

CALIFORNIA COMMUNITY COLLEGES CLASSIFIED SENATE



Bylaws

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California Community Colleges
Classified Senate (4CS)
Bylaws

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ARTICLE I
ARTICLES OF INCORPORATION

Section 1. Name

The official name of the organization shall be California Community Colleges Classified Senate, hereinafter referred to as 4CS or CCCC.

Section 2. Address

The Corporate address has been established to be: California Community Colleges Classified Senate, 2017 O Street, Sacramento, California, 95814.

Section 3. Fiscal Year

The Fiscal Year of the Corporation shall begin on July 1 and end on June 30 of each year.

ARTICLE II
PURPOSE AND MISSION STATEMENTS

Section 1. Mission Statement

California Community Colleges Classified Senate recognize and value the insight of Classified Professionals, and advocate for their inclusion in decision making through participatory governance and active participation in professional development, and leadership in student success.

ARTICLE III
MEMBERSHIP AND ELECTORATE

Section 1. General Membership

Members of the 4CS are defined in Article X of these bylaws as local senates that have a constitution/bylaw on file with the 4CS. A classified senate of a California community college and district classified senates of multi-college districts, or their equivalents, are Member Senates.

The Board of Directors will certify such classified senates as Member Senates upon verification of the following:

- A majority of full-time classified members of a college or recognized center have voted in favor of forming a classified senate.
- The applying senate has a constitution and/or bylaws approved by the classified it represents.

Section 2. Electorate

The Electorate has voting rights and shall consist of the Executive Officers, Area Representatives and

Delegates from each member senate of the 4CS.

ARTICLE IV
BOARD OF DIRECTORS

Section 1. Board of Directors Qualifications

Members of the 4CS Board of Directors shall be an active or past member of a classified senate registered with 4CS having their senate's bylaws and constitutions on file with the organization.

Section 2. Board Composition

The Board of Directors shall consist of the 9 executive officers and 18 area representatives. All elected Board of Directors members must retain their classified staff status to continue in office.

A. Executive Officers

Executive Officers shall include the President, President-Elect, Region 1 Vice President, Region 2 Vice President, Region 3 Vice President, Treasurer, Secretary, Communication Officer and Past President as voting members. Additional executive officers may be added at the approval of the Board of Directors.

B. Area Representatives

Area Representatives shall consist of 18 voting members of the board within designated areas. These areas may be subject to change at the discretion and approval of the Board of Directors.

C. 4CS Associate

Executive Officers will identify and extend an invitation to previous board members who they feel will serve well as an Associate. Associates will be non-voting members and assigned specific responsibilities by the President.

D. President Emeritus

President Emeritus consist of the former past-presidents that served on the Board who shall operate in advisory capacity to the Board as non-voting members

Section 3. Terms

A term of office is two years for all board of director positions except the President-Elect.

The President-Elect is a one-year position, and is selected at the beginning of the second year of the president's term. Members of the Board of Directors except the president, president-elect, and past-president may serve consecutive terms.

3.1 Term Limits:

- A. Executive officers except for the President can serve two consecutive terms.
- B. Area Representatives have no term limit.

Section 4. Election

Members of the board of directors shall be elected at the annual meeting of the Board per the election schedule outlined in the Policies and Procedures manual.

Section 5. Appointment

Appointed members of the board of directors shall hold office until completion of the term in process or until their successor has been elected, unless they sooner resign, be removed, or become ineligible to continue to serve in such capacity.

Section 6. Removal

An elected member of the Board of Directors may be removed from office for cause following the process outlined in the Policies and Procedures manual for the Removal of a Member

Section 7. Resignation

Any member of the Board of Directors may resign by written notice to the President.

Section 8. Leave of Absence

Any member of the Board of Directors may request a leave of absence by written notice to the President.

Section 9. Recall

Recall of a member of the Board of Directors shall follow procedures outlined in the Policies and Procedures manual.

Section 10. Vacancies on the Executive Board

A vacancy in office shall be filled in accordance with the Policies and Procedures manual.

ARTICLE V
POWERS AND DUTIES

Section 1. Powers

All the business and affairs of the 4CS shall be managed and controlled by the Board of Directors.

Section 2. Duties

The Board of Directors will adopt rules of procedure and implement policies consistent with the intent, purposes and provisions of the 4CS bylaws.

A. President

The 4CS President is a responsible member of the 4CS organization that provides leadership, organizational oversight, supports the overall mission, uphold the finances, and supervise the Board of Directors roles and responsibilities as it relates to the interests of the organization, along with fulfilling the duties outlined in the Policies and Procedures manual

B. Regional Vice Presidents

The 4CS Regional Vice Presidents are the officers of the 4CS organization reporting to the President and are in charge of providing support, mentorship, and training to Area Representatives. The 4CS Regional Vice Presidents hold leadership roles within the strategic goals of the 4CS organization and will be assigned to make important decisions in the absence

of the 4CS President/4CS President-Elect, and 4CS Past-President. Along with fulfilling their duties outlined in the Policies and Procedures manual.

C. President-Elect

The President-elect shall work closely with the current President and assist in providing overall leadership, organizational oversight, and support of vision and mission, finances, Policies and Procedures manual, goals, and direction for actions for the non-profit organization. Along with fulfilling the duties outlined in the Policies and Procedures manual.

D. Secretary

Perform the function of general secretary and may provide administrative support for the Board of Directors. Along with fulfilling the duties outlined in the Policies and Procedures manual

E. Treasurer

Perform the function of maintaining all records pertaining to the organization's financial status. Along with fulfilling the duties outlined in the Policies and Procedures manual

F. Communication Officer

The Communication Officer is responsible for assisting the communication activities of the organization, under the direction of the Board of Directors. This includes devising communications strategies and creating content. Along with fulfilling the duties outlined in the Policies and Procedures manual

G. Past President

The role of the Past President is to ensure continuity during governance transitions and organizational change, to help ensure the appropriate succession of Executive Officers and Board of Directors, to support the President in his/her role, and to provide continuity to the organization by providing historical context for issues. Along with fulfilling the duties outlined in the Policies and Procedures manual

H. Area Representatives

Area Representatives shall provide resources and support for their area colleges and senate leadership to include dissemination and collection of information, mentoring, and training. The Area Representative holds judicious leadership roles within the strategic planning of the 4CS organization and will be assigned duties by the 4CS President and/or designee. Along with fulfilling the duties outlined in the Policies and Procedures manual.

I. President-Emeritus

President Emeritus provides a historical perspective in the decision-making process, counsel the Board of Directors in prioritizing the needs of the organization, and are responsible for fulfilling the duties noted in the Policies and Procedures manual

J. Associates

The Associates provide support to the success of the organization by taking on special assignments, hold a volunteer role but attend at least two meetings to participate in the decision-making process of the organization.

ARTICLE VI
MEETINGS

Section 1. Notice and Place of Meeting

All meetings shall be scheduled in advance by the Board of Directors except for special circumstances provided for within these bylaws. Notice of all meetings must be sent at least seventy-two hours (72) prior to the date of the proposed meeting to the Board of Directors. The Board of Directors will determine the place and times for each meeting. Meeting times and places shall be made available to the 4CS membership.

Section 2. Frequency

The Board of Directors shall meet no fewer than four times each fiscal year. All meetings of the Board of Directors will be held according to the Policies and Procedures manual.

Section 3. Quorum

In order to conduct business, the Board of Directors shall consist of a simple majority (50%+1) of Executive Officers and Area Representatives (not including vacancies).

Section 4. Parliamentary Authority

The Board of Directors reserves the right to establish meeting procedures for all 4CS meetings. In the absence of specific action by the Board of Directors, Robert's Rules of Order (latest edition) shall be the designated parliamentary authority for reference at all 4CS meetings.

Section 5. Special Meetings

Special meetings may be called by the President, or by an executive officer to be held at such place and time when needed.

ARTICLE VII
COMMITTEES

Section 1. Committees and Task Forces

Committees and task forces shall be designated in the Policies and Procedures manual.

Section 2. Assignments

Subject to the approval of the Board of Directors, the President shall make assignments to all committees/task forces.

ARTICLE VIII
bylaws ESTABLISHMENT, AMENDMENT AND RATIFICATION

Section 1. 4CS bylaws

The Board of Directors shall adopt bylaws to establish rules and other provisions for implementing the intent and purpose of this Corporation. The Board of Directors is charged with the responsibility

to update and change the bylaws as necessary per Corporation Code. Changes in the number of maximum and minimum numbers of Board of Directors members require membership ratification.

Section 2. Amendment of Bylaws

Bylaws consistent with and necessary to implement the organization's mission may be adopted or amended by the 4CS Board of Directors. Any local member senate or 4CS Board of Directors member may propose bylaw changes to the President. These proposed changes shall be placed on the agenda of the next board meeting for consideration, or at the request of the President be approved by a special vote of the Board of Director members prior to the next Board of Director meeting. The special vote must be documented in writing and the results are to be shared immediately with all Board of Directors members. Special votes may occur providing the vote conforms to the provisions for doing so described in these bylaws, in section "Special Meetings". Adoption of proposed changes to the bylaws shall require a simple majority (50% + 1) vote of the Board of Directors members. If adopted, the changes shall be implemented into the bylaws immediately. All changes to the bylaws shall be made available to the 4CS membership.

Section 3: Ratification of Bylaws

Changes to the 4CS bylaws require ratification by the general membership shall be by a simple majority (50%+1) vote in a special election or coinciding with the annual election as designated by the Board of Directors. All changes shall be implemented immediately and shall be made available to the 4CS membership.

Section 4. Dissolution Clause

The 4CS may be dissolved only with the authorization of its Board of Directors given at a special meeting called for that purpose and with subsequent approval by a two-thirds (2/3) vote of the Voting Members. Upon dissolution or other termination of 4CS, all remaining assets of The 4CS, after payment in full of all its debts, obligations, and necessary final expenses, or after the making of adequate provision therefore, shall be distributed to such tax-exempt organizations (with purposes similar to those of The 4CS as shall be chosen by the then existing Board of Directors of 4CS. The 4CS Board of Directors hereby designates the Council for California Community College Staff and Organizational Development (4C/SD) as the recipient of remaining assets upon its dissolution.

ARTICLE IX INDEMNIFICATION AND INSURANCE

Section 1. Indemnification of Directors, Officers, and Other Agents

- A. Right of Indemnity. To the fullest extent permitted by law this Corporation shall indemnify its Directors, Officers, employees, and other persons as described in section 5238(a) of the California Corporations Code, including persons formerly occupying any such position, against all expenses, judgments, fines, settlements and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that Section, and including an action by or in the right of the corporation, by reason of the fact that the person is or was a person described in that section. "Expenses," as used in this Bylaw, shall have the same meaning as in Section 5238(a) of the California Corporations Code.

- B. Approval of Indemnity. On written request to the Board by any person seeking indemnification under Section 5238(b) or Section 5238(c) of the California Corporations Code, the Board shall promptly determine under Section 5238(e) of the California Corporations Code whether the applicable standard of conduct set forth in Section 5238(b) or Section 5238(c) has been met and, if so, the Board shall authorize indemnification. If the Board cannot authorize indemnification because the number of Directors who are parties to the proceeding with respect to which indemnification is sought prevents the formation of a quorum of directors who are no parties to that proceeding, the Board shall promptly call a meeting of members. At that meeting, the members shall determine under Section 5238(c) of the California Corporations Code whether the applicable standard of conduct set forth in Section 5238(b) or Section 5238(c) has been met and, if so the members present at the meeting in person shall authorize indemnification.
- C. Advancement of Expenses. To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification under these bylaws in defending any proceeding covered by those Sections shall be advanced by the Corporation before final disposition of the proceeding, on receipt by the Corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately determined that the person is entitled to be indemnified by the Corporation for those expenses.
- D. Insurance. The Corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its Officers, Directors, employees, and other agents, against any liability asserted against or incurred by any Officer, Director, employee, or agent in such capacity or arising out of the Officer's, Director's, employee's or agent's status as such.

ARTICLE X DEFINITIONS

Classified Staff

As defined by Section 88003, (1a) of the California Education Code.

Section 88003. (1a)

The governing board of any community college district shall employ persons for positions that are not academic positions. The governing board, except where Article 3 (commencing with Section 88060) or Section 88137 applies, shall classify all those employees and positions. The employees and positions shall be known as the classified service. (Section 88003 continues...)

Delegate

Each local member senate shall appoint a representative, hereinafter called "Delegate", who shall represent that member senate during each Fiscal year. Delegates must be an active California Community College Classified Staff member. Delegates shall have full voting rights and shall have the responsibility of being a liaison between the local member senate, the Area Representative, and the 4CS.

Senates

Senates are defined as the elected body for classified staff whose primary purpose is participation in shared governance. (i.e., associations, councils, classified organizations, committees). Where there is only one classified body designated for both shared governance and collective bargaining, that body may become a member of the 4CS by submitting constitution and bylaws outlining and defining their role in shared governance as designated by the classified employees of that college.

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