

2022-2025



CFSA CONSTITUTION ARTICLES AND BY-LAWS

This document is comprised of 13 ratified and adopted articles that govern the sovereignty of CFSA. These articles specify the regulations for the company's operations.



**CONNECTICUT FEDERATION OF
SCHOOL ADMINISTRATORS
CFSA, AFSA, AFL-CIO**

**CONSTITUTION
AS AMENDED AT CONVENTION
MAY 4, 2022**

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Co-Presidents:
 Frances DiFiore
 Dr. Anthony Salvatore
Secretary/Treasurer:
 Laura Rodriguez
AT-LARGE GEB:
 Mark Fernandes
 Colleen Weiner
Dr. Clifford Dudley (retired)
Charlie McSpirtt (retired)
CFSA STAFF:
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 Office Administrator

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ARTICLE(S)	SUBJECT	DESCRIPTOR																		
I.	<i>Name</i>	The organization shall be known as the Connecticut Federation of School Administrators (CFSA), AFSA and AFL-CIO. (CFSA AFSA AFL-CIO). From this point on the Connecticut Federation of School Administrators will be referred to as CFSA.																		
II.	<i>Affiliation</i>	CFSA shall be an affiliate of the American Federation of School Administrators and AFL-CIO.																		
III.	<i>Purpose</i>	<ol style="list-style-type: none"> 1. Achieve the highest educational standards for all residents in Connecticut. 2. Promote and improve standards of professional status, seniority, employment, and benefits for all members who are a part of AFSA and CFSA within Connecticut. 3. Maintain and enhance the right of collective bargaining for pedagogical personnel who are eligible for membership in CFSA and to defend due process. 4. Cooperate with AFSA in its endeavor to promote union affiliation of all pedagogical personnel in Connecticut who are eligible for membership in CFSA without regard to age, color, gender, race, sex, religion, orientation, background or national origin. Cooperate with CFSA under its direction to assist Local unions in negotiations and contract enforcement. 5. Promote legislation to strengthen and further the goals of CFSA members. 6. To cooperate with responsible organizations in education to promote understanding, support, and participation in communities and public agencies. 7. To promote our democratic society by supporting every effort to enhance full educational opportunities for every student in our state and nation, regardless of economic, social, racial, religious, sexual, or other status. 																		
IV.	<i>Membership Requirement/ Negotiation Costs / Disaffiliation Process</i>	<ol style="list-style-type: none"> 1. Local unions that are registered with the State of Connecticut are welcome to join CFSA. 2. Any new Local joining CFSA must make a commitment to remain in CFSA for a period of no less than 3 years. 3. Any Local which receives negotiations services for a contract, assistance with legal matters, conflict resolutions or receives financial assistance from CFSA, must remain in "good standing" with CFSA for a period of three successive years after the service has been provided. 4. Locals must promote and participate in such other activities of mutual interest and concern that are consistent with the CFSA General Executive Board. 5. As approved and adopted during the May 23, 2014 Constitutional meeting, all Locals participating in negotiations will be responsible for assisting with the costs of negotiations. The prorated contribution is based on the size of the Local. as follows: <table border="1" style="margin-left: 40px;"> <thead> <tr> <th>Local Member Count</th> <th>Local Share</th> <th>Local Contribution</th> </tr> </thead> <tbody> <tr> <td>1-5</td> <td>25%</td> <td>\$500</td> </tr> <tr> <td>6-10</td> <td>35%</td> <td>\$700</td> </tr> <tr> <td>11-15</td> <td>50%</td> <td>\$1000</td> </tr> <tr> <td>16-20</td> <td>75%</td> <td>\$1500</td> </tr> <tr> <td>20+</td> <td>100%</td> <td>\$2000</td> </tr> </tbody> </table> 6. Disaffiliation <ol style="list-style-type: none"> a. Any Local wishing to disaffiliate from CFSA must inform the Co-Presidents of CFSA one year before the time of disaffiliation and must follow the disaffiliation process. (Example: Notification received June 30, 2012—Disaffiliation begins June 30, 2013) 	Local Member Count	Local Share	Local Contribution	1-5	25%	\$500	6-10	35%	\$700	11-15	50%	\$1000	16-20	75%	\$1500	20+	100%	\$2000
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		a. The Local must provide within 30 days written notice to the CFSA Co-Presidents that it will present a disaffiliation vote to its members. Prior to the notification of disaffiliation, any problems or concerns should be documented and presented to CFSA officers prior to the initiation of disaffiliation petition for disaffiliation. b. The Local will have the officers of CFSA, and/or their designees meet with the majority of the membership with the intent to disaffiliate after submission of documentations outlining causes and issues. The majority of the Locals' membership must attend and vote at that meeting for the disaffiliation to be accepted and approved. c. Disaffiliation is effective only if it is supported by not less than two-thirds of those voting Members in attendance. d. The Local remains liable for all per capita dues until the end of the fiscal year (June 30) and/or the full fiscal year of disaffiliation. Failure to comply with this disaffiliation process, which ends in litigation, shall result in the awarding to CFSA all reasonable attorney's fees, costs, and legal interests that result in establishing compliance.
V.	<i>General Executive Board (GEB)</i>	The General Executive Board (GEB) shall consist of the Presidents or designees of each Connecticut Local membership in CFSA; CFSA Co-Presidents, Secretary, and Treasurer; and four appointed GEB AT-LARGE Members, two of whom shall be retired. Each Local has the option to elect one (1) representative and one (1) alternative to the Executive Board. The Executive Council of the GEB shall be comprised of: Two Co-Presidents, Secretary, Treasurer, and four appointed GEB AT-LARGE Members, two of whom shall be retired, by the Co-Presidents.
VI.	<i>Powers and Duties of the General Executive Board (GEB)</i>	1. Maintain general supervision of all union business. 2. Recommend the employment of paid staff members subject to a vote by the Executive Council (EC). 3. In the event of a permanent vacancy of an elected office, the GEB shall at its next meeting, hold a special election to fill the vacancy, for the unexpired part of the term.
VII.	<i>Election of Officers</i>	All CFSA MEMBERS in good standing attending in person the Annual Meeting of CFSA shall elect officers bi-annually, as follows: Co-President, Secretary, and Treasurer. Each Co-President shall be elected every two years so as to ensure continuity in the position from year to year. For example, one Co-President will be elected in 2022 for two years and the other Co-President will be elected in 2023 for two years thus providing overlap of positions. The term of an officer who ceases to be eligible shall terminate upon loss of eligibility and the Executive Council shall elect his or her replacement from among our eligible_members for the duration of such term of office.



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VIII.	<i>Duties of Offices</i>	<ol style="list-style-type: none"> 1. Co-Presidents serve a two-year term and shall: <ol style="list-style-type: none"> a. Be the Chief Executive Officers. b. Preside at all meetings. c. Establish committees as recommended by the GEB. d. Appoint committee chairpersons and at-large GEB members. e. Be an active and viable member on State and/or Affiliate committees (e.g., CT AFL-CIO, SEED, CSC, Governor's P-20 Council): f. Supervise all employed staff including all negotiators hired as Independent Contractors working for CFSA. g. Oversee the handling of all monies received by CFSA and shall designate the responsibility to process all monies received to the CFSA Office Administrator. h. Share the responsibility to deposit the monies received into bank or banks approved by the GEB, subject to withdrawal of the joint signatures of two officers. i. Preserve and have custody of all property, assets, securities, documents, papers, and books of CFSA as well as matters relevant to or bearing upon CFSA. j. Receive applications for membership. k. Review all just debts, obligations, and federal and state taxes of CFSA and then designate responsibility to the CFSA Office Administrator to make timely payments. l. Have the financial accounts audited regularly as approved by the GEB. 2. Have the authority to create a scholarship fund for disbursement on an annual basis. The chosen designee(s) of the scholarship must meet all criteria set forth by CFSA selection guidelines. CFSA will make the final selections without regard to age, color, gender, race, sex, religion, orientation, background or national origin. The scholarship will be awarded at the CFSA Annual Meeting each calendar year. 3. Secretary/Treasurer shall: <ol style="list-style-type: none"> a. Serve as the Secretary of CFSA and discharge such duties as may be assigned by the Co-Presidents or the GEB. b. Serve as secretary and record all CFSA meetings (e.g., GEB, Annual, Special). c. Forward electronic minutes to the Co-Presidents within 24 hours of cessation of meeting. d. Be responsible to review the PAC report upon its completion by the Co-Presidents and then will authorize the report for its submission to the regulatory office. e. Present the budget at any annual or convention events hosted by CFSA.
IX.	<i>Meetings/Quorum</i>	<ol style="list-style-type: none"> 1. GENERAL EXECUTIVE BOARD (GEB) <ol style="list-style-type: none"> a. The GEB shall meet in regular session at least four times each calendar year commencing in July. b. The general membership must be notified by at least two weeks in advance of the agenda, date, time, and place of meetings, including online link(s). c. Special meetings of the GEB may be called by the Co-Presidents or a majority of the members of the GEB who have notified the President of such request in writing. 2. ANNUAL MEETING <ol style="list-style-type: none"> a. The Annual Meeting of all Local members in good standing will convene in May at a time and place determined by the Co-Presidents. b. Notice of the meeting will be sent to all members at least 30 days prior to the meeting date. 3. TRIENNIAL CONSTITUTION CONVENTION <ol style="list-style-type: none"> a. The Triennial Constitution Convention will be held every three years and may be held at the same time as the Annual Meeting, but shall be a separate meeting (i.e., the Annual Meeting must be adjourned first before the Convention is called to order.) b. The Triennial Constitution Convention recognizes the vote of only DELEGATES in good standing who are selected by their Locals at least twenty (20) calendar days before the Convention. c. Notice of the Triennial Constitution Convention will be sent to all members at least 30 days prior to the meeting date.



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		<p>d. Allocation of convention delegates to each Local shall be one (1) delegate for every ten members or any portion thereof in good standing with the Local affiliate. Convention delegates must be elected by the general membership of each Local. Delegates may vote by proxy, but are encouraged to attend in person in order to have input into any changes.</p> <p>e. CFSA officers and each Local president or their designee, is a general member with a vote at the Annual Meeting.</p> <p>f. At any GEB or General meeting, said members present shall comprise a quorum to conduct all business by simple majority.</p> <p>g. QUORUM: The members/delegates present at any CFSA meeting/convention shall comprise a quorum and a simple majority vote of those present will decide on matters brought before the meeting.</p>
X.	<i>Amendments to the Constitution</i>	<ol style="list-style-type: none"> 1. Amendments to the constitution may be submitted in writing or via email by eligible members in good standing of CFSA to the office of the Co-Presidents on or before March 31 of the current year. 2. Request for amendments shall be placed on the agenda of the next meeting of the GEB after receipt of such request. 3. A majority vote of the GEB present shall be required to recommend an amendment to the next convention from members. Such amendments must not conflict with the constitution, regulation of CFSA as presently established, and as the same, may hereafter be revised and amended. 4. The Triennial Constitution Convention shall consider all constitutional amendments recommended by the GEB and CFSA Officers and a majority vote of all delegates present shall be required to ratify such constitutional amendments.
XI.	<i>Governing Rules</i>	Robert Rules of Order (as revised) shall govern this organization where otherwise not provided for by the constitution and bylaws.
XII.	<i>Dissolution of CFSA</i>	In the event of the dissolution of the organization, any and all property and assets shall be distributed on a per capita basis to its members as determined by the proportion of per capita dues each member paid during the year.
XIII.	<i>Terms, Appointments, Salaries of Officers</i>	<p>These positions are full time unless designated otherwise. A Nominating Committee composed of two GEB members will be appointed by the Co-Presidents no later than February 1 of each year.</p> <p>The Nominating Committee will prepare a slate of officers, as needed, for the election at the Annual Meeting in May.</p> <p>The Candidate should have an 092-CT_administrator certification prior to being nominated. The nominee must have a strong working knowledge of labor relations, preferably with union officer experience, and in good standing with their Local.</p> <p>The terms of the officers shall be staggered as follows: Two-year Term: Co-President* Two-year Term: Secretary and Treasurer</p> <p>*Each Co-President shall be elected every two years so as to ensure continuity in the position from year to year. For example, one Co-President will be elected in 2022 for two years and the other Co-President will be elected in 2023 for two years thus providing overlap of positions.</p> <p>GEB-At-Large Members are non-paid One Year Term appointed Positions.</p> <p>The salaries of officers and office staff shall be proposed by the Co-Presidents to the GEB for approval at least one month prior to the Annual Meeting and adopted by the delegates attending the Annual Meeting.</p>



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ARTICLE(S)	SUBJECT	DESCRIPTOR
		Adopted from AFSA 7-7-76, 7-10-18 As Amended 05/23/77 05/24/84 05/15/97 05/20/99 05/15/03 05/19/05 05/22/08 05/21/09 05/24/13 05/23/15 05/04/2022
CONNECTICUT FEDERATION OF SCHOOL ADMINISTRATORS CFSA, AFSA, AFL-CIO <u>BY-LAWS</u>		
1.	<i>CFSA MISSION</i>	CFSA's mission is: <ul style="list-style-type: none"> • to promote the professional, occupational, and economic interests of its members in affiliation with AFSA and AFL-CIO; • to provide labor relations, professional, and occupational services to qualified labor unions approved by the state of Connecticut including public school principals, assistant principals, administrators below the rank of Superintendent, supervisors, and non-certified school personnel; • to empower its members with knowledge and expertise; • to enhance its members' salary, working conditions, safety, and career. • <i>Embrace the Past; Enhance the Present; Empower the Future</i>
2.	<i>AFFILIATION AND LOCATION</i>	a. CFSA shall be an affiliate of: AFSA, AFL-CIO, and CTAFL-CIO. b. Location. CFSA shall have its principal office in the central Connecticut area.
3.	<i>REPORTS FROM LOCALS</i>	Every Local affiliate shall prepare a report each year detailing its revenue and expenses. This report shall be submitted to the CFSA Treasurer not later than 30 days after the end of the affiliate's fiscal year. The report will be certified if that is required by state law.
4.	<i>AMENDMENTS TO BYLAWS</i>	These bylaws may be altered, amended, or repealed and new bylaws as recommended by the Executive Council and adopted by a majority of the GEB present at any regular meeting or at any special meeting, provided that at least fifteen (15) days' written notice is given of intention to alter, amend, or repeal and to adopt new bylaws by the Executive Council to the GEB. Changes will become effective immediately, unless a specific date is noted. All approved By-Law changes will be sent to all CFSA Local Presidents for distribution to their members.



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5.	<i>STANDING COMMITTEES</i>	<p>NOMINATING – the Co-Presidents will select two members from the GEB to serve on the Nominating Committee in January. This Committee will be responsible for finding eligible members in good standing to fill any open position(s) and recommending the candidate(s) to the general membership at the Annual Meeting.</p> <p>New Committees may be proposed by the Co-Presidents to the Executive Council for approval and recommendation to the GEB for adoption.</p>
6.	<i>GENERAL EXECUTIVE BOARD AT-LARGE MEMBERS</i>	<p>The At-Large Members of the General Executive Board will be appointed by the Co-Presidents and approved at the Annual Meeting for a one-year term.</p> <p>Two At-Large members will be actively employed members.</p> <p>Two At-Large members will be retired former members in good standing from their Local.</p>
7.	<i>COMPENSATION AND DUTIES OF OFFICERS</i>	<p>Section I. Compensation and Stipend Co-Presidents shall:</p> <ol style="list-style-type: none"> 1. Possess a CT #092 certification and be retired under the terms of the Teacher Retirement Board (TRB) by July 1 in order to be eligible for the position of Co-President. 2. Receive a salary as determined by the CFSA Annual Budget and approved at the Annual Meeting. 3. Not receive any health or insurance benefits. 4. Have a work year of 260 days. 5. Receive the following benefits: <ol style="list-style-type: none"> a. Vacation days: 25 per year to be used by June 30. There will be no payouts for unused vacation days. b. Eleven Federal Holidays: New Year's Day, Martin Luther King, Jr. Day, Washington's Birthday, Memorial Day, Juneteenth, Independence Day, Labor Day, Columbus Day, Veterans Day, Thanksgiving Day, Christmas Day. c. Sick days: As needed. d. Personal days: As needed. e. Mileage reimbursement per IRS rate to an annual maximum of \$2,000. 6. Be assigned a CFSA-owned laptop and software to be used for CFSA business. 7. Be assigned a CFSA-owned cell phone and plan to be used for CFSA business. 8. Generally not serve as a CFSA Negotiator except in extenuating circumstances when no CFSA Negotiator is available, and can be reimbursed for mileage above the mileage payment cap as a CFSA employee. <p>Section 2. DUTIES Co-Presidents shall:</p> <p>(a) be the chief executive and administrative officers of CFSA and may be employed as such on a full-time basis (i.e., 35 hours/week).</p>



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		<p>(b) supervise the entire executive staff, all elected and appointed officers, employees, aides, and assistants.</p> <p>(c) enforce this Constitution and all GEB and convention decisions.</p> <p>(d) preside at meetings of the GEB, with the right to vote on all questions.</p> <p>(e) represent the GEB in all matters and correspond in its name.</p> <p>(f) to the extent possible, attend all regularly scheduled General Executive Council meetings of the CTAFL-CIO. If the Co-Presidents are unable to attend, he/she may designate another GEB member to attend.</p> <p>(g) in the event that a permanent vacancy occurs in the office of a Co-President, consult with the GEB Executive Council and propose a qualified candidate to fill such vacancy for the balance of the un-expired term for approval by the GEB at a special meeting.</p> <p>(h) be covered annually by a Professional Liability policy paid for by CFSA.</p> <p>(i) be responsible for securing a liability policy that adequately covers the contents of the CFSA office and equipment and surety bond.</p> <p>(j) review annually and keep on file all leases, contracts, agreements, and financial records of CFSA for accuracy and cost containment recommendations.</p> <p>(k) be responsible for following all current state and federal employment laws in the hiring and oversight of office staff (e.g. Office Administrator).</p> <p>Secretary-Treasurer.</p> <p>The Secretary-Treasurer shall:</p> <p>(a) serve as Secretary-Treasurer of CFSA and discharge such duties as may be assigned by the Co-Presidents or the GEB and may be employed as such on a full-time basis.</p> <p>(b) serve as Secretary of the GEB.</p> <p>(c) keep correct records of the proceedings of each Annual Meeting and Convention and shall publish same.</p>



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		<p>(d) oversee all property, assets, securities, documents, papers, and books of CFSA that are housed in the CFSA office.</p> <p>(e) oversee all monies due to CFSA and the deposit of the same in bank or banks approved by the GEB, subject to withdrawal on the joint signatures of any two of the following officers: Co-Presidents, Secretary-Treasurer</p> <p>(f) review timely payment of all just debts and obligations of CFSA.</p> <p>(g) make financial reports to each meeting of the GEB and each Annual Meeting and/or Convention.</p> <p>(h) have the books and accounts audited regularly, as determined by the GEB, by independent outside certified accountants in consultation with the Co-Presidents.</p>
8.	<p>REVIEW OF ACTIONS OF AN AFFILIATE</p>	<p style="text-align: center;">REVIEW OF ACTIONS OF AN AFFILIATE</p> <p>1. The General Executive Board may consider the appeal of any member of an affiliated Local union pertaining to a decision of the affiliate. The procedure for the same is described in this article.</p> <p>2. A member of an affiliated Local union who is adversely affected by a decision of the Local union may request that the decision of the affiliated Local be reviewed by the GEB.</p> <p>3. The GEB will not entertain such request unless:</p> <p>(a) The person making the request is a member in good standing of the affiliated Local;</p> <p>(b) The person making the request has been adversely affected by the decision of the affiliated Local;</p> <p>(c) The request is within the jurisdiction of the GEB as described in section 4;</p> <p>(d) The person making the request has exhausted all effective remedies available under the Constitution or other governing rules of the affiliate;</p> <p>(e) The request is submitted to the President within the later of 35 days of the occurrence of the event giving rise to the request for intervention or 28 days after the person making the request has exhausted all effective remedies available under the Constitution or other governing rules of the affiliate.</p> <p>4. The GEB has jurisdiction to consider claims by a member alleging:</p>



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		<ul style="list-style-type: none"> (a) That the Local union has failed to follow its Constitution or other governing document; (b) That the Local union has failed to follow the Constitution of this organization; (c) That the Local union has encouraged an act of disaffiliation or disloyalty to this organization; (d) That the Local union has failed to recognize basic concepts of union democracy. (e) That the Local union has failed to abide by decisions of its governing body or has failed to honor proper directives of its officials; (f) That the Local union has committed an act adverse to the union’s purposes and best interest. <p>5. The GEB does not have jurisdiction to intervene in a dispute regarding application or interpretation of a Local union collective bargaining agreement and may not direct that a Local union support or assist a member in a claim arising under the Local union collective bargaining agreement.</p> <ul style="list-style-type: none"> (a) To request intervention, the person making the request must submit a written request for intervention to the CFSA President within the time provided in section 3 and provide detail in support of the request for intervention including: <ul style="list-style-type: none"> (i) the nature of the action taken; (ii) the date on which the action was taken; (iii) what efforts have been made to resolve the dispute without intervention; (iv) the requested relief. (b) Upon receipt of the request for intervention the CFSA President will: <ul style="list-style-type: none"> (i) Notify the officers of CFSA of the request and provide them a copy; (ii) Notify the President of the affiliated Local of the request and provide him or her with a copy and request that the President of the affiliated Local submit a response to the request within 14 days; (iii) Determine whether the request is within the jurisdiction of the GEB;



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 Dr. Anthony Salvatore
Secretary/Treasurer:
 Laura Rodriguez
AT-LARGE GEB:
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 Office Administrator

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		<p style="text-align: center;">(iv) Notify the person making the request and the President of the affiliated Local of his or her decision.</p> <ol style="list-style-type: none"> 6. The request for intervention will be dismissed if the President determines that the request is outside the jurisdiction of the GEB, is frivolous or otherwise improper. The decision of the President is final and binding. 7. If the request is within the jurisdiction of the GEB and otherwise valid, the President will convene a panel of the GEB to consider the request in accordance with this section. 8. The CFSA President will appoint three members of the GEB to act as factfinders and will designate one of the persons to act as chair. 9. The panel may use CFSA resources, including counsel, to advise it. 10. The CFSA President will notify the appellant and the President of the affiliated Local that a panel has been appointed, and the names of the panel members, within 14 days of appointment of the panel. 11. At a time and date convenient to all concerned, the panel chair will convene a prehearing conference, by telephone, to include the appellant, the President of the affiliated Local and such other persons as the chair may deem proper. 12. The panel chair shall attempt to affect a settlement of the dispute. If no settlement is possible, the panel chair shall schedule a hearing before the panel. The hearing will be at such place and at such time as the chair shall direct. 13. The panel shall determine rules for conduct of its proceedings. 14. The panel shall accept such information and hear such testimony as it shall determine proper and relevant. The panel may exclude irrelevant or improper information. 15. The panel shall issue a report, to include findings of fact, to the GEB. The GEB shall consider the report at its next regularly scheduled meeting unless, in the judgment of the CFSA President, a special meeting or meeting by telephone is required. 16. The GEB may dismiss the request for intervention or grant the request for intervention and order such action as it deems proper. 17. The decision of the GEB is final and binding on the appellant and the affiliated Local union and may be enforced in any court of competent jurisdiction.



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9.	<i>MISCONDUCT BY OFFICERS OF THE GENERAL EXECUTIVE BOARD</i>	<p align="center">MISCONDUCT BY OFFICERS OF THE GENERAL EXECUTIVE BOARD, AFFILIATED LOCAL UNION, OR BY MEMBERS</p> <ol style="list-style-type: none"> A member of an affiliated Local union, or the CFSA President on his or her own motion, may request that the GEB consider charges against an officer of an affiliated Local union or a member of the GEB. The GEB may direct the removal of any officer of an affiliated Local union or of the GEB if the GEB concludes the officer or member of the GEB is guilty of financial misconduct or the willful failure to honor the Constitution of the affiliated Local union or of this organization or for other valid cause. The process for consideration of charges will be the same as that described in Article 8. However, charges against an officer of a Local union or of the GEB shall be considered by the entire GEB or so many members of the board as are able to attend. A member of the GEB may not sit in consideration on, or vote upon, charges against him or her. An officer or member of the GEB may be removed only if two thirds of GEB members present and voting concur. All affiliated Local unions shall include in their Constitution a process for filling a vacancy created by the removal of an officer.
10.	<i>LOCAL AFFILIATE RESPONSIBILITIES</i>	<p><u>All CFSA Affiliated Local unions shall:</u></p> <ol style="list-style-type: none"> Elect individual officers including: President, Vice President, Secretary, and Treasurer. NOTE: Minimum elected officers are: President and Treasurer (two separate individuals). Be responsible for sharing all communications from CFSA to their members in a timely manner. Develop and submit a Constitution that models the CFSA Constitution within thirty (30) days of becoming an affiliate. The Constitution and bylaws of an affiliated Local union, or any amendment thereto, shall become effective and enforceable when approved by the CFSA Executive Council of the General Executive Board. Furnish CFSA with a complete list of membership, giving name, mailing address, job title and email address, and phone number of each member quarterly (July 1,



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		<p>October 1, January 1, April 1). NOTE: Any change in membership must be reported immediately to CFSA.</p> <ol style="list-style-type: none"> 5. Include in their Constitution a process for filling a vacancy of an officer position. 6. Remit to CFSA monthly per capita taxes and assessments, if any, in accordance with the formula adopted by the CFSA Annual Meeting. 7. Charge dues in an amount sufficient to pay its per capita taxes and provide service to its membership (e.g., negotiations, mediation/arbitration costs, legal fees, processing grievances). 8. Register for “nonprofit status” with the Internal Revenue Service as follows: <ol style="list-style-type: none"> a Apply for an Employee Identification Number or EIN (IRS Form SS-4); b Once you receive your EIN, then apply for “nonprofit status” (IRS Form 1024); c File annually or a minimum of every three (3) years, a statement of your union’s income (IRS Form 990N or 990EZ) to avoid penalties; d Send your EIN to CFSA as soon as you receive your designation letter from the IRS. 9. Establish a union savings account with an FICA Insured bank or credit union for the purpose of the direct deposit of dues collected by the district to the union. 10. Establish online payment of dues to CFSA via direct payment from your bank or credit union, credit card, or debit card. <u>Checks should not be sent by the district payroll dept. to CFSA.</u> 11. Be suspended if per capita taxes are not paid for three consecutive months or any four months of the previous twelve. A suspended union may not participate in the Annual Meeting and/or convention and benefits provided by CFSA to its members will be suspended. 12. Hold an annual meeting of their members in August or September in order to review their contract paying special attention to understanding benefits, accurate salary payments and insurance cost sharing deductions per paycheck, and working conditions.



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II.	<p align="center"><i>PROCEDURE TO BECOME A CFSA MEMBER</i></p>	<p>The following procedures must be completed by a group who wishes to join CFSA in compliance with CT General Statutes Chapter 166, Sec. 10-153b (c,d,i):</p> <p>For a non-union group, you must:</p> <ol style="list-style-type: none"> 1. File an <i>Administrator Designation Petition</i> with your local Board of Education between March 1st and March 31st or an <i>Administrator Election Petition</i> with the CT Commissioner of Education. 2. File a <i>Statutory Agent for Service of Process</i> form with the CSDE Office of Legal Affairs. <p>For a union group already recognized by the State of Connecticut as a union, you must:</p> <ol style="list-style-type: none"> 1. Submit a <i>letter to your local Board of Education</i> indicating your union's intention to affiliate with CFSA. 2. File a <i>Statutory Agent for Service of Process</i> form with the CSDE Office of Legal Affairs.
12.	<p align="center"><i>CONFLICT OF INTEREST POLICY</i></p>	<p align="center">CONFLICT OF INTEREST POLICY Nonprofit Conflict of Interest Policy</p> <p align="center">Name of Organization: Connecticut Federation of School Administrators (CFSA)</p> <p align="center">(the "Organization")</p> <p align="center">Article I - INTRODUCTION:</p> <p>The Organization is committed to observing the highest standards of ethical conduct in its operations and expects its directors, officers, and employees to do the same. The General Executive Board (the "Board") of the Organization has adopted this Nonprofit Conflict of Interest Policy (the "Policy") to ensure that the Organization remains committed to its charitable purpose as a 501(c)(5) Labor Union.</p> <p>Article 2 - PURPOSE:</p> <p>The purpose of this Policy is to protect the Organization's interest when it is considering a transaction that might privately benefit a director, officer, or other senior decision-maker, as well as to avoid any excess benefit transactions.</p> <p>Article 3 - DUTY OF LOYALTY:</p> <p>Directors, officers, governing committee members, and certain senior management, including those acting as principals for the Organization (referred to as "Interested Parties" or singularly, "Interested Party"), owe the Organization a duty of loyalty. Such duty of loyalty requires Interested Parties to avoid using their position with the Organization for</p>



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		<p>personal advantage or gain. Interested Parties must also avoid any action, including voting, if applicable, where the Interested Party's personal interest, including financial interest, could conflict with the interests of the Organization.</p> <p>Article 4 - DEFINITIONS:</p> <p>a. Conflict of Interest: A conflict of interest occurs when an Interested Party has an interest in any matter involving the Organization that directly or indirectly conflicts with the interests of the Organization. Specifically, conflicts of interest can occur when Interested Parties have competing financial interests or personal relationships in opposition to the Organization (referred to as "Direct Conflicts of Interest"), or are related to someone with a competing financial interest or opposing personal relationship (referred to as "Indirect Conflicts of Interest"). The Interested Party may be related by blood, marriage, or business affiliation. Conflicts of interest may also arise where an Interested Party has decision-making authority in an entity that may be involved in a business relationship or financial transaction with the Organization.</p> <p>The following examples of potential conflicts of interest are to be considered illustrative, but non-exhaustive:</p> <ul style="list-style-type: none"> a. When an Interested Party stands to personally benefit financially through a transaction the Organization may be involved with; b. When an Interested Party has an ownership interest, including through investment, in another entity with which the Organization intends to transact or do business; c. When an Interested Party enters or maintains an agreement to be compensated by the Organization (for the purposes of this clause, Directors who are also employees of the Organization may have a conflict in certain situations, such as voting on compensation); d. When an Interested Party joins or creates a competing organization; e. When an Interested Party or an entity in which an Interested Party has an ownership interest competes with the Organization in a purchase, sale, contract bid, or other interest or service; f. When an Interested Party utilizes confidential information belonging to the Organization for any reason that is not related to the Interested Party's work for the Organization, such as personal profit or for the benefit of another entity; g. When an Interested Party uses the Organization's resources for any competing interest; or



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		<p>h. When an Interested Party participates in decision-making or negotiations for the Organization in a matter in which the Interested Party, a person related to the Interested Party, or an entity in which the Interested Party has an ownership interest is also involved.</p> <p>i. Potential Conflict of Interest: A potential conflict of interest occurs when an Interested Party recognizes that a conflict of interest may take place if ameliorating action is not taken. Potential conflicts of interest do not always lead to actual conflicts of interest. Interested Parties that have a potential conflict of interest will need to follow the procedures outlined in the Conflict Disclosure section below. The Organization seeks to avoid the appearance of impropriety, as even potential conflicts of interest can be damaging to the Organization's reputation. Therefore, all potential conflicts of interest must be treated with due care and disclosed according to the procedures outlined here.</p> <p>Article 5 - CONFLICT DISCLOSURE:</p> <p>a. Disclosure. Any individual who suspects a conflict of interest or potential conflict of interest might arise with respect to any activity is obligated to disclose such conflict or potential conflict to the Board as soon as practicable so that the situation may be evaluated. Interested Parties are not to unilaterally assess conflicts. Interested Parties must disclose at least all of the following details to the Board, but in any case, enough information for the Board to obtain a clear picture of the potential conflict:</p> <ul style="list-style-type: none"> a. All material facts; b. Any potential or existing financial interest; c. Any potential or existing competing interests; even if not financial; d. Any self-dealing or potential self-dealing. <p>b. Disclosure of conflicts of others. If any individual becomes aware of a potential conflict of interest involving another party, that individual must report such potential conflict to the Board immediately.</p> <p>c. Party for disclosure. Disclosure can be made to the Executive Council of the Board or the entirety of the Board.</p> <p>d. Recusal. Interested Parties must also notify the Board when they intend not to attend a meeting of the Board or a committee based upon their belief that the Board or Committee will vote or act regarding a matter in which the Interested Party may have a conflict.</p>



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		<p>Article 6 - CONFLICT PROCEDURES:</p> <p>a. Interested Parties shall disclosure potential conflicts of interest to the Board as soon as is practicable after becoming aware of the potential conflict, as described above. Interested Parties are also required to complete an annual disclosure form to describe any ongoing interest that may create a conflict.</p> <p>b. Evaluation. After the Board receives any potential conflict or conflict disclosure from an Interested Party, the Board may request follow-up discussions or additional information. At this point, the Board will decide whether an actual conflict exists and whether it involves financial interest, material competition, self-dealing, or any other type of conflict. The Interested Party shall be screened from any discussions or voting regarding the conflict. The Board may fully determine the issue on a vote or may refer it to a specialized committee for additional investigation. Evaluation of conflicts is made on a case-by-case basis.</p> <p>c. Factors for consideration. The Board may consider any factor it wishes in determining whether a conflict exists. Some of the factors for consideration may include:</p> <ul style="list-style-type: none"> - Whether the Interested Party's financial interest is minimal, in relation to the transaction - How involved the Interested Party is with the other entity involved in any transaction with the Organization - The degree to which the Interested Party could personally benefit from the transaction or relationship at issue <p>d. Determination of self-dealing. If the Board or committee determines that an actual conflict exists, the Board or committee must also determine whether a self-dealing transaction is at issue. If so, the entirety of the Board must vote on whether to approve the transaction, and the transaction must be approved by a greater vote than other Board actions. In other words, if the Board generally approves actions via a simple majority, a greater vote than this is needed to approve a self-dealing transaction. Approval of compensation for a director acting as director or officer shall not be considered a self-dealing transaction.</p> <p>e. Determination of transactional conflict. If the Board or committee determines that an actual conflict exists involving a financial transaction or arrangement, but it is not self-dealing, the Board will consider alternative scenarios that would not present a conflict. If the Board determines an appropriate alternative exists, the Board shall pursue that avenue. If an appropriate alternative does not exist, the Board shall determine whether the original proposed course of action is in the Organization's best interest and take a vote on such issue, in which a majority is required.</p>



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		<p>f. Determination of other conflict. In any other scenario in which the Board or committee determines a conflict exists, the Board or committee shall recommend a reasonable and appropriate course of action to protect the Organization. The governing body shall discuss the issue and determine how best to proceed forward.</p> <p>Article 7 - POLICY VIOLATIONS:</p> <p>If an Interested Party fails to disclose any potential or actual conflict, the Board shall first request an explanation from the Interested Party. The Board may then determine appropriate action, including disciplinary action if required.</p> <p>Article 8 - RECORDS:</p> <p>The Board or relevant committee shall retain all records of discussions and votes regarding any presented conflict or potential conflict. The records must specifically include:</p> <ul style="list-style-type: none"> a. The name of the Interested Party or Parties; b. How the conflict was brought to the attention of the Board (whether disclosed or found out); c. The nature of the possible conflict, including financial interest involved; d. The Board or committee's actions regarding fact-finding and investigation on the conflict or potential conflict; e. The Board or committee's discussions, decision, and vote; f. The names of all parties present for any discussion or votes. <p>Article 9 - ABSTENTION FROM VOTES ON COMPENSATION:</p> <p>No Board member who is compensated for their services towards the Organization may vote on their own compensation.</p> <p>Article 10 - ANNUAL STATEMENTS:</p> <p>All individuals required to abide by this Policy must sign a statement each year attesting that they have received a copy of the Policy, they read and understand the Policy, they agree to comply with the Policy, and they understand the Organization's maintenance of its</p>



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		<p>charitable activities and federal tax exemption depends on its undertaking primarily of activities that support its charitable purpose.</p> <p>Any individual that believes they have ongoing relationships or interests that may present a conflict must also make an annual disclosure, as described above, and is responsible for updating such disclosure upon the occurrence of any material change.</p> <p>Article II - REVIEWS:</p> <p>The Organization will periodically review certain subjects to maintain alignment with its charitable purposes. The review shall include at least:</p> <ul style="list-style-type: none"> a. Compensation and benefit arrangements, to ensure they are reasonable and formalized through arm's length bargaining; b. Transactional arrangements, including partnerships or joint ventures, to ensure they are in line with the Organization's policies and do not confer a private benefit on any party or result in an excess benefit transaction; and c. Compensation reviews of the President and Chief Financial Officer of the Organization. <p>The Organization may use outside advisors to conduct the above reviews, but responsibility for the reviews ultimately lies with the Board.</p> <p>This Policy is intended to supplement but not replace any state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.</p> <p>Certification: Frances DiFiore & Anthony Salvatore, as Co-Presidents of Connecticut Federation of School Administrators (CFSA) and Laura Rodriguez, as Secretary, do certify this is a true and correct copy of the Organization's Conflict of Interest Policy and that this Policy was adopted by the CFSA Membership/GEB on May 4th, 2022.</p> <p>Co-President Signature*: <u>Frances DiFiore</u></p> <p>Co-President Signature*: <u>Dr. Anthony Salvatore</u></p> <p>Secretary Signature*: <u>Laura Rodriguez</u></p> <p>*electronic signature is acceptable.</p>



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		<p style="text-align: center;">ANNUAL CONFLICT OF INTEREST FORM</p> <p>The undersigned, as _____ (director, officer position, manager, principal, committee member, or key employee) of Connecticut Federation of School Administrators (CFSA) acknowledges:</p> <ol style="list-style-type: none"> 1. he or she has received a copy of the Organization's Conflict of Interest Policy; 2. he or she has read and understands the Policy; 3. he or she has agreed to comply with the Policy; 4. he or she understands the Organization's maintenance of its charitable activities and federal tax exemption depends on its undertaking primarily of activities that support its charitable purpose; and 5. the following on-going relationships and interests may present a conflict of interest (please describe - if not applicable write "N/A" or leave blank): <p>_____</p> <p>_____</p> <p>_____</p> <p>Signature: _____</p> <p>Name: _____</p> <p>Title: _____</p> <p>Date: _____</p>



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13.	<i>ETHICS POLICY</i>	<p style="text-align: center;">ETHICS POLICY Ethics Policy</p> <p>INTRODUCTION Ethical challenges arise at all levels in all types of organizations— for-profit, nonprofit, and government—and involve a complex relationship between individual character and cultural influences. Some of these challenges can result in criminal violations or civil liability: fraud, misrepresentation, and misappropriation of assets fall into this category. More common ethical problems involve gray areas—activities that are on the fringes of fraud, or that involve conflicts of interest, misallocation of resources, or inadequate accountability and transparency. Research identifies four crucial factors that influence ethical conduct: Moral awareness: recognition that a situation raises ethical issues Moral decision making: determining what course of action is ethically sound Moral intent: identifying which values should take priority in the decision Moral action: following through on ethical decisions. (Source:https://ssir.org/articles/entry/ethics_and_nonprofits)</p> <p>Six Ethical Issues in the Nonprofit Sector These organizational dynamics play out in distinctive ways in the nonprofit sector. There are six areas in particular where ethical issues arise in the nonprofit sector: compensation; conflicts of interest; publications and solicitation; financial integrity; investment policies; and accountability and strategic management.</p> <p>Compensation CFSA strives to determine fair and reasonable wages in order to compensate Officers and employees based upon current economic conditions with the full understanding of the fiduciary responsibility CFSA has with the management of members’ dues. Reasonable compensation for business- related expenses (e.g., mileage) will be subject to approval and aligned with the CFSA Constitution and By-Laws.</p> <p>Conflicts of Interest CFSA maintains the highest level of integrity in avoiding any hint of preferential treatment of our Officers or staff by accepting any special privileges, discounts, or gifts of any value from members or outside vendors. CFSA implements policies such as the <i>CFSA Conflict of Interest Policy</i> in order to maintain full transparency and avoid any improprieties with accepting any fringe benefits from members, vendors, or companies who do business with CFSA.</p> <p>Publications and Solicitation CFSA understands its obligation to its members and the public trust for total candor and accuracy in all of its nonprofit reports and communications. CFSA will also engage in full transparency as far as any solicitation materials, grant proposals, and donor agreements.</p>



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		<p><i>Financial Integrity</i> CFSA will follow all acceptable accounting practices and financial protocols in its collection and distribution of member dues according to the annual budget as approved by CFSA General Executive Board and membership at its Annual Meeting.</p> <p><i>Investment Policies</i> CFSA will be stewards of socially responsible investing consistent with CFSA's mission and values.</p> <p><i>Ensure Effective Codes of Conduct and Compliance Programs</i> CFSA Officers and staff will be held accountable for following the CFSA Constitution and By-Laws as well as all applicable federal and state laws, including labor and employment laws, in the State of Connecticut.</p> <p><i>Promote Effective Financial Management</i> CFSA will implement the necessary accounting procedures including recording, analyzing, summarizing and classifying the financial transactions and information which aids in accurate administration of resources. Accurate reporting practices will be followed for effective financial management of all CFSA funds in order to meet the financial obligation of CFSA and its members.</p> <p><i>Institutionalize an Ethical Culture</i> CFSA is an organization having a strong ethical culture where top management, employees, and members lead with integrity, reinforce ethical conduct, display a commitment to ethics, and integrate its values in day-to-day decision making.</p>

Presiding Officer: *Frances DiFiore*

Date: *05-04-2022*

Presiding Officer: *Dr. Anthony Salvatore*

Date: *05-04-2022*

By Laws approved: 05/04/2022