

USCMA BYLAWS  
**Utah School Custodial Managers Association**  
September 2009 (revised November 1, 2016)

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## **ARTICLE I MISSION STATEMENT, PURPOSES**

The mission of USCMA is to enhance the professionalism and efficiencies of custodial services in Utah's public schools. To accomplish this mission, USCMA will provide:

1. A resource to develop health and cleaning standards for Utah's public schools.
2. Training/certification opportunities in custodial services.
3. Opportunities to share ideas to improve serviceability, maintenance and operational costs of school facilities.
4. Promote professional ideals and standards to better serve the objectives of education in Utah.
5. Engage in other related activities as may be desirable or required to fulfill the purposes and objectives of the Association.

## **ARTICLE II MEMBERSHIP**

### **A. Membership Classification**

There shall be two classifications of members of the Association, namely, voting and non-voting.

1. Voting Members are individuals who meet the qualifications for membership as hereinafter described and who join the Association. These individuals shall be known as Individual Members. Each Individual Member shall cast his/her vote and represent his/her interest in all matters before the Association.
2. Non-Voting Members consist of Business Partner Members.

### **B. Membership Categories**

#### **1. Individual Members**

Persons employed by public funded schools in the State of Utah who are engaged in work related to in-house custodial services and management, having an interest in the purpose and activities of the Association.

#### **2. Business Partner Members**

Business Partner memberships are offered to manufacturers, suppliers and other organizations wishing to support the activities of the Association.

Subject to approval of the Board of Directors, approval of this category of membership shall not be construed as endorsement, actual or implied, by the Association. In accordance with the Utah Procurement Code, no preferential treatment shall be given to any vendor or business through its affiliation with USCMA. Business Partners shall not be eligible to vote or hold office.

**C. Voting Rights**

Each Individual Member of the Association shall be entitled to one vote at meetings of the regular membership.

**D. Annual Dues**

The amount of dues to be paid by Individual and Business Partner members shall be determined by the Board of Directors and ratified by the regular membership. The Board of Directors shall determine when dues are payable and when a member is delinquent.

**E. Revocation or Termination of Membership**

Any member may have his/her membership revoked or terminated by the affirmative vote of the Board of Directors whenever the best interests of the Association will thereby be served. Notwithstanding the foregoing, a member of the Association shall be dropped from the membership rolls of the Association for: (1) Failure to pay dues or, (2) Loss of eligibility.

**F. Reinstatement**

Any membership that has been terminated may be reinstated to individual or business partner membership by action of the Board of Directors.

**ARTICLE III MEETINGS OF MEMBERS**

**A. Annual Business Meeting**

An annual business meeting of the Individual Members of the Association shall be held for the purpose of transacting any business brought before the meeting.

**B. Location and Date of Meeting**

The Board of Directors shall seek input from the membership on suggested dates and locations for meetings. The Board shall be responsible for the selection of the site and the date for the annual business meeting.

**C. Notice of Meeting**

Written or printed notice stating the time, day, and place of the annual business meeting shall be delivered to all Individual Members at least thirty (30) days prior to the meeting date.

**D. Special Meetings**

The Board of Directors or at least one-fourth of the Individual Members may call special meetings of the Regular Members. The Board of Directors shall determine the time, day, and place and the agenda for which the meeting is called.

**E. Quorum**

A simple majority of Individual Members in attendance shall constitute a quorum for the transaction of business of the Association at any annual business or special meeting.

**F. Procedure**

Parliamentary rules as stated in Robert's Rules of Order shall govern the procedure of the meetings of the Association.

**ARTICLE IV BOARD OF DIRECTORS**

**A. General Authority**

The Board of Directors shall manage the business, property, and affairs of the Association. The Board of Directors shall be vested with all powers possessed by the Association itself, including the power to appoint and remunerate agents or employees, insofar as such delegation of authority is not inconsistent with or repugnant to the laws of the State of Utah or any other applicable laws, the Association's Articles of Incorporation, or these bylaws or any amendments to them.

**B. Board Members**

The Board of Directors of the Association shall be composed of the following: President, President-Elect, Secretary, Treasurer, the chairperson of the following committees: Education, Membership, Nominations & Finance Committees. The Treasurer will serve as the chair of the finance committee. The majority (at least 2 of the 3) of the elected members of the board, i.e. President, President-Elect, and Treasurer must be comprised of employees from Utah public school districts, K-12 and they must be in-house custodial service personnel.

**D. Meetings**

There shall be two or more meetings of the association's Board of Directors per year. These meetings shall be held as the Chairperson of the Board may determine. Whenever possible, written or printed notice stating the time, day, and place of each meeting shall be delivered to each member of the Board at least twenty (20) days prior to the day of the meeting.

The President and Secretary for the Association shall be the chairperson and secretary of the Board of Directors, respectively.

**E. Quorum, Voting**

At all meetings of the Board of Directors, a simple majority of the total number of Board members shall constitute a quorum. Each member of the Board shall be entitled to one vote. Proxy voting shall not be permitted. In the absence of a

quorum, any recommendations may be advisory only, but may become valid if confirmed by a majority vote in conformance with the quorum requirements.

**F. Minutes of Meetings**

Written minutes of every meeting of the Association, recording the matters considered at the meeting and actions taken, shall be kept by the Secretary. The minutes of each meeting shall be signed by the President after they are approved at a subsequent meeting of the Association and thereafter filed in the Association's records.

**G. Powers and Duties**

1. The Board of Directors shall:
  - (a) Designate banks or credit unions, in which shall be deposited the money or securities of the Association.
  - (b) Authorize investment of funds of the Association.
  - (c) Authorize expenditures from the Association's accounts during the interim between annual meetings of the Association.
  - (d) Review and approve all budgets presented by the Treasurer.
  
  - (e) Assure that all income from membership dues and from other sources is deposited in the Association's general fund, except for such monies and properties that are to be deposited in special funds of the Association. Only money deposited in the general fund shall be available to pay the expenses of the Association.
  - (f) Provide for all fiscal arrangements of the Association.
  
2. The Board shall rule on any question of policy for the Association.
  
3. The Chairperson of the Board shall have authority to appoint small action committees to expedite its work. Such committees shall be appointed in accordance with Article VII hereof.

**ARTICLE V EXECUTIVE COMMITTEE**

The Board of Directors of the Association shall have an Executive Committee consisting of at least the President, President-Elect, Secretary and Treasurer of the Association. Any other member of the Board of Directors shall be eligible for membership on the Executive Committee by appointment, which shall be approved by resolution by a majority of the Board of Directors. The Executive Committee shall have and exercise the authority of the Board of Directors and the management of the Association to the extent provided in the resolution, and shall advise the Board and make policy interpretations on behalf of the Board as the Board by resolution may so provide. The President and Secretary of the Board of Directors shall act as the chair and Secretary of the Executive Committee, respectively.

**ARTICLE VI OFFICERS A. Enumeration of Officers**

The officers of the Association shall consist of a President, President-elect, Secretary and Treasurer.

**B. Election of Officers**

The President-elect and Treasurer shall be elected from among the Individual Members of the Association by a majority of the affirmative votes cast at the annual business meeting.

The President shall appoint the Secretary.

**C. Nominations**

The Nominating Committee shall make nominations for President-elect and Treasurer.

**D. Terms of Office**

The President, President-Elect and Treasurer shall serve two-year terms. The Secretary shall serve at the request of the President.

**E. Vacancies**

The Board of Directors shall fill vacancies occurring during the term of office of an officer of the Association, other than the President, from the Members of the Association, unless a mail ballot election is conducted among the membership for such purpose. The Member filling a vacated position shall serve only until the time of the regular election of the Association's Officers.

**F. Powers and Duties**

**1. President**

The president of the Association shall have all powers and shall perform all duties commonly incident to and vested in the Office of President of a corporation including but not limited to being the chief executive officer of the Association, preparation of the agenda for the annual business meeting at which he/she presides, and having general knowledge of and responsibility for supervision of the business of the Association.

The President shall serve for a term of two years. Notwithstanding the foregoing, The President of the Association shall:

- (a) Be a member of and chair the Board of Directors and prepare the agenda for the meetings of the Board.

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- (b) Be responsible for disseminating the agenda and supporting material in advance of meetings of the Board of Directors.
- (c) Give requisite notice of and preside over the meetings of the Association's membership and the meetings of the Board of Directors
- (d) Have the power to sign all certificates, contracts, and other instruments of the Association as authorized by the Board of Directors.
- (e) Have the authority to act with the concurrence of the President-Elect should an emergency occur between meetings of the Board of Directors that is not covered in the bylaws. The emergency and the action taken shall be reported at the next succeeding meeting of the Board of Directors.
- (f) Represent or appoint someone to represent the Association at conferences and ceremonies to which the Association has been invited and should be represented.
- (g) Receive recommendations for committee chairperson appointments from the nomination committee and then appoint all committee members.
- (h) Have the authority to appoint all committees of the Association not otherwise provided for by these bylaws when necessary for the furtherance of the aims and objectives of the Association.
- (i) Oversee the work of the Committees. Perform such other duties as the Board of Directors may from time to time designate.

### **2. President-Elect**

The membership of the Association shall elect a President-Elect for a term of two years by majority of the affirmative votes cast. The President-Elect shall automatically succeed to the office of President at the conclusion of the term as President-Elect or at such other time as the office of the President may become vacant provided the President-Elect remains eligible to hold such office. Should the President-Elect assume the duties of the defunct president; The President-Elect shall fill the balance of the defunct president's term plus the President-Elect's normal term as president. The President-Elect shall:

- (a) Perform the duties and have the powers of the President during the absence or disability of the President.
- (b) Become thoroughly acquainted with the affairs of the Association in order to provide capable leadership upon becoming President.
- (c) Perform such other duties as the Board of Directors may from time to time designate.

### **3. Treasurer**

The Treasurer shall be elected in odd years for a term of two years and shall be eligible for reelection for a maximum of three consecutive terms. The Treasurer of the association shall have all powers and shall perform all duties commonly incident to and vested in the office of treasurer of a corporation.

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- (a) Attend all meetings of the Board of Directors and the Annual Business meeting and be responsible for keeping, preserving in books of the Association, and distributing minutes of the proceedings of all such meetings.
- (b) Account for all funds of the Association including receipts, disbursements and maintaining the bank accounts.
- (c) Render a financial report at the annual business meeting of the Association showing all receipts and expenditures for the current year.
- (d) See that the accounts of the association are audited annually by a qualified individual/firm.
- (e) Serve as the secretary to the Board of Directors and to the Executive Committee.
- (f) Be responsible for developing and reviewing the fiscal policies of the Association.
- (g) Perform such other duties as the Board of Directors may from time to time designate.
- (h) Work closely with the officers and committees to organize and facilitate effective conferences and meetings.
- (i) Assist committees by tracking finances, budgets, membership and by performing other secretarial duties.
- (j) Coordinate activities of the Association with business partners and vendors.

## **ARTICLE VII COMMITTEES**

- A. Committees of the Association will be of three general categories:
  1. Permanent Committees, as hereafter established in the Association's Bylaws,
  2. Standing Committees as may be established by the Board of Directors, and
  3. Ad Hoc Committees to be established by the President for short-term objectives of limited scope.
  
- B. Committee appointments will be made by the President in accordance with the provisions of these Bylaws, or in the absence of specific provisions, in accordance with the recommendation of the committee chairperson. All committee members will be appointed for a two-year term; however, upon recommendations of the chairperson, a member may be reappointed.

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Interim appointments will complete unfulfilled terms. The termination date for the terms of committee members shall be on the day following the end of the annual business meeting. No committee shall have less than three members including the chairperson.

C. Permanent Committees are as follows:

### **Education Committee**

The Chairperson for Education will chair the committee. Additional Members will be appointed. The members may divide into subcommittees of size and number to be determined by the chairperson. The committee (subcommittees) will be responsible for:

1. Planning and organizing the Association's Conferences.
2. Evaluating the current Conference.
3. Assessing present and future needs to be addressed in conferences.
4. Developing conference format and agenda.
5. Providing members with certificates of attendance and continuing education credits.
6. Working closely to determine physical arrangements to adequately serve members, guests, speakers, exhibitors, and others.
7. Receiving direction and approval from the President and Board of Directors on additional proposals and on funds available for implementing approved responsibilities.
8. Developing, obtaining, and cataloging a library of audiovisual or print media training materials on a variety of appropriate subjects to be made available to members upon request.
9. Recommending a schedule of rates and charges to be levied upon members who attend educational programs or request training materials.
10. Performing such other duties as the Board of Directors may from time to time assign.

### **Membership Committee**

The Committee Chairperson for Membership will chair the committee. Additional members will be appointed. The members may divide into subcommittees of size and number to be determined by the chairperson. The committee (subcommittees) will be responsible for:

- (a) Studying ways to develop and implement professional standards applicable to the Association and its members.
- (b) Encouraging members of the Association to write and publish professional papers and/or to participate in the presentation of professional subjects on the various phases of facilities management.

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- (c) Maintaining a membership list.
- (d) Tracking members' dues
- (e) Providing Certificates of Membership
- (f) Recruiting new members
- (g) Receiving direction and approval from the President and the Board of Directors on additional proposals and on funds available for implementing approved responsibilities.
- (h) Performing such other duties as the Board of Directors may from time to time assign.

### **Nominations Committee**

The Committee Chairperson for Nominations shall chair the Committee. Additional members will be appointed. The members may divide into subcommittees of size and number to be determined by the chairperson. The Nominations Committee shall be responsible for:

1. Nominating candidates for the offices of President-elect and Treasurer of the Association.
2. Ensure all open positions are filled with qualified members.

### **Finance Committee**

The Treasurer shall chair the Finance Committee. Additional members will be appointed. The members may divide into subcommittees of size and number to be determined by the chairperson. The Finance Committee shall be responsible for:

1. Provide oversight of bank records.
2. Consult with executive committee on financial matters.
3. Provide tax information and submittals.
4. Publish and make available a report of receipts and disbursements and a year-end balance prior to the annual business meeting.
5. Fund raising.
6. Provide for an independent audit on the years the committee chair's term expires, and an internal review on other years of all accounts of the association.
7. Perform such other duties as the Board of Directors may from time to time assign.

### **Standing Committees**

May be established for such purposes, as the Board of Directors deems appropriate. In all cases the chairperson will be a member of the Board of Directors and be selected and appointed by the Board of Directors, which will also determine the size and purpose of

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the committee. The President upon the recommendation of the chairperson will appoint the additional members. The President will provide an explicit written charge for each standing committee so formed. Each committee will remain in existence unless or until abolished by subsequent action of the Board of Directors.

### **Ad Hoc Committees**

The President may establish Ad Hoc Committees. The President will select and appoint the chairperson and upon recommendation of the chairperson will also appoint the remaining members of the committee and will provide an explicit written charge to the committee outlining its responsibilities and the expected date of completion. The Ad Hoc Committee will be dissolved with the completion of their charge or assignment.

### **Committee Reports**

Each committee of the Association will provide a written report of the status of the activities of the committee at each meeting of the Board of Directors and at the annual business meeting. These reports shall be directed to the President of the Association on such date and in such format as the President may direct.

## **ARTICLE VIII FISCAL YEAR**

The fiscal year of the Association shall be from January 1 through December.

## **ARTICLE XIV AMENDMENT OF BYLAWS**

These bylaws of the Association may be amended, altered, changed, added to, deleted from or repealed by the affirmative vote of the majority of the total membership.

Officially adopted by the general membership of UCMA September, 2009  
Revised and approved by the general individual membership June 2017