

S.O.A. BY-LAWS

ARTICLE I

Section 1: This organization shall be known as the “Westchester County department of Corrections Superior Officers association, Inc.” and shall be referred to in these By-Laws as “C.S.O.A.”

ARTICLE II

Section 1: The objective of C.S.O.A. shall be to promote the welfare of its members, aid them in their need for mutual benefits and protection and the improvement of their social and financial condition.

Section 2: To strive, through unity, to promote greater acknowledgment of their professionalism, betterment of working conditions, financial equity with other law enforcement agencies, and security for the individual member and their dependents.

ARTICLE III

Section 1: The Officers of C.S.O.A. shall consist of a President, First Vice President, Second Vice President, Secretary, Treasurer, one Warden delegate, one Captain delegate, and three Sergeant delegates.

Section 2: The Officers aforementioned in Article III section 1 shall constitute the Board of Directors. The President, First Vice President, Second Vice President, Secretary, and Treasurer will constitute the Executive Board. To achieve the objectives in these By-Laws the Executive Board shall meet and discuss issues in Executive Session and determine by majority vote of the Executive Board any pending issue, question or concern of the C.S.O.A.

Section 3: The Board of Directors shall meet once a month for the purpose of conducting C.S.O.A. business.

Section 4: The President shall be appointed, at the inception of this organization, for a three-year term; First Vice President, a two-year term: Second Vice President, a two-year term; Treasurer, a three- year term: Secretary, a two- year term. A special election will be held in January 2024 to elect the delegate positions. After the initial delegate election in 2024 the delegates will serve an initial four-year term. Subsequent delegate terms will be three-years.

Section 5: In September of each year the President with the approval of the majority of the Board of Directors shall appoint a nominating committee consisting of a chairperson who shall

be a member of the Board of Directors and three individuals from the membership of C.S.O.A. who are to recommend candidates for officers for the forthcoming election. Their report shall be submitted to the Board of directors and the membership prior to the month of December of each year.

Section 6: Elections of Officers are to be held during the month of December of each year and the nominations committee shall conduct the election.

Section 7: The elected Officers/Directors shall be sworn into officer for their appropriate terms at the annual meeting to be held in January of each year.

ARTICLE IV

Section 1: President, the President shall be the Chief Executive Officer of the Association, he shall preside at all meetings of the Board of Directors and the membership, he shall have general management of the affairs of the association and shall see that all orders and resolutions of the Board of Directors and the membership are carried into effect.

Section 2: Vice President, the 1st Vice President during the absence or disability of the President, shall have all powers and functions of the President and the 2nd Vice President shall perform such other duties such as the By-Laws and the Board of Directors and the President prescribe.

Section 3: Treasurer, the Treasurer shall have the care and custody of all funds and securities of the Association and shall deposit said funds in the name of the Association and in such bank or trust company as the Board of Directors may elect. He shall, when duly authorized by the Board of Directors sign and execute all contracts in the name of the Association when countersigned by the President. He shall also sign all checks, drafts, notes, and orders for payment of money which shall be duly authorized by the Board of Directors and shall be countersigned by the President. He shall at all reasonable times exhibit his books and accounts to any member of the Board of Directors of the Association or member upon application at the office of the Association during ordinary business hours. At the annual meeting he shall have an audit of the accounts of the Association made by the certified public accountant and shall present such audit in writing at the annual meeting at which time he shall also present an annual report setting forth the full financial condition of the Association.

Section 4: Secretary, the Secretary shall keep the minutes of all meetings of the Board of Directors and the membership. He shall have the custody of the seal of the corporation and shall affix and attest same to documents when duly authorized by the Board of Directors. He shall attend to the giving and serving of all notices of the Association and shall have charge of such books and papers as the Board of Directors may direct. He shall attend to such

correspondence as may be assigned to him and perform all duties incidental to his office. He shall keep a membership roll containing the names of all persons who are members of the Association, the places of residence and the time when they became members.

Section 5: Delegate, the Delegate will act as a liaison between the membership and the executive board.

Section 6: The President shall upon vacancy in any office of the Board of Directors appoint an individual to fill the term of office so vacated. This appointment must be ratified by a 6/10 vote of the Board of Directors.

Section 7: The President shall upon just cause recommend the removal of a member of the Board of Directors. This must be ratified by a 2/3 vote of the membership.

Section 8: The Board of Directors may employ persons possessing skills in management, legal services, negotiations and general business administration.

Article V

Section 1: Eligibility for membership – active, full time employees of the Westchester County of Department of Corrections with titles of, Correction Officer Sergeant, Correction Officer Captain, Correction Officer Assistant Wardens and Correction Officers Specialist which are defined as Correction Officers under Section 2.10 Subdivision 25 of the New York Criminal Procedure Law.

Section 2: Individual members of the C.S.O.A. shall be defined as any eligible Correction Officer as set forth in Article 5, section 1 and the individual is a dues paying member of C.S.O.A.

Section 3: Dues for the Westchester County Department of Correction Superior Officers Association, Inc. shall be \$45.00 per pay period through payroll deduction.

ARTICLE VI

Section 1: The Treasurer of C.S.O.A. shall present a budget to the Board of Directors by January of each year at the annual meeting. The budget shall be approved by a 6/10 vote of the Board of Directors. Any additional funds necessary for the operation of C.S.O.A. over

and above those funds allocated by the budget, shall only be expended upon a 3/5 majority vote of the Board of Directors.

Section 2: Officers and/or Directors shall receive salary and/or expenses reasonably necessary for the operation of C.S.O.A.

Section 3: All C.S.O.A. meetings shall be conducted in accordance with “Roberts Rules of Order” except where a conflict with these By-Laws exist in which case the By-Laws shall control.

Section 4: All members of the Board of Directors shall have one (1) vote. A roll call vote shall be mandated on all items which do not have a unanimous vote.

Section 5: Meetings of the Board of Directors shall be held monthly. Notifications of said meetings shall be distributed to all Board members, setting forth the time and place designated by the President.

Section 6: The membership shall be entitled to attend all regular meetings, said notifications shall be distributed to all members by the Secretary of C.S.O.A.

Section 7: The President shall have the power to convene special meetings of the Board of Directors and the membership as the need arises. The Board of Directors shall have the power to order a special meeting upon a petition of 6/10 of the Board of Directors, in writing, to the President. The membership shall have the authority to convene a special meeting by the designation of 25% of the membership, in writing, to the President.

ARTICLE VII

Section 1: Any changes or amendments to the By-Laws shall require a 2/3 vote of the membership. Any Proposed changes or amendments to the By-Laws by any member shall be first submitted in writing to the Board of Directors thirty (30) days prior to any scheduled meeting.

Section 2: C.S.O.A. can only be dissolved upon a ¾ majority vote of the entire membership.

ARTICLE VIII

Section 1: The President, upon approval of the majority of the Board of Directors, shall appoint a Negotiation Team which will sit with the County of Westchester representative in negotiations with the County of Westchester.

Section 2: Ratification of all contracts negotiated with the County of Westchester and the C.S.O.A. Negotiating Team shall be put to the membership by a secret ballot vote, and a

majority of the membership voting in the affirmative shall be necessary to ratify any contract.

ARTICLE IX

Section 1:

The Board of Directors may review the rank and title of its members to determine whether their positions are subject to membership under Article V Section I.

Any member of this union who accepts or acts in a position outside of the definitions outlined in Article V Section I of these By-Laws may be removed from membership upon a majority vote of the Board of Directors.