

BYLAWS OF UAW LOCAL 2350  
(As Amended February 26, 2022)

**Article 1**  
**NAME AND OBJECTIVE**

Section 1: The UAW Local 2350 (hereinafter "LOCAL") is constituted and established as an amalgamated LOCAL to represent the collective interests of the bargaining unit members in their negotiations with their employer concerning labor-management relations, including grievances, wages, hours and other terms and conditions of employment and to foster friendship, cooperation and harmony among the employees of the California State Employees Association and its affiliates: CSUEU, ACSS, and CSR (hereinafter "CSEA") and the Union of California State Workers, SEIU Local 1000, (hereinafter "SEIU"), and/or any of the other units of the LOCAL.

It is the object of the LOCAL to maintain and improve working conditions and wages, unite together, improve health and safety, educate members, work for better government, community action and to improve social conditions.

It is the further objective of the LOCAL to advance the interests and maintain the highest caliber of service to CSEA and SEIU.

Section 2: All officers, members and employees of the LOCAL shall maintain complete financial autonomy, freedom of action and freedom from control, influence or interference from CSEA and SEIU, their management, officers or members, and to maintain such policy in the course of their functioning of the LOCAL.

Section 3: The Constitution of this LOCAL shall be the current Constitution of the International Union, UAW (hereinafter "CONSTITUTION" or "UAW Constitution"), and these Bylaws shall be in all respects subordinate to said CONSTITUTION and all applications and interpretations thereof.

Section 4: THE CONSTITUTION, Bylaws and Roberts Rules of Order, latest edition, in that order, are the authorities governing proceedings of the LOCAL and its constituent bodies.

**Article 2**  
**LOCATION OF PRINCIPAL OFFICE**

Section 1: The principal office of this LOCAL is located at 1808 14<sup>th</sup> Street, in Sacramento, CA 95811, or such other location authorized by the current Executive Board.

**Article 3**  
**MEMBERSHIP AND MEMBERSHIP RIGHTS**

Section 1: The Local is composed of workers eligible for membership in the UAW, over whom the Local has jurisdiction.

Section 2: Each member in good standing of this Local has the right to nominate and vote, express opinions on all subjects before the Local, to attend all membership meetings and express views, arguments and opinions on all matters and business, including candidates for office, properly before the meeting; to meet and assemble freely with other members and generally, to participate in the activities of the Local in a responsible manner consistent with good conscience in order to present and discuss factually and honestly the issues and personalities upon which the membership must base its decisions. These rights shall at all times be subject to the rules of procedure governing meetings and other uniform rules and regulations contained in the Constitution, Bylaws and other official rules of the Local. Actions that interfere with the performance of the Local or UAW of their legal and contractual obligations as a collective bargaining agent, or interfere with the legal or contractual obligations of this Local as an affiliate of the UAW, or which jeopardize the Local or UAW as organizations, shall be considered conduct unbecoming a union member.

Section 3: The membership shall strive to obtain the objectives set forth in the UAW Constitution and additional objectives as established as the policy of the UAW; to maintain free relations with other organizations whose purposes are not in conflict with objectives of the Local and UAW; to do all in its power to strengthen and promote the labor movement throughout the world; to cooperate with staff of the UAW to promote organizational activities.

Section 4: All members are in good standing except those who are delinquent in their dues payments and, after the procedures set forth in BYLAWS Article 5 "Dues Delinquency and Penalties," have been declared to be not in good standing; or who, after the disciplinary procedures set forth in BYLAWS Article "Disciplinary Action and procedures," have been declared to be not in good standing.

#### **Article 4 DUES**

Section 1: Dues shall be set at the rate set forth in the UAW Constitution.

Section 2: All future new members of the Local shall pay a one-time initiation fee of \$10.00.

Section 3: Persons seeking to reinstate a lapsed membership shall pay a one-time fee of \$10.00, in addition to any dues otherwise owing to the Local or UAW.

#### **Article 5 DUES AND DELINQUENCY AND PENALTIES**

Section 1: Penalties imposed for a member's nonpayment of dues shall not be deemed disciplinary nor subject to the proceedings set forth in Article 6 of these Bylaws.

Section 2: Members who are more than 30 days delinquent in the payment of union dues shall, as soon as practicable, receive written notice of such arrears by personal service or certified mail to the last known resident of the member; service by mail is complete upon mailing. The member shall have 30 days from the effective date of service to pay dues in full.

Section 3: A member who remains in arrears, following completion of the proceedings set forth in this section, shall be declared not in good standing. A member not in good standing due to dues delinquency shall be subject to the imposition of any penalties without further proceedings; further, the Local may pursue any and all available remedies pursuant to the current bargaining Agreement.

Section 4: A member who resigns or terminates his/her membership shall have no right or interest in any property of the Local Union, including any dues or other financial obligations paid by the member in advance of the effective date of such resignation or termination.

#### **Article 6 POWERS OF ADMINISTRATION**

Section 1: The membership is the highest authority of this Local and shall be empowered to take or direct any action not inconsistent with the Constitution or these Bylaws.

Section 2: Between membership meetings, the Executive Board shall be the highest authority of the Local and shall be empowered to act on behalf of the membership to the extent urgent business requires prompt and decisive action, subject to subsequent membership approval, but the Executive Board may not take action affecting the vital interests of the Local without prior membership approval.

Section 3: Between meetings of the Executive Board, the President shall exercise general administrative authority and shall be empowered to act on behalf of, and take action permitted, to the Executive Board subject to subsequent approval of the Executive Board.

#### **Article 7 DISCIPLINARY ACTION AND PROCEDURES**

Section 1: Charges by a member or members in good standing that a member or members have violated the UAW Constitution, these Bylaws, or engaged in conduct unbecoming a member of the Union must be set forth and filed in accordance with Article 31 of the UAW Constitution. The Local and/or the UAW shall review and process such charges in accord with Article 31 of the UAW Constitution.

Section 2: Exercise of the free speech and other democratic rights guaranteed by the UAW Constitution shall not be a basis for disciplinary charges, but conduct which creates actual interference with the ability of the Local or UAW to carry out its legal responsibilities or contractual obligations, or that of other members exercising their rights guaranteed by the UAW Constitution, are bases for disciplinary charges as conduct unbecoming a member.

#### **Article 8 OFFICERS**

Section 1: The officers of the Local are the President, Executive Vice President, Recording Secretary, Treasurer (Financial Secretary/Treasurer), three Trustees, six Area Vice Presidents

Sergeant-at-Arms, and Guide. Together these persons are the Executive Board of the Local.

- (a) The President, Executive Vice President, Recording Secretary, Treasurer (Financial Secretary/Treasurer), Trustees, Sergeant-at-Arms and Guide shall be elected by vote of the entire membership.
- (b) Each Area Vice President shall be elected by and from the respective SEIU-employed membership of the Sacramento Area, Coastal Area, the Central Area, the Southeast Area and the Southwest Area, and from all CSEA-employed members statewide.

Section 2: The officers are responsible for carrying out the objective of the Local, as specified in all Articles of the Local Bylaws and UAW Constitution.

- (a) The officers shall have all powers expressly granted by these Bylaws and, also, such general authority not inconsistent therewith to formulate the programs and administer the affairs of the Local.
- (b) The officers are authorized to employ such technical, legal, clerical or other assistance as may be required in the administration of the affairs of the Local, subject to the approval of the Executive Board.
- (c) Meetings of the officers may be held at such times and under such circumstances as they may deem necessary to administer the affairs of the Local. Officers may participate in executive board meetings by phone or video-conference when unable to attend in person. Minutes shall be taken at all officers' meetings and shall be available to any Local member upon request.
- (d) At any officers meeting, four officers constitute a quorum, but only after all officers have been notified that the meeting will be held.
- (e) No officer, member or agent of the Local shall take any action which is contrary to the laws of the State of California, or the United States or is incompatible with the objectives of the Local.
- (f) No officer, member or agent of the Local shall publish any recommendation or statement which relates to the objectives of the Local, declaring or implying the endorsement of such recommendation or statement by the Local unless approval is first obtained from the officers.
- (g) No contributions for any cause shall be solicited in the name of the Local, except upon authorization of the officers.

Section 3: The term of office of an incumbent shall terminate and the term of office of an officer-elect shall commence on the day the results of the election are declared, even though the incumbent may not physically surrender the appurtenances of his/her office to his/her successor until performance of a suitable ceremony of relinquishment and induction. Officers serve a three (3) year term.

## **Article 9 DUTIES OF THE OFFICERS**

Section 1: President:

- (a) Presides at all meetings of the officers and general membership meetings.

- (b) Is responsible for making all appointments to and coordinating the activities of committees dealing with negotiations, social activities, insurance, retirement, organization, membership, the Local' s budget, Bylaws and other matters of substance, except as otherwise specified by these Bylaws. Such committees may be created and dissolved subject to the approval of the officers.
- (c) Is an ex-officio member of any and all Local committees.
- (d) Is responsible for the officers submitting an annual budget to the membership within 30 days of their assumption of office.
- (e) Is responsible for countersigning the Local' s checks issues by the Financial Secretary against accounts of the Local.

Section 2: Executive Vice President:

- (a) Acts. for the President in his/her absence or at his/her request.
- (b) Is advisor to the President and the officers and chairperson of the nominations committee.
- (c) Is official parliamentarian.
- (d) Is responsible for countersigning the Local's checks in the President's absence.
- (e) Should the office of President become vacant, the Vice President shall serve as President until the next election(s).

Section 3: Recording Secretary:

- (a) Is responsible for keeping a record of the proceedings of all membership and officers meetings.
- (b) Is responsible for maintaining a complete set of official records and documents of the organization. Such records shall be kept current in a systematic fashion and shall include a copy of everything issues and officially received by the Local.
- (c) Is responsible for countersigning the Local's checks in the President's and Executive Vice President's absence.

Section 4: The Financial Secretary/Treasurer:

- (a) Is responsible for preparing within 30 days of election, a budget which reflects the financial plan of the officers for one calendar year. The budget shall contain funds for an event celebrating the installation of new officers.
- (b) Keeps custody of an accounting for all Local funds, pursuant to pertinent provisions of the Articles and Bylaws, and renders a full accounting of all the Local funds at every business meeting.
- (c) Is responsible for signing the Local's financial vouchers.
- (d) Is responsible for sending a full and complete statement of financial condition to the officers and the organization at the termination of said term of office.
- (e) Maintains a current listing which shall contain the names, classification, employment and Local membership status of each employee of CSEA.
- (f) Shall provide for an independent annual audit.
- (g) Is responsible for countersigning all the Local checks.

Section 5: Area Vice Presidents:

- (a) Serve as the chief stewards for their respective geographic locations.
- (b) Shall, within 30 days of their election, be responsible for submitting a proposal for Local steward representation to the membership in his/her geographic area of representation for the membership's approval. Such proposal shall include steward election procedures. This proposal shall consider all occupational areas, e.g., mailing and duplicating, legal, clerical, accounting, communications, benefits, etc.
- (c) Is the primary representative of the Local for his/her geographic area and, in that capacity, represents his/her constituents on issues affecting them.
- (d) Shall be responsible for coordinating the activities of the stewards functioning in his/her area and ensuring that they carry out their duties and responsibilities as specified in these Bylaws.
- (e) Shall conduct monthly meetings with members within his/her geographic area to determine their problems and needs. Such meetings should be held, insofar as practicable, on the days immediately prior to duly called Local General Membership Meetings.
- (f) Is responsible for submission of agenda items to the President.

Section 6: Trustees:

The Trustees shall have general supervision over all funds and property of the Local Union. They shall audit or cause to be audited by a Certified Public Accountant selected by the Local Union Executive Board, the records of the Financial Officers of the Local Union semiannually as provided herein, using duplicate forms provided by the International Union, a copy of which shall be forwarded to the International Secretary-Treasurer immediately thereafter. It shall also be their duty to see that the Financial Officers of the Local Union are bonded in conformity with the laws of the International Union. The Trustees shall see that all funds shall be deposited in a bank subject to an order signed by the President and Treasurer and/or Financial Secretary. In Local Unions where safety deposit boxes are used, the Trustees shall see that the Signatures of the President, Treasurer and one of the Trustees are required before admittance to the safety deposit box is permitted. In the event the books are not received for audit within 15 days after the end of each six-month period, the Chairperson of the Trustee shall make a report to the next meeting of the Local Union for action.

Section 7: Sergeant-at-Arms:

It shall be the duty of the Sergeant-at-Arms to introduce all new members and visitors and assist the President in preserving order when called upon to do so. He/she shall also take charge of all property of the Local Union not otherwise provided for and perform such other duties as may be assigned to him/her from time-to-time.

Section 8: Guide:

It shall be the duty of the Guide to maintain order, inspect the membership receipts, satisfy himself/herself that all present are entitled to remain in the meeting of the Local Union and perform such other duties as are usual to the office.

**Article 10**  
**STEWARDS**

- Section 1: A Steward is the Local' s official spokesperson at the work place. His/her main functions are processing contractual grievances and representing the interests of the employees in his/her area in all dealings with CSEA Management and in the Locals business affairs. There shall be no limit on the number of trained stewards within any unit of this amalgamated local union.
- Section 2: Each Steward is responsible for the following duties:
- (a) Handling problems and assisting bargaining unit members to solve grievances through all levels of the grievance process.
  - (b) Staying informed and, in turn, disseminating information to the members in his/her area of representation on activities concerning the Social Activities Committee, Bargaining Team and other committees.
  - (c) Attending as many meetings as is possible and necessary to adequately represent the members in his/her area of representation.
  - (d) Policing the current UAW Local 2350 CSEA and SEIU Local 1000 Collective Bargaining Agreements.
- Section 3: Each Area Vice President shall serve as the chief steward of their respective areas (CSEA, Sacramento, Coastal, Southeast, Southwest and Central).
- Section 4: If a grievance is deemed by the Steward to be a contract violation, the Steward shall immediately notify the Area Vice President and the Local President.
- Section 5: Stewards serve for three-year terms. Stewards are elected by the members in good standing in the geographic area (CSEA, Sacramento, Central, Coastal, Southeast and Southwest) amongst whom the Steward works, but may represent any member of the local, regardless of location or employer. Steward elections, supervised by the Local Elections Committee, shall follow the periods for notices, nominations and voting set forth in these By-Laws and the UAW Constitution for Officer Elections.
- Section 6: A vote on the question of recalling a Steward may be initiated by a petition setting forth the reasons why the recall is sought, and signed by at least 25 percent of the current members working under the jurisdiction of the Steward. Upon submission of such a petition to the Recording Secretary or Local President, either of those officers will request that the Elections Committee set a date for a Recall Meeting and provide at least ten calendar days notice of such a meeting to the members in that jurisdiction. Fifty percent of the current members working under the jurisdiction must be present at the recall meeting to establish a quorum. A two-thirds vote of those present and voting at the Recall Meeting is necessary to recall.

**Article 11**  
**ELECTIONS AND VOTING**

- Section 1: No member shall be eligible for election as an executive officer of the Local until s/he has been a member in continuous good standing of the local for one year immediately prior to the nomination. Any active member in good standing is eligible to hold any other office in the Local provided that prior to nominations, he/she gives written consent thereto and expresses a willingness to serve, if elected.
- Section 2: Election protests shall be in accordance with Article 38 and/or Article 45 of the UAW International Constitution.
- Section 3: Elections shall be conducted in accordance with Article 38 and Article 45 of the UAW Constitution. Only members in good standing may vote. Elections take place in May or June with installation at the first scheduled Executive Board or Membership meeting. Elections to fill Officer vacancies or steward should be held within 30 days.
- Section 4: Election to any executive office in the organization shall require a simple majority of the votes cast. Election to any committee or multi-seat office shall be according to highest number of votes received.
- Section 5: Stewards shall be elected for a term of three years in accordance with the International Constitution.
- Bargaining Committee members shall be elected by a vote of the membership at large in accordance with the UAW International Constitution.
- Section 6: Absentee balloting in all elections for Officers and Stewards shall be in accordance with the UAW Constitution. The Officers will strive to obtain UAW authorization for the use of absentee ballots in all circumstances permitted to facilitate participation of members whose work assignments would otherwise prevent participation in such elections. This provision does not apply to contract ratification votes or votes to authorize a strike. Such non-election votes may be conducted either in person by secret ballot, or by mail (absentee) ballot. The voting period may be up to 7 days. Notification requirements are the same as those for officer elections. Voting pertaining to strike authorizations or strike terminations shall be in strict conformance with Article 50 of the UAW Constitution.
- Section 7: Vice Presidents shall be nominated and elected by the member the area they represent. The Executive Board may add or delete Vice Presidents by a two-thirds vote in the event of the opening or closure of a CSEA/SEIU Local 1000 area office. However, any Vice President duly elected shall be entitled to serve the term of office for which he/she was elected. In the event that the Executive Board chooses to add a Vice President, an election shall be held within 30 days.
- Section 8: The President shall have the authority to appoint a temporary special trustee to any vacant office for a period not to exceed 30 days pending a special election to fill the vacancy.



**Article 12**  
**MEETINGS**

- Section 1: The units of the Amalgamated Local shall meet monthly.
- Section 2: Statewide General Membership meetings will be called at the discretion of the President or upon majority vote of the officers or upon written petition to the President signed by ten active members of the Local.
- Section 3: The President shall submit an agenda to all members prior to each Statewide General Membership meeting.
- Section 4: Notice(s) for all Membership meetings shall be mailed to all members and/or posted in conspicuous places in the location or locations of employment. Notice of an area meeting shall, insofar as practicable, be given ten working days prior to the calling of such meeting.
- Section 5: Notice(s) for all Membership meetings shall be mailed to all members and/or posted in conspicuous places in the location or locations of employment. Notice of an area meeting shall, insofar as practicable, be given ten working days prior to the calling of such meeting.
- Section 6: Minutes shall be taken at all Membership meetings and maintained under the custody and control of the Recording Secretary. The Minutes shall be available to all members to read upon request upon arrangement and under the supervision of the Recording Secretary or that officer's designee. Minutes are official records and property of the Local and are distributed only to the Local Executive Board.
- Section 7: Except as otherwise specified in these Bylaws, a simple majority of the votes cast shall determine any issue before the membership.
- Section 8: A secret ballot of those members in attendance at a meeting shall be required to decide any issues upon adoption of a motion calling for such secret ballot.
- Section 9: The Local shall conduct at least one Statewide General Membership Meeting per year.
- Section 10: The Area Vice President may appoint a temporary Recording Secretary to record the minutes of area meetings at his/her discretion.
- Section 11: Any member who attends a meeting in an intoxicated condition and/or creates a disturbance, or becomes unruly, shall lose voice and his/her right to vote at said meeting. Where necessary to maintain order, the member may be evicted from the meeting by order of the Chairperson subject to the challenge of the membership. Flagrant or persistent violation of this section by any member shall be conduct unbecoming a union member.
- Section 12: All members of this Local holding an elective position are required to attend:

- (a) Two out of three consecutive membership meetings unless officially excused for cause by the Local President or his/her designee.
- (b) Two out of three consecutive meetings other than membership meetings expected of their respective office or position, unless officially excused for cause by the Local President or his/her designee.

Failure of any elected official to comply with the above attendance rules shall result in automatic removal from their respective office or position and they shall not be permitted to run for any elective office for the balance of the term of office from which they were removed.

### **Article 13 ORDER OF BUSINESS**

Section 1: The order of business at meetings of the officers and of the organization in regular and special sessions shall be, insofar as practicable:

- (a) Call to Order
- (b) Roll Call
- (c) Reading of Minutes
- (d) Communications
- (e) Reports of Officers
- (f) Reports of Committees
- (g) Unfinished Business
- (h) New Business

Section 2: Roberts Rules of Order is the authority governing proceedings of the organization and its constituent bodies.

### **Article 14 APPEALS**

Section 1: Pursuant to Article 33 of the UAW Constitution, members who believe themselves aggrieved by any action, inaction or decision of the Local or one of its representatives may initiate her/his complaint or appeal to the Local within sixty (60) days of the time s/he became aware or reasonably should have been aware of the action, inaction or decision. Such complaints or appeals shall be filed with the Recording Secretary who shall provide copies to the complaint or appeal to the Executive Board.

Section 2: The Executive Board shall refer the matter to the Bargaining Committee if the matter involves collective bargaining. Otherwise the Executive Board shall consider the matter itself.

Section 3: Whichever of these bodies the matter is referred to shall consult with the grievant and permit her/him full opportunity to be heard prior to making a decision.

Section 4: Within thirty (30) days of receiving a notice of such decision, the grievant may appeal further, by submitting her/his appeal to the Recording Secretary in writing, for consideration by the membership at the next membership meeting.

**Article 15**  
**FINANCES, EXPENSES AND LOCAL PROPERTY**

Section 1: The officers shall, within 30 days after their election, submit a budget to the membership. The budget shall be for the fiscal year and shall be approved by no less than two-thirds of the active members voting in open session. Any expenditures in excess of the total budget shall be approved by two-thirds of the active members who vote in open session.

Section 2: Social events and termination benefits shall not exceed 10% of the projected annual Local dues income.

Section 3: The fiscal year of the Local is from January 1 to December 31.

Section 4: Funds of the Local shall be remanded to the custody of the Treasurer, who shall make provisions for their safekeeping. Amounts in excess of \$25 shall be placed in account or accounts in financial institutions.

Section 5: Investments of Local funds shall be limited to secure, interest-bearing and earning instruments. All investments shall be subject to the concurrence of two-thirds of the Local officers.

Section 6: The Local shall reimburse reasonable and necessary actual expenses to Members or Officers who are conducting business for the Local at the direction of the Executive Board.

- (a) Expenses related to attendance at Membership Meetings shall not be reimbursed.
- (b) Stewards engaged in representation of members who incur reasonable and necessary expenses shall be reimbursed upon submission of explanation and justification for said expenses.
- (c) Reimbursements shall not be requested, authorized or reimbursed for expenses already reimbursed or subject to reimbursement from the employer or other sources. Receipts for expenses are required. The amount of reimbursement should never exceed the amount which the members or officers would otherwise have received from his/her employer for the same expenses for which she/he is being compensated by the Local.

Section 7: No agent or official of the Local is authorized to execute a real estate lease, deed, service or maintenance contract or other long-term agreement unless the proposed agreement has been reviewed by an outside expert or attorney and approved by the Local Executive Board.

Section 8: The Local shall pay a representative or member lost time only when that representative or member is performing necessary duties for and on behalf of the Local during a time for which she/he would otherwise be compensated by the employer. The amount of lost time should never exceed the amount which the Local representative or member would

otherwise have received from his/her employer for the same period of time for which she/he is being compensated by the Local.

Section 9: All Local Officers, Committees, Stewards and other members handling funds or other property of the Local shall, at the completion of their duties, turn over all papers, documents, funds and/or property to the properly constituted Local officers.

## **Article 16 COMMITTEES**

Section 1: There shall be Standing Committees in accordance with Article 44 of the UAW International Constitution.

Section 2: Other committees deemed necessary or helpful in the conducting of orderly Local business may be created and dissolved subject to the approval of the Locals officers, in accordance with the procedures set forth in these Bylaws, Article 8.

Section 3: Local 2350 Bargaining Team:

(a) All proposed or tentative agreements or contracts entered into by the Local Bargaining Team shall be within the instructions and guidelines established by the officers, and shall be subject to approval of, first the officers and then approval by a simple majority of the active membership voting, by secret ballot.

Section 4: Social Activities/Conservation and Recreation Committee (SAC):

(a) The SAC is hereby established with the responsibility and authority relative to arrangements for all social activities and to provide solace and comfort to ill or incapacitated members and to arrange for appropriate recognition activities.

(b) The Chairperson of the SAC shall be appointed by the President, subject to the concurrence of the Local's Officers. The President shall assist the SAC Chairperson in appointing a committee.

(c) The SAC shall meet no less than twice a year so that it may carry out their assigned duties.

(d) There shall be at least one free social event each year including, but not limited to, the annual installation of new officers.

Section 5: Pension Committee:

The Pension Committee is hereby established with the responsibility and authority to monitor changes in applicable retirement, laws and regulations, provide recommendations to the Locals officers and Negotiating Committee relating to pension benefits and review activities taken pursuant to the current UAW Local 2350 CSEA trust agreement.

**Article 17**  
**AMENDMENTS TO THE BYLAWS**

Section 1: Amendments to these Bylaws are by written motion, setting forth the amendments sought, to a Membership Meeting. The motion shall be read to that meeting and referred to the Constitution and Bylaws Committee, which will report to the succeeding Membership Meeting. Such amendments shall be voted upon at either a general or special meeting, or by ballot vote. Notice for that meeting or ballot vote must contain a copy of the section(s) of the Bylaws in question and the proposed changes. At least two weeks prior to the Membership meeting or vote, said notice shall be posted on UAW Bulletin Boards and distributed to members. Adoption of any amendment requires a two-thirds vote of the active members in good standing in attendance, or two-thirds of the members in good standing who cast ballots. Voting shall be by secret ballot.