

IUE-CWA DIVISION RULES

ARTICLE I

Name

Section A. This organization shall be known as the IUE-CWA, the Industrial Division of the Communications Workers of America ("CWA"), AFL-CIO, CLC. It also is referred to herein as the Division.

ARTICLE II

Objects and Purposes

Section A. It shall be the object of the IUE-CWA to protect, maintain and advance the interests of the members within its jurisdiction, and, to this end, to unite all such members in this Industrial Division of the CWA, without regard to craft, race, color, sex, religion, age, marital/parental status, national origin, physical handicap, sexual orientation, or status as a veteran.

Section B. It shall be the object of the IUE-CWA to support and cooperate with the CWA and the AFL-CIO in promoting their principles and those of the Division.

Section C. The objects and purposes of the Division and its locals are to represent, protect, maintain and advance the interests of the members within their jurisdiction, to improve their wages, hours and conditions of employment, to engage in legislative, political, educational, civic, welfare and other activities which further, directly or indirectly, the interests of the membership of IUE-CWA, and of workers everywhere, in the improvement of general economic and social conditions in the United States of America and generally in the nations of the world.

Section D. To achieve the objectives and purposes of the Division, its funds and property may be used, managed, invested and expended not only for the purpose and objectives expressly set forth in Section C of this article, and otherwise in these Rules, but also for any additional purposes and objectives not inconsistent therewith as may be contained at any time in the resolutions and programs adopted and/or ratified by the Division Conference, or by its Executive Council.

Section E. These Division Rules shall at all times conform to the requirements of the CWA Constitution and the IUE-CWA Merger Agreement.

ARTICLE III Jurisdiction

Section A. The jurisdiction of the IUE-CWA shall include all members represented by the IUE as of October 1, 2000, and any future members of manufacturing and industrial bargaining units and such other members as may be determined by the CWA Executive Board.

Section B. The term "subordinate body," whenever used in these Rules, shall include within its meaning IUE-CWA Local Unions and Conference Boards.

ARTICLE IV Membership

Section A. All persons within the jurisdiction of the Division, both public and private sectors, excepting those excluded by law, shall be eligible for membership in the Division.

Section B. Members of the Division who are on leaves of absence from their employment or who are employed on a full-time or part-time basis by the Union or a local or who are or may be retired for any reason may continue to be active members.

Section C. No person, otherwise eligible for membership, shall be denied membership in the Union because of craft, race, color, sex, religion, age, marital/parental status, national origin, physical handicap, sexual orientation, or status as a veteran.

Section D. No person, otherwise eligible for membership in this Division, shall be admitted to membership if the person has been fined, suspended or expelled by a local in this Division, until the person has complied with the terms of such fine, suspension or expulsion.

ARTICLE V Officers and Executive Council

Section A. The President of the IUE-CWA shall be the Chief Executive Officer of the Division.

Section B. No person shall be eligible to be nominated or elected to office in the IUE-CWA, or in any subordinate body of the Division, unless he or she is a member in good standing as defined in Article IV of these Rules and the CWA Constitution.

Section C. No member shall be eligible to hold office or a position in the IUE-CWA, or in any subordinate body of the Division, unless eligible under the CWA Constitution, these Rules and Federal law. Additional qualifications for local officers, not in conflict with these Rules or the CWA Constitution, may be established in local union Bylaws.

Section D.

1. There shall be an Executive Council of the Division, comprised of the President; the three Regional Directors; any Conference Board Chairperson and three Members-at-Large, one from each of the Regions, as identified in Article IX, Section A, and the Chairperson of the Trustees.

2. Each Executive Council member shall have one vote.

3. Only members in good standing of the Division, employed by an employer within the jurisdiction of a local union of the Division are eligible to be at-large members of the Executive Council.

4. No employee of the CWA or the Division shall be eligible to be at-large members of the Executive Council.

ARTICLE VI Division President

Section A. The Division President shall have full power to direct the affairs of the IUE-CWA. He or she shall have the authority to appoint, direct, suspend or remove such organizers, representatives and employees as he or she may deem necessary, consistent with the CWA Constitution. The President's authority shall be subject to review by the IUE-CWA Executive Council. At all times, the President shall be subject to the authority of the Division Conference and the CWA Executive Board.

Section B. The President shall preside over the annual IUE-CWA Division Conference and over meetings of the Executive Council. He or she shall convene regular meetings of the Executive Council at his or her discretion, or when requested to do so by a majority of the members of the Executive Council. The President shall appoint all subcommittees of the Executive Council and all other committees not otherwise provided herein. Between Conferences, and subject to reversal by the Executive Council, the President shall decide all questions involving the interpretation of these Rules.

Section C. The President shall make reports to each Executive Council meeting and shall deliver a State of the Division report to each Conference.

Section D. The President shall appoint Regional Directors as necessary to effectively administer the affairs of the Union and shall assign the Directors to assist IUE-CWA Local Unions and coordinate the activities of staff representatives assigned to the respective areas. The Directors shall hold area meetings of Local Union representatives periodically to effectively implement the collective bargaining, organizing, and political and legislative action programs of the Division.

Section E. The salary of the President shall be established by the CWA.

Section F. In the event of a vacancy in the office of President, the Executive Board of CWA shall select a successor from among the members of the Division to serve until the next Division Conference, at which time an election will be conducted consistent with the CWA Constitution and these Rules to fill the remainder of the term.

Section G. Effective with the election scheduled for 2011, and consistent with the IUE-CWA Division Rules and the CWA Constitution, the term of office of the President of the IUE-CWA Division shall be four years or until a successor has been duly elected. The election of the President shall be at the Division Conference by roll call vote, with each Local entitled to a number of votes equal to its average paid per capita computed in accordance with these Rules.

ARTICLE VII Executive Council

Section A. The Executive Council shall execute the instructions of the Division Conference and between Conferences shall be the highest authority of the Division. The Executive Council, by a majority vote, shall advise and control the course of action of any or all of the officers, except as otherwise provided in these Rules.

Section B. All decisions of the Executive Council shall be made by a majority of those members present. The President may, however, between meetings poll the members of the Executive Council in writing for a decision on matters deemed urgent by the President. Approval in writing by a majority of the membership of the Executive Council shall be required for a decision by such a poll. The President shall notify each member of the Council of the results of each poll.

Section C. Regular meetings of the Executive Council shall be held at least two times annually. In years when a CWA Convention is held, one of the meetings shall be held in conjunction with the Division Conference. A majority of the Executive Council shall constitute a quorum.

Section D. The Executive Council at any time may require from the President a full detailed statement of account of any action or business done in the name of the Division.

Section E. The President or the Executive Council shall be authorized to have the books of the Division audited by a certified public accountant at any time deemed necessary, and shall order an annual audit of the books of the Division by a certified public accountant. A copy of such audit shall be provided to the CWA Secretary-Treasurer, to each delegate to the Division Conference, and to each IUE-CWA Local Union.

Section F. Any severance payment, retirement incentive or other severance compensation to be provided from IUE-CWA Division funds to CWA employees serving the Division, must be approved by majority vote of the duly elected delegates to a Division Conference to be effective, unless such benefits are provided under provisions negotiated with the unions representing CWA employees working for the Division.

ARTICLE VIII

Trustees

Section A.

1. Delegates to the Division Conference shall elect a Chairperson of the Trustees immediately following the election of the President. The Executive Council and the President, shall nominate a candidate for this position. Other candidates may be nominated by Division Conference delegates. The election of the Chairperson shall be by roll call vote, with each local entitled to a number of votes equal to its average paid per capita computed in accordance with these Rules.

2. There shall be two other Trustees, one from each Region of the Division, neither of whom shall be from the Region of the elected Chairperson. A candidate must be a member of a local union in the Region he or she seeks to represent. These Trustees shall be elected by roll call vote at the Division Conference. The candidate from each Region shall be declared elected who receives the highest number of votes of the Conference delegates from the local unions in each Region, with each local entitled to a number of votes equal to its average paid per capita computed in accordance with these Rules.

3. The terms of the Trustees shall run for two years with their election at the Division Conference in 2011. Starting with the Division Conference in 2013, Trustees shall be elected for a term of four years.

4. The Trustees elected from the respective Regions shall be elected by Delegates whose Local Unions are located within the geographic boundaries of the Regions as defined in Article IX, Section A.

Section B. The Trustees shall act as the Credentials Committee for any regular or special Conference. In advance of each Division Conference, the Trustees shall certify 1) the Local Unions which are entitled to participate in the Division Conference and to nominate and cast votes for the election of the Division Trustees and the Executive Council Members-at-Large and 2) the per capita votes to which each Local Union is entitled to cast at the Division Conference.

Section C. The Trustees shall be responsible for 1) reviewing the annual audit of all books and records of the Division conducted by the professional audit firm retained by the CWA required by the Constitution; 2) the safeguarding of all properties of the Division; and 3) the counting of

ballots cast in referendums conducted by the Division. The Chairperson of the Trustees shall make a report at each Division Conference in the name of the Trustees, detailing their activities since the previous Conference.

Section D. The Chairperson of the Trustees shall represent the Division on the CWA Defense Fund Oversight Committee. The alternate IUE-CWA representative to the CWA Defense Fund Oversight Committee, in the event the Chairperson of the Trustees is unable to attend, will be the Regional Trustee with the most seniority as Regional Trustee. In the event that both Regional Trustees have identical serve as Trustee, the alternate shall be the Regional Trustee with the most IUE-CWA membership seniority.

Section E. In the event of a vacancy in the office of Trustee and members-at-large, the President shall appoint a successor, subject to the approval of the IUE-CWA Executive Council.

ARTICLE IX Regions

Section A. For purposes of electing the Trustees and Executive Council Members-at-Large of the Division, the IUE-CWA Division shall be composed of the following geographical Regions:

REGION 3. New York, New Jersey, Delaware, Puerto Rico, Maine, New Hampshire, Vermont, Massachusetts, Rhode Island, and Connecticut.

REGION 7. Ohio, West Virginia, Tennessee, Kentucky, Mississippi, Alabama, Virginia, North Carolina, South Carolina, Georgia, Florida, District of Columbia, Maryland and Pennsylvania.

REGION 8. Indiana, Illinois, Michigan, Wisconsin, Minnesota, Iowa, Missouri, Arkansas, Louisiana, North Dakota, South Dakota, Nebraska, Kansas, Oklahoma, Texas, Montana, Wyoming, Colorado, New Mexico, Washington, Oregon, California, Idaho, Nevada, Utah, and Arizona.

ARTICLE X Revenue

Section A. Each applicant for membership shall pay an initiation fee of no less than two dollars (\$2.00) and no more than five dollars (\$5.00), unless the Local has received the approval of the Executive Board for a different amount. All IUE-CWA Local Unions shall be entitled to maintain the initiation fees in effect as of July 9, 2001, if different from the above. One dollar of all initiation fees shall be paid to the CWA as required by the Constitution or the Executive Board.

Section B. Effective January 1, 2009, minimum dues will be two and one-quarter hours straight time pay per month (1.3% of monthly base wage).

Section C. Notwithstanding the provisions of Section B above, to gain additional operating revenue and to function effectively on behalf of their membership, IUE-CWA Local Unions may maintain or increase monthly dues to amounts higher than the minimum dues under these Rules or the CWA Constitution. Monthly dues in excess of the required minimum dues shall be retained by the Local Unions.

Section D. All IUE-CWA Local Unions whose members are entitled to receive benefits from the CWA Members Relief Fund shall pay to the CWA Members Relief Fund eleven and one tenth per cent (11.1%) of the minimum monthly dues set forth above. All IUE-CWA members legally permitted to engage in strikes will have full rights to participate in the CWA Members' Relief Fund which provides relief for strikers, locked out members, victims of collective bargaining strategies and other approved actions.

Section E. IUE-CWA members shall fully participate in the CWA Defense Fund. This Fund shall be used for the defense of the Division and IUE-CWA local unions for circumstances arising from labor disputes. Effective January 1, 2009 the local unions of the IUE-CWA Division shall be required to pay the CWA-mandated payment of \$.50 per month per member to the CWA Defense Fund.

ARTICLE XI

Strikes and Collective Bargaining Agreements

Section A. IUE-CWA Division local unions shall send to the President of the Division and the CWA a copy of any notice to an employer terminating or modifying a collective bargaining agreement. Local Unions shall, whenever a strike is contemplated, obtain strike authorization by a secret ballot vote of the members within the affected bargaining unit and notify the Division President of the impending strike in sufficient time to afford the President of the Division or his or her designated representative an opportunity to adjust the dispute. It shall be the responsibility of the Division President to determine whether to seek approval of strike action from the Executive Board of the CWA. Before any strike, the obligations set forth in Article XVIII of the CWA Constitution must be satisfied. Local Unions shall, whenever a collective bargaining agreement is proposed, submit such agreement to its members within the affected bargaining unit for a vote. Except for local unions covered by Conference Board Rules, if it is determined by the Division President that an ongoing strike no longer serves the interests of the IUE-CWA members involved, or that such a strike jeopardizes the existence of the IUE-CWA local union, after notice to the local and providing an opportunity to be heard, the Division President, after consultation with the CWA President, may terminate the strike, subject to the approval of the CWA Executive Board pursuant to the CWA Constitution, Article XVIII, Sections 8, 9 and 10.

Section B. No action by any local union, its officers or members in contravention or in violation of a collective bargaining agreement shall be deemed the action of the Division or the CWA International Union, unless such action shall have been specifically authorized or ratified in writing by the Division President, nor shall any local union or other subordinate body have any authority to act for or on behalf of the Division or the CWA International Union in the performance of, or failure to perform, any act in violation of any agreement or of any Federal, state or local laws.

Section C. Within ten days after the signing of any collective bargaining agreement, or any amendment, or modification of, or addition to any collective bargaining agreement, the local involved shall send one copy of such agreement, or any amendment or modification of or addition to such agreement, to the Division President.

ARTICLE XII Division Publications

The Division President shall be responsible for the official Division publications and other communications devices in order that effective communication is maintained with the membership.

ARTICLE XIII Local Union Government

Section A. IUE-CWA local unions shall adopt their own Constitutions and/or Bylaws and amendments or modifications thereto. Copies of the local union Constitutions and/or Bylaws shall be distributed by the local unions to all of their new members and be available upon request to any of their members. Local union Constitutions and/or Bylaws and amendments thereto shall become effective upon the adoption thereof by the local union, if they do not conflict with the IUE-CWA Division Rules or the Constitution of the CWA, subject, however, to the approval of the IUE-CWA Executive Council. Local unions shall send for review copies of their Constitutions or Bylaws and any amendments thereto to the Division, within thirty days following their adoption.

If any local union's Constitution and/or Bylaws or part thereof is disapproved, the Constitution and/or Bylaws or part disapproved shall become ineffective. In the event of conflict between the Constitution and/or Bylaws of a subordinate body and the IUE-CWA Division Rules, or the Constitution of the CWA, as such may hereafter be amended, the Division Rules and the CWA Constitution shall prevail.

Local unions, during such time as they may not have local Constitutions and/or Bylaws in effect, or to the extent that any of its provisions are disapproved, shall be governed by the

provisions of the IUE-CWA Model Constitution and/or Bylaws for Local Unions. Local Unions shall be and remain affiliated with the Division and CWA. Local Unions shall have the authority and shall fulfill the duties and obligations of Local Unions under Article XIII of the CWA Constitution.

Section B. The books and records of each local shall be audited at least annually by a qualified examiner, and a copy of such audit shall be sent to the Division President and CWA Secretary-Treasurer as soon as available. If a local fails to comply with the provisions of this section relating to audits, the Division President shall be empowered to have an audit made by a qualified examiner, the cost of which shall be borne by the local. The President shall have authority to take any action he or she may deem necessary to enforce the provisions of this section. To the extent required by the CWA Constitution, Local Unions shall submit to the CWA Secretary-Treasurer copies of any LM-2 or similar document and any Form 990 which they are required by law to file with appropriate governmental agencies.

Section C. The following officers shall be elected by the membership of IUE-CWA Division local unions by secret ballot and applicable Federal law: President, Vice-President, Financial Secretary, Treasurer, Recording Secretary and Trustees. Locals may add other officers, such as a Business Agent, or combine two offices in one. Local Union officers shall be elected for a term of three years.

The Local Union President shall be an automatic delegate to the Division Conference and the CWA Convention, Conference Board or any other organization with which the Local Union may be affiliated in accordance with the requirements of such organization. The Local Union President shall direct the local's COPE, legislative and organizing activities and shall take actions as necessary to ensure the effective implementation of these programs within the local union. The local shall, where appropriate, designate, in accordance with its Constitution and/or Bylaws and procedures, a Chairperson of the Organizing Committee, Safety and Health Committee, Skilled Trades Committee, Social Action Committee and Salary Council.

Section D. All checks of a local union shall be signed by at least two officers of the Local. The officers handling union funds shall be bonded in an amount covering no less than one-half of the liquid assets of the local as shown by its previous annual audit, but no less than \$500.00 and no less than required by applicable federal law. The fees for such bonds shall be paid by the Local.

If a Local fails to comply with the provisions of this section relating to bonds, the Division President shall be empowered to secure appropriate bonds for the officers officially handling the funds for the local, and the fees of such bonds shall be paid by the local. The Division President shall have authority to take such action as he or she deems necessary to enforce the provisions of this section.

Section E. Officers and members of Local Unions shall not be loaned funds of the local union, nor shall they use funds of the local for purposes not related to the local's official activities.

Section F. Any Local failing to comply with the provisions of this Article or Article X shall not be entitled to per capita exoneration, and shall be given voting strength at the Division Conference only on per capita paid to the CWA divided by twelve months. Local Unions may be declared delinquent or suspended in accordance with the provisions of the CWA Constitution governing delinquency and suspension of locals. Local Unions receiving dues exonerations shall be entitled to representation at the Division Conference on the basis of actual paid per capita payments divided by the number of months for which payments were made. The CWA Constitution shall determine eligibility for attendance and participation in the CWA Convention.

Section G. No person, otherwise eligible for membership, shall be denied membership in a Local Union because of craft, race, color, sex, religion, age, marital/parental status, national origin, physical handicap, sexual orientation, or status as a veteran.

Section H. Each member shall be deemed to have pledged himself or herself to support the Constitution of the CWA, the Rules of the IUE-CWA Division, and to comply with the obligations required by the local union of which he or she becomes a member.

ARTICLE XIV Conferences

Section A. Conferences of the IUE-CWA Division shall be held in conjunction with the CWA Convention. The Division President shall announce the date of the Conference as soon as possible after the beginning of the calendar year.

Section B. The Division President shall send out, no less than 90 days prior to the Conference, a Conference Call and credentials to the Recording Secretaries of all Division locals. All credentials and the names of the delegates and alternates shall be returned to the President not later than one month prior to the Conference, except that, for good cause shown, the Credentials Committee, who shall be the IUE-CWA Division Trustees, may seat delegates and alternates whose credentials are submitted thereafter.

Section C. Composition of Conference.

1. The Division Conference shall be comprised of the President, the Executive Council, the Division Trustees and of delegates elected by the Locals in accordance with their respective Constitution and/or Bylaws. Each Local shall be entitled to:

- a) One delegate if the local has less than two hundred (200) members in good standing;
- b) Two delegates if the local has two hundred (200) or more but less than four hundred (400) members in good standing;

c) Three delegates if the local has four hundred (400) but less than six hundred (600) members in good standing;

d) One additional delegate for each four hundred (400) members or major fraction thereof above six hundred (600) members.

2. Locals shall elect their delegates in accordance with paragraph 1) on the basis of the average number of members on which dues were paid or collected by the International for the twelve (12) months ending the fifth month preceding that in which the Conference begins its session. Locals chartered less than twelve (12) months preceding the fifth month shall each be averaged according to the number of months chartered. Locals chartered after the fifth month preceding the Convention shall be allowed to elect delegates in accordance with this Section on the number of members in the Local at the time it was chartered; provided, however, that duplicate representation because of shift in membership from one Local to another shall not be allowed.

Section D. The number of votes to which a local union is entitled shall be divided equally among the local's delegates present at the time votes are cast. The number of votes which may be left over after such equal division shall be assigned to the Chairperson of the delegation of the Local.

Section E. No full-time, IUE-CWA employee may be elected or otherwise serve as a delegate from any local union to any Division Conference, Conference Board or the CWA Convention. There shall be no vote by proxy at the IUE-CWA Division Conference.

Section F. Except for the Credentials Committee, all committees shall be appointed by the President. No more than one member from any local shall serve on any committee. The President shall have the authority to convene Division Conference committees prior to the Conference.

Section G. The Division Conference sergeant-at-arms shall be appointed by the Division President. Such appointment shall be made on a rotating basis from the three Regions, beginning in the year 2006 with Region Three; followed in the year 2007 by Region Seven; followed in the year 2008 by Region Eight; and continuing in the same order thereafter. The Rules for the conduct of the Division Conference adopted by the previous Conference shall prevail until new Rules are adopted by each Conference.

Section H. All proposed resolutions and amendments to the IUE-CWA Division Rules shall be sent by the local union Recording Secretary to the Division President to reach his or her office no later than one month prior to the Conference. The Division President shall compile such resolutions and amendments in the order in which they are received and shall specify the locals from which each one was received. Reports on such amendments and resolutions shall be

prepared in sufficient copies for the assembled Division Conference delegates. No amendments to the Rules or resolutions shall be received from any delegate at the Conference except upon a vote by three-quarters of the delegates voting at the Division Conference.

Section I. The Division President and the Executive Council may submit resolutions and amendments to the Rules at any time during the Division Conference.

Section J. A roll call shall be taken on questions coming before the Division Conference upon a request of no less than twenty percent of the registered delegates.

Section K. Amendments to the Division Rules approved by the Division Conference delegates shall become effective when approved by the CWA Executive Board or Convention. These Rules may be amended also by Local Union initiative and referendum as provided in Article XX herein.

Special Conferences

Section L.

1. The Division President may call a special Conference whenever in his or her judgment the urgent interests of the Division require immediate action.

2. Special Conferences may be called upon petition of 30 or more Division local unions representing at least 25% of the Division membership.

Section M. A special Division Conference may be called on no less than thirty days' notice to each local in good standing. The Conference representation and voting rights of the delegates shall be governed by the provisions applicable to a regular Conference except that each local may, if it wishes, designate as accredited delegates those delegates who were accredited to the Conference immediately preceding the special Conference to be convened.

Section N. Only the business set forth in the President's Call to the Special Conference may be taken up unless the Special Conference, by a two-thirds vote of the delegates voting, decides otherwise.

Section O. A majority vote of the delegates voting shall decide all questions considered.

ARTICLE XV
Election of President, Trustees
and At-Large Executive Council Members

Section A. The Division President shall be nominated and elected at the IUE-CWA Division Conference by the duly seated delegates.

Section B. When there is only one nominee for the office of President, that nominee shall be declared elected.

Section C. Voting for Division President shall be on a per capita basis as provided in the CWA Constitution. The number of votes to which a local union is entitled shall be divided equally among the local's delegates pursuant to the CWA Constitution. If no candidate receives a majority of the votes cast, a runoff election shall be conducted between the two candidates receiving the greatest number of votes on the first ballot.

Section D.

1. In accordance with the CWA Constitution and Local Union Constitution and/or Bylaws, all delegates, other than automatic delegates serving by virtue of their elected offices must be elected by secret ballot. Notice of the election of delegates shall be mailed to each member in good standing to the member's last known home address at least fifteen days prior to the delegate election.

2. The President of each local union shall be required to certify to both the Division and the CWA, on forms provided that delegates to the Division Conference and CWA Convention from the local union are in good standing and were elected by secret ballot. Delegates from local unions that fail to provide such certification shall not be seated.

Section E. An issue of an official Division publication shall be mailed to members more than forty-five days in advance of the Conference, which shall include a listing of candidates for President and Trustee and their records, providing they have notified the IUE-CWA Communications Department of their candidacy not later than seventy-five days prior to the opening of the Conference. This issue shall also provide equal space for statements by each announced candidate.

In the year for election of the At-Large Executive Council Members, an issue of an official Division publication shall be mailed to every Local Union of the Division more than forty-five days in advance of the Conference, which shall include a listing of candidates for the at-large Executive Council positions, provided they have notified the IUE-CWA Communications Department of their candidacy not later than seventy-five days prior to the opening of the Conference. This issue shall also provide equal space for statements by each announced candidate.

At least thirty days prior to the opening day of the Conference and no later than ten days after the information has been compiled, the CWA Membership Dues Department shall furnish each candidate with a list of the local unions in good standing and the number of votes to which each local is entitled, subject to approval by the Conference, as well as a list of the local unions who are delinquent or otherwise ineligible to vote.

Section F. The three Division At-Large Executive Council Members shall be nominated and elected by delegates to the IUE-CWA Conference. Starting at the 2013 Conference, At-Large Executive Council Members shall be elected for a term of four years and shall serve until their successor is installed.

Section G. When there is only one nominee for any of the three At-Large Executive Council positions, that nominee shall be declared elected.

Section H. Nomination and voting for the At-Large Executive Council members shall be conducted only by the delegates from the Local Unions located within the geographic boundaries of the Regions as set out in Article IX, Section A. Voting shall be on a per capita basis. The candidate from each geographic region shall be declared elected who receives the highest number of votes of the Conference delegates from the local unions in each of the geographic regions, with each local entitled to a number of votes equal to its average paid per capita, computed in accordance with these Rules.

Section I. In the event of a vacancy in the office of At-Large Executive Council Member, the Division President shall appoint a successor, subject to the approval of the IUE-CWA Executive Council.

ARTICLE XVI

Election Appeals

Section A. Elections shall be conducted in accordance with the CWA Constitution, Division Rules or the Constitutions or Bylaws of the local unions, whichever apply. All such elections must be conducted without manipulation or taint and under conditions which will insure a secret ballot and a fair and honest election.

Section B. In any dispute challenging the conduct or results of an election held by a local union, objections must be filed in writing with the election committee of the local within ten days after the announcement of the election results.

Section C. The election results will be considered final during the period that election objections or appeals are pending before the President, the IUE-CWA Executive Council or any subordinate body.

Section D. Objections to a local union election shall be heard by the local union election committee of the local union whose decision shall be subject to the right of appeal to the governing body and to the membership of the Local.

Section E. Appeals from the decision of a local union in election contests shall be made in writing within thirty days of the local union's decision to the appropriate geographical Vice President. Written notice of appeal in each case shall be given to the Recording Secretary of the body to which the appeal is made except notice of appeal to the Division shall be to the Division President.

Section F. The decision of the geographical Vice President may be appealed in writing by the complainant or the Local to the President of the Union within thirty (30) days following the date of the notice of the Vice President's action.

Section G. The decision of the President may be appealed in writing by the complainant, the Vice President or the Local to the Executive Board of the Union within thirty (30) days following the date of the notice of the President's decision. The appeal shall be filed with the Secretary-Treasurer of the Union.

Section H. The decision of the CWA Executive Board may be appealed to the next CWA Convention or, in non-Convention years, to delegates to a Local President's meeting called by the CWA Secretary-Treasurer, in accordance with the provisions of the CWA Constitution, Article VII, Section 1, Paragraph (b).

Section I. Objections to an election under this Article may be made or filed by a member in good standing in any subordinate body.

ARTICLE XVII

Conference Boards and Councils

Section A. Conference Boards may be established for the purpose of coordinating the collective bargaining activities of local unions which deal with an employer having many facilities.

Section B. These Conference Boards shall function within the Division: 1) General Electric - Aerospace Conference Board, and 2) Automotive Conference Board. The Division President or Executive Council may rename these Conference Boards if warranted, due to the sale of a company, joint venture, or company name change, etc. Additional Conference Boards may be established by the President of the Division or the Division Conference in those cases where IUE-CWA represents a total of at least 10,000 employees of a company.

Section C. A Conference Board shall consist of delegates elected by each local union falling within its jurisdiction. The President may appoint staff representatives to Conference Boards to

assist and advise the affiliated local unions. The number of delegates from local unions to Conference Boards shall be determined as provided for in the Conference Board Rules.

Section D. Each Conference Board shall have a Chairperson. The chairperson of each Conference Board shall be elected for a term of three years at a meeting of, and by, the delegates to the Conference Board elected by the membership of the Conference Board local unions.

Section E. The functions of the Conference Boards shall be: 1) to formulate collective bargaining demands within their respective jurisdictions; 2) to designate negotiating committees which shall bargain contracts; 3) to determine whether or not proposed national agreements shall be accepted; 4) to coordinate the administration of collective bargaining agreements within their jurisdictions; 5) to determine whether or not strikes shall be called in order to obtain satisfactory national collective bargaining agreements and 6) to engage in member voter registration, voter education and get-out-the-vote activities.

Section F. When a Conference Board recommends acceptance of a national collective bargaining agreement, such recommendation shall then be submitted to the Local Unions of the Conference Board for ratification or rejection by the membership as follows:

1. Each local union of a Conference Board shall, within the time specified by the Conference Board, submit such recommendation for ratification or rejection by the membership.

2. A majority of the members of each local union who vote on the Conference Board's recommendation of acceptance will constitute the vote of the local union.

3. In compiling the vote of all local unions affiliated with the Conference Board, the vote of the local union shall be equal to its total membership which shall be determined by the last twelve-month average per capita paid to the CWA using the provisions of Article XIV, Section C.2 of these Rules.

4. The decision of the majority of votes cast in accordance with the procedures set forth in Paragraphs 1, 2 and 3 of this Section F shall determine whether the Conference Board's recommendation of acceptance is ratified or rejected and such decision shall be immediately binding upon all of the local unions of the Conference Board covered by the national collective bargaining agreement, regardless of how any individual local union voted.

Section G. When a Conference Board determines to strike to obtain a national collective bargaining agreement, or to terminate a strike called for such purpose, all local unions of that Conference Board are bound by such action.

Section H. Conference Boards may establish Conference Board Rules to govern their activities, subject to the approval of the President and the Executive Council. Such Conference Board

Rules shall not be inconsistent with any provisions of the Division Rules or the CWA Constitution.

Section I. Councils

1. Councils may be established under the direction of the President of the Division to promote bargaining among Locals with membership employed in common industrial sectors. Each Council so established shall consist of representatives of Locals within the industrial sector of the respective Council. Each Council shall operate under rules they adopt which are approved by the Division President. Councils shall be financed by the participating Locals.

2. In recognition of the shared history and community of bargaining interests, there shall be a Furniture Workers Council under these Rules.

ARTICLE XVIII Conflict of Interest

Section A. No officer or employee of the Division, or of any of its subordinate bodies, may have:

1. A personal financial interest which conflicts substantially with the performance of his or her duties.

2. A substantial interest in any business enterprise with which the IUE-CWA Division or one of its subordinate bodies bargains collectively, or which is in competition with such enterprise.

3. A substantial interest in an enterprise, a substantial part of which consists of buying from, selling to or otherwise dealing with an employer with whom the Union or one of its subordinate bodies bargains collectively.

Section B. No officer or employee of the IUE-CWA Division, or of one of its subordinate bodies, may accept rewards or payments of any kind from an employer with which the Union or one of its subordinate bodies bargains collectively, other than regular pay or benefits for work performed as an employee of such an employer.

ARTICLE XIX Installation of the Division At-Large Executive Council Members, Division Trustees and Local Union Officers

Section A. Installation of the Division At-Large Executive Council Members and Trustees shall be conducted during the Division Conference as follows:

Installing Officer: "Brother or Sister....., do you accept the office to which you have been elected?"

Officer Elected: "I do."

Installing Officer: "Raise your right hand and repeat after me: I do solemnly swear (or affirm) in the presence of the assembled members and delegates that I will faithfully execute the office to which I have been elected; and will, to the best of my ability, preserve, protect and defend the IUE-CWA Division Rules and the CWA Constitution. I further swear (or affirm) that I will protect and conserve the property of the IUE-CWA Division and that I will make an accounting for, and turn over all such property to my successor in office. I further swear (or affirm) that I will adhere to and support all trade union policies determined upon or subscribed to by the IUE-CWA Division and the CWA."

Section B. Installation of Local Union Officers shall be conducted as follows:

Installing Officer: "Brother or Sister....., do you accept the office to which you have been elected?"

Officer Elected: "I do."

Installing Officer: "Raise your right hand and repeat after me: I do solemnly swear (or affirm) in the presence of the assembled members that I will faithfully execute the office to which I have been elected; and will, to the best of my ability, preserve, protect and defend the Rules of the IUE-CWA Division, the Constitution of the CWA and the Constitution and Bylaws of Local _____. I further swear (or affirm) that I will protect and conserve the property of Local _____, and that I will make an accounting for, and turn over all such property to my successor in office. I further swear (or affirm) that I will adhere to and support all trade union policies determined upon or subscribed to by the IUE-CWA and the CWA."

Section C. The obligation of a new member shall be conducted by any member of the IUE-CWA as follows:

Member: "I solemnly swear (or affirm) that I will abide by the IUE-CWA Division Rules, the CWA Constitution, and the Constitution or Bylaws of Local _____, to the full extent of my ability, I hereby reaffirm the terms of my application for membership in this International Union. I further swear (or affirm) that I will bear faithful allegiance to the local, Division and International Union in their trade union policies and to my fellow members and the officers whom they select."

All members shall be deemed to have taken the above obligation.

ARTICLE XX

Amendments

In between Conferences, these Division Rules may be amended by referendum vote of the local unions initiated and conducted as follows:

1. Each local in good standing affiliated with the IUE-CWA shall have the right to propose amendments at any time three months after the date of the previous Conference but not later than ten weeks before the week set for the next Conference (postmark of registered letter containing amendment to be determining date). The local initiating the amendment must first secure endorsement of not less than 20 locals comprising twenty-five percent of the total membership of the Division based on the paid per capita average of the previous three months to the date of notice of amendments to the President of the Division.

2. Within a week of receipt of a proposed amendment and reasons therefor, the President shall forward copies of same to each member of the Executive Council for approval or rejection. A copy of the proposed amendment, and the result of the vote of the Executive Council, shall be sent to each local. The locals shall vote on the approval or rejection of the decision of the Executive Council. The majority of those present and voting shall determine the action of the local.

3. The Trustees shall tabulate the vote of the locals, by crediting each local with the number of votes as per the paid per capita, figured on the average of the three previous months. Amendments receiving approval by a majority of the votes totaled shall be declared adopted, and shall become effective as of the first day of the following month.

4. The columns of the Division's official news organ shall be open for discussion for or against proposed amendments.