

WAPELRA BY-LAWS

Article I--Name

The name of this organization is the Washington Public Employer Labor Relations Association and may further be identified by the initials WAPELRA. WAPELRA is the officially recognized Washington State Chapter of the National Public Employer Labor Relations Association (NPELRA or National PELRA).

Article II--Purpose

WAPELRA is a not-for-profit organization of non-represented Human Resources (HR), Labor Relations(LR), and other professionals who represent management, and are focused on promoting, supporting and enhancing labor relations in the Washington public sector. WAPELRA's mission is to facilitate professional development and leverage the exchange of information, resources, and ideas to bring value to the profession, its members and the agencies its members serve.

Article III--Membership

- A. WAPELRA membership is open to any non-represented person employed on a full or part-time basis by cities, counties, state, federal government, transit agencies, public utility districts, public schools, fire districts, ports, housing authorities, and other public entities in Washington State, who have a direct and continuing responsibility for or an interest in human resources, labor relations and/or personnel administration. The categories of WAPELRA membership include the following:
1. Active members are National PELRA members in good standing with no dues in arrears. Active members are, concurrently, members of WAPELRA and, as such, they enjoy the complete spectrum of benefits, privileges and programming offered to members of both National PELRA and WAPELRA. Active members have full voting rights in WAPELRA and, with their membership, other management representatives in their organization may participate in WAPELRA programming on an "Agency" basis. An Agency is defined as an individual department as noted in Article III (A). Agency participants may attend WAPELRA sponsored events and periodic webinars at the member rate (excluding the fall conference). However, Agency participants do not have an active National PELRA or WAPELRA membership and do not pay member dues or have voting rights. In order to participate on an Agency basis, there must be at least one (1) Active member. Agencies may have multiple Active members.
 2. Affiliate membership is open to other persons who advise and/or participate in the public sector human resources, personnel or labor relations profession or such other persons as the WAPELRA Board of Directors deems appropriate. Such membership shall be open to staff members of a government league or association who are responsible for providing HR or LR services to their organization or by contract. Examples of Affiliate members could be attorneys, consultants, etc. Affiliate members ~~do not pay member dues and do not~~ have voting rights.
 3. Transitional membership shall be open to any Active member who has left their position/employment and is seeking or will soon move into another position that will qualify them for Active membership in WAPELRA. Transitional membership shall run concurrent with the period of time for which the member has paid their dues in full. Transitional members retain all the same rights as an Active member.
 4. Student/Intern Membership is designed for individuals exploring HR or LR and preparing to enter the profession. Student/Intern members must follow the National PELRA's eligibility requirements and

may not vote. Student/Intern membership may be held for up to four (4) years.

5. Retiree Membership may pay a one-time membership fee as established by the Board and have ongoing membership. They may attend training at a discounted rate determined by the Board, or any social events, but do not vote. Should a retiree return to the workplace as regular ongoing employment, they would be changed to an Active member and pay the difference of the dues rate.
- B. All members, if applicable, shall exclusively represent management's interests and shall meet the National PELRA's membership requirements.
- C. The membership period shall be based on a calendar year.

Article IV--Dues

- A. The membership dues amount for WAPELRA are set by the Board of Directors. The membership dues collected each year are divided between WAPELRA and National PELRA according to the agreement in place between the two entities at the beginning of that year.
- B. Members will pay the appropriate annual membership dues to the National PELRA, and the National PELRA will subsequently remit the WAPELRA portion of dues to WAPELRA.
- C. The Board approves changes in the dues structure and process for dues collection when necessary to correspond with the National PELRA's dues structure. These adjustments shall not occur more often than once per year and shall be effective on January 1 of the year following the approved change.

Article V--Organization

- A. WAPELRA is a statewide association representing both regional interests and the state as a whole.
- B. The Board of Directors are active members and represent the interests of all WAPELRA members, The Board makes policy decisions affecting the association. The Board consists of the following officers: President, Executive Vice-President, Vice-President, Immediate Past President, Secretary, Treasurer, and nine (9) directors. Excluding the President and Vice-President, the Board shall consist of two (2) positions that represent the eastern region of the state, two (2) positions that represent the western region of the state, and five (5) at-large positions.
- C. The Immediate Past President is considered an advisor to the Board, has voting rights, and fulfills this role upon completion of their term as President.
- D. The President will govern the ongoing affairs of the association subject to the policies of the Board. The President, with the concurrence of the Board, shall appoint appropriate standing and ad hoc committees.
- E. The Executive Vice-President will assist the President in managing affairs of the association and is the Fall Conference Chair for the organization. The Executive Vice-President will proceed to the office of President following the end of the President's term or the vacancy.
- F. The Vice-President will assist the Executive Vice-President in managing the Fall Conference for the association and will be selected by the President from a different jurisdiction than that of the President. The Vice-President will proceed to the Executive Vice-President following the end of the Executive Vice-President's term or the vacancy of the office.
- G. The Secretary will be appointed by the President with the concurrence of the Board and will serve as the

keeper of the Association's records, prepare minutes of any meeting of the Board or membership, or any official record of the Association..

- H. The Treasurer will be appointed by the President with the concurrence of the Board and will serve as the chief financial officer and will maintain the financial records of the Association.
- I. The Trustees are appointed by the Board each year at the first full Board meeting of the year and will serve a one-year term. They will meet at least quarterly with the Treasurer and President and provide oversight for all WAPELRA finances.
- J. Any duly elected National PELRA Board members among the WAPELRA active membership will be honorary WAPELRA Board Members. Honorary members are not voting members of the WAPELRA Board. The Board may appoint such other ex-officio members as it deems appropriate on an annual basis..
- K. All expenditures by the association shall be approved by both the Treasurer and the President, reviewed by the Trustees, and shall be reported to the WAPELRA Board of Directors at the next scheduled Board Meeting

Article VI--WAPELRA Board Meetings. Member Training Workshops and Annual Conference

- A. Board meetings and their frequency shall be determined by the President, or as requested by the majority of the Board. Board meetings shall have a quorum or 50% or more of the filled Board positions.
- B. Member training workshops and the annual conference shall be scheduled by the Board of Directors.
- C. Agency participants may attend WAPELRA sponsored events and periodic webinars at the member rate (excluding the annual fall conference).

Article VII--Elections and Appointments

- A. The director positions on the WAPELRA Board of Directors shall be elected as provided herein:
 - 1. Position #1, East; Position #2, East; Position #1, West; Position #2, West; At-Large Position #1; At-Large Position #2; At-Large Position #3; At-Large Position #4; At-Large Position #5.
 - 2. A Nominations Committee shall be appointed by the President and chaired by the Immediate Past President or the President's designee should the Past President be vacant or unable to fulfill the role. It is the responsibility of the Nominations Committee to submit interested members' names and prepare a slate of candidates for election to the Board of Directors. Voting members who are interested in being considered for nomination to the Board shall notify the Chair. The committee shall notify all voting members of the slate of candidates.
 - 3. The election shall be conducted in the fourth quarter of each year for the succeeding calendar year. One ballot shall be submitted to each Active member.
 - 4. Directors shall serve two-year terms upon election, as follows:
 - Term Begins in Odd Numbered Years:
 - Position #1, West
 - Position #1, East

Position #1, At-Large
Position #2, At-Large
Position #4, At-Large

Term Begins in Even Numbered Years:

Position #2, West
Position #2, East
Position #3, At-Large
Position #5, At-Large

5. A tie between candidates for the same position will be decided with a flip of a coin.
 6. In the event of a vacancy on the Board of Directors, or if a board member ceases to be an Active member, the Board may appoint a replacement who shall serve for the duration of the term of office.
- B. The Officers of the Board are appointed positions on the WAPELRA Board of Directors and, as such, they are not included in the election process. Instead, the appointments are filled as follows:
1. The Vice President shall be selected by the President from the current Board of Directors.
 2. The Vice President will automatically progress to the office of Executive Vice-President. If the Vice President does not wish to succeed to the position of Executive Vice-President or is unable to serve, the current President shall appoint another Vice-President from the remaining Board Members.
 3. The Executive Vice-President will automatically progress to the office of President. If the Executive Vice-President does not wish to succeed to the position of President or is unable to serve, the current President shall then solicit interest from the Vice-President. If the Vice-President is not interested, then the President will solicit interest from the remaining Board.
 4. If no Board member expresses interest, the current President may serve as WAPELRA President for another year with a majority vote of the Board.
 5. The terms of office for President and Vice President shall be one year in length, from January 1 to December 31. The terms of office for President, Vice President and Immediate Past President may be extended for additional one (1) year term(s) by a majority vote of the Board.

Article VIII--Affiliation

WAPELRA may affiliate with state, regional, or national associations when it is considered by the Board of Directors to be in the best interests of WAPELRA and such affiliations are not inconsistent or in conflict with existing affiliations.

Effective January 1, 1983, WAPELRA became affiliated with the National Public Employer Labor Relations Association (NPELRA) and is the official Washington State Chapter for the National PELRA. This affiliation is subject to continued agreement of both parties.

Article IX--Change to the By-Laws

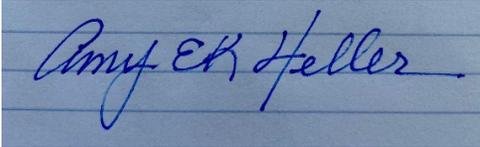
Any Active member may request a change to the By-Laws by contacting the President. The President will appoint a committee to review and update the By-Laws and, upon recommendation by the Board of Directors, submit it to Active members for vote by ballot. The change will be approved by a two thirds majority vote of Active members

who return the ballot within the time period designated by the President. Active members will be notified of the result of the vote via email.

Article X--Dissolution

Dissolution of WAPELRA will be accomplished upon a two thirds majority vote of the Board of Directors.

Adopted this 6th day of November, 2023.



Amy E.K. Heller, President