shall have power to delegate said authority to the Executive Secretary or to members at its discretion.

Section 4. The Executive Secretary or persons designated by the Executive Secretary may be present during any and all negotiations covered by this Article.

Section 5. Any employer who is or becomes signatory to or bound by the terms of this agreement and who at the time of its expiration is not a member of the Construction Employers Association, acknowledges that notice of termination or modification of this agreement which is given to the association shall be notice to such employer of the union's desire to terminate or modify this agreement.

In the event an employer who is not a member of the Construction Employers Association and does not give written notice of its intention to negotiate separately for a renewal collective

bargaining agreement more than sixty (60) days prior to the expiration of the agreement to both the union and the association, such employer shall be deemed to have appointed the construction employers association as its agent for such collective bargaining.

The provisions of this article shall operate for successive collective bargaining agreements until such time as the employer who is not a member of the Construction Employers Association gives timely notice to the union and the association of its desire to negotiate separately or until such time as the union gives notice that it does not desire to have the association act as bargaining agent for such employer”.

Section 6. The Executive Committee shall serve as the Negotiating Committee with the option to appoint additional representative(s) on an as-needed basis.

ARTICLE X **AMENDMENTS**

Section 1. Amendments to this Constitution may be proposed by any member of this Association in good standing, but no amendments shall be considered unless presented in writing. The Executive Committee may call a special meeting of this Association to consider such amendments, or action may be deferred until the next regular meeting of this Association. The Executive Secretary shall notify all members of such meeting and of the proposed amendments, notices to be mailed at least five days before said meeting.

Amendments to this Constitution may also be submitted to each member by mail. A mail ballot shall be furnished to each member and a time fixed within which such ballots are to be returned to the Executive Secretary. However, such return date shall be not less than twenty (20) days from the date of the mailing of the proposed amendment to each member.

Section 2. A two-thirds (2/3) vote of the members present at such meeting shall be required to adopt an amendment. When voting is by mail, a two-thirds (2/3) vote of the members returning ballots shall be required to adopt the proposed amendment.

BY - L A W S

ARTICLE I

RULES

Roberts Rules of Order shall govern at all meetings of this Association and its Executive Committee.

ARTICLE II

ORDER OF BUSINESS

1. Roll Call of Members
2. Election of Officers (Annual Meeting)
3. Reading of Minutes
4. Reports of Officers and Committees
5. Unfinished Business
6. New Business
7. Adjournment

ARTICLE III

MEETINGS

(A) The regular bi-monthly meetings of this Association shall be held the second Tuesday of each even month from 3-4:30 pm.

ANNUAL MEETINGS

(B) The bi-annual meeting of this Organization shall be held during the month of October during odd-numbered years at such date and time as shall be fixed by the Executive Committee for the election of officers and for the transaction of any other business that may regularly come before it.

SPECIAL MEETINGS

(C) Special Meetings may be called by the President and shall be called upon written request by three members, stating the subject that they wish to bring before such meeting. Notice of such meeting shall be given to each member of the Association not later than twenty-four (24) hours previous to the time of such meeting by the Secretary.

ARTICLE IV

ELECTIONS

The officers of the Association shall be elected at the Annual Meeting in October, and in the order named in Article IV of the Constitution.

All officers shall serve for a period of two years or until their successors have been elected. The President shall appoint three (3) members to serve as a nominating committee. This Committee shall be appointed at least one week previous to the annual meeting and shall nominate one candidate for each office named in this article. Nominations may also be made from the floor. Election shall be by secret ballot, candidates nominated receiving a majority vote of all members present, in good standing, shall be elected.

ARTICLE V

DUTIES OF OFFICERS & EXECUTIVE SECRETARY

(A) **PRESIDENT.** The President shall preside, at all meetings of the Association and the Executive Committee and shall appoint official committees, or

representatives for any purpose not otherwise provided for, direct the Executive Secretary to mail notices of all meetings, countersign certificates or memberships and exercise the deciding vote in case of a tie.

(B) VICE PRESIDENT. In the absence of the President, the Vice President shall preside at all meetings of the Association and the Executive Committee. In case of sickness or protracted absence of the President, he/she shall approve bills and discharge the other duties of that office.

(C) SECRETARY/TREASURER. The Secretary/Treasurer shall supervise and coordinate the work of the Executive Secretary and assist in all programs outlined by the Executive Committee. The Secretary/Treasurer shall have charge under direction of the Executive Committee of all funds and securities belonging to the Association as directed by the Executive Committee. He/she shall pay all bills by check when approved by the President, or in his absence, by the Vice President. He/she shall sign checks. He shall report in writing when requested the amount of money received and expended, and at the annual meeting shall present a detailed report of receipts and disbursements during the previous year.

(D) EXECUTIVE SECRETARY. The Executive Secretary shall attend all meetings of the Association and of the Executive Committee; shall call the roll; keep the minutes in a book provided for that purpose; read and file all communications and other papers, and execute all business that may be officially instructed and authorized to perform by the President or Executive Committee, and shall be ex-officio secretary of committees, unless otherwise ordered by the committee.

The Executive Secretary shall, notify members of all meetings of the Association; also notify all new members of their election. He/she shall collect and receive all payments due from the members of the Association and deposit same under the direction of the Treasurer. He/she shall keep separate and accurately the accounts of each member with the Association and notify members in arrears. He/she shall submit to the Executive Committee at the beginning of

each quarter a written list of delinquent members, showing the amount of their unpaid liabilities to the Association.

ARTICLE VI

DUES

The annual dues of members of this Association shall be fixed by the Executive Committee from time to time and approved by the general membership at the annual meeting. The Executive Committee shall have the power to levy an assessment upon the individual members in order to clear out a deficit or to provide operating funds if needed.

ARTICLE VII

Two members, a delegate and an alternate, shall be elected to the Board of Directors of the Construction Employers Association and the members so appointed shall be members of the Construction Employers Association in good standing.

Adopted and approved on April 8, 2003.