

AGC of MICHIGAN

Labor Relations Division Bylaws

Article I. Purpose. In accordance with Article VIII of the Bylaws of the AGC of Michigan (hereafter the "Association"), the following regulations are hereby established governing the activities of the Labor Relations Division (hereinafter "the LRD"). The purpose of the LRD is to provide Labor Relations services to its members who are signatory to a Collective Bargaining Agreement(s), to promote harmony and understanding between building, heavy contractors and the labor organization representing their employees; to promote and encourage the establishment, by lawful and proper activities, of fair, reasonable, and competitive wage rates and working conditions in the building and heavy construction industries, with emphasis on safety, efficiency, and economics for owners.

The LRD may cooperate with other like organizations in carrying out their objectives, insofar as consistent with these guidelines.

Article II. General LRD Membership. Membership in the LRD is contingent upon the company having signed at least one current AGC of Michigan Power of Attorney (POA) form with at least one building trade union in Michigan (Bricklayers, Carpenters, Cement Finishers, Laborers, Iron Workers, Millwrights, Operating Engineers, Teamsters). The LRD shall represent only those contractors who have completed this process. Members of the LRD agree to be obligated and bound by the provisions of the LRD policies, procedures and rulings. A member of the LRD may be suspended or expelled for cause by majority vote of the LRD Executive Committee after being provided an opportunity for a hearing before the LRD Sub-Committee.

Article III. LRD Executive Committee. The AGC/LRD Executive Committee shall be charged with the following responsibilities:

- To ensure that AGC's labor relations activities are carried out in accordance with the AGC of Michigan Bylaws.
 - To monitor the activities related to labor negotiations.
 - Approve/ratify all Table Settlements developed by the Bargaining Committees during negotiations.
 - To work with other AGC related groups in monitoring the availability of manpower in the construction industry.
 - To represent the AGC/LRD membership in its relations with the international unions representing construction craftsmen, national associations or groups of associations representing contractors, construction users and construction users' organizations and the State and Federal Governments on matters involving construction industry labor relations for contractors operating with Collective Bargaining Agreements.
 - To monitor all Taft-Hartley Trust Funds and Trustee activities.
- A. All/any members of the LRD Executive Committee must be a representative of an AGC member company.

- B. The LRD Executive Committee shall consist of twelve (12) individuals elected on a rotating basis by the LRD membership at their Annual Meeting from the following Regions:

Three (3) members shall be elected to represent the Detroit/Ann Arbor/Monroe Area

Two (2) members shall be elected to represent the Grand Rapids/Muskegon/ Battle Creek/Kalamazoo Area

Two (2) members shall be elected to represent the Lansing/Jackson/Adrian Area

Two (2) members shall be elected to represent the Traverse City/Alpena Area

Two (2) members shall be elected to represent the Flint/Saginaw/Bay City Area

One (1) member shall be elected to represent the Upper Peninsula

- C. Terms for the LRD Executive Committee:

Each member shall be elected to represent their respective area and each will serve a three (3) year term. Following the end of his/her term, a term extension or Committee member replacement will be reviewed by the LRD Executive Committee.

- D. Each elected Executive Committee member may appoint one alternate to act on his/her behalf at any meeting at which the elected member is not in attendance. An appointed alternate must be approved by a majority of the Executive Committee. Alternates may attend any meeting of the LRD Executive Committee but will not have the privilege to vote if the elected Executive Committee member is in attendance.

- E. The LRD Executive Committee shall meet four (4) to six (6) times per calendar year as determined by the Committee.

Special meetings or telephone conferences of the LRD Executive Committee may be called at any time by a majority of its members. The details and purpose of the special meeting(s) will be communicated by the Secretary either by letter or electronic mail (email).

A minimum of seven (7) members of the LRD Executive Committee then in office shall constitute a quorum at any regular or special meeting.

Article IV. Election of LRD Executive Committee Officers. The officers of the LRD Executive Committee shall be the Chairperson and Vice Chairperson.

The Chairperson and Vice Chairperson shall be elected annually by the LRD Executive Committee at the first meeting following the Annual LRD Membership Meeting.

The Chairperson of the Executive Committee or, in his/her absence, the Vice Chairperson shall preside over all LRD Executive meetings. The Executive Committee shall appoint persons as deemed necessary to fill vacancies.

The Chairperson of the AGC Board of Directors and President of the AGC of Michigan shall act as ex-officio members of the LRD Executive Committee during their respective terms.

The Labor Relations Director or his/her designee shall be an ex-officio member of the LRD Executive Committee and act as Secretary of the LRD. The Secretary shall record and retain all appropriate records, including but not limited to, minutes of all meetings of the LRD Executive Committee. Upon written request, these records shall be available for inspection by any/all member(s) of the LRD.

Article V. LRD Committees.

- A. **Sub-committee** - The Sub-committee will be comprised of three (3) members of the LRD Executive Committee and appointed by the LRD Executive Committee Chairperson. The Sub-committee will be responsible for reviewing the LRD membership list, reviewing the activities of trustees and committees and making recommendations to the LRD Executive Committee.

The Sub-committee shall also make recommendations to the LRD relating to the appointment and/or removal of management trustees of the Taft-Hartley funds that the membership participates in. The LRD Executive Committee will proceed to approve or decline the recommendations (see Article VI Trustees).

- B. **Bargaining Committees** - All Bargaining Committees shall be appointed by the LRD Executive Committee members. Each Bargaining Committee should include a healthcare trustee and a pension trustee from the applicable trade trust fund. All Committee members will serve on the Bargaining Committee through the term of the respective agreement(s).

- C. **Nominating Committee** – A Nominating Committee may be appointed by the Chairperson for the purpose of nominating new members for election to the LRD Executive Committee.

The Nominating Committee shall provide recommendations of at least one (1) name for each open position to the Labor Relations Director, at least sixty (60) days prior to the Annual Meeting. The consent of the nominees shall be obtained and reported to the LRD Executive Committee. The names of the nominees shall then be forwarded to every member of the LRD at least thirty (30) days prior to the Annual Meeting.

Any LRD member may nominate additional candidates for the LRD Executive Committee by sending written notice to the Labor Relations Director before the Annual Meeting, or by verbal nomination at the Annual Meeting.

The election of members to the LRD Executive Committee shall be determined by a majority vote of those LRD members present at the Annual LRD membership meeting. The newly-elected members of the LRD Executive Committee shall begin their terms immediately upon the close of the Annual Meeting.

Article VI. Trustees. Employer Trustees to the Taft Hartley Funds will be appointed for three (3) year terms that expire three (3) years from the date of appointment. Following the end of his/her term, a term extension or Trustee replacement will be reviewed by the LRD Executive Committee.

Trustees shall be required to be actively engaged in the industry and be employed by a Company that has provided AGC of Michigan with Power of Attorney to negotiate collective bargaining agreement(s) with the trade whose fund to which they are appointed; be a full time AGC staff member or a Professional Trustee as determined by the LRD Executive Committee.

Trust Fund documents and information from the third party administrators and/or other professionals must be provided by the Trustee to the Association upon request.

Attendance of fund meetings is required and will be monitored. Failure to attend meetings shall be cause for removal.

Article VII. Adoption of Rules. The members of the LRD, by a majority vote, are authorized to adopt from time to time such rules and regulations as may be deemed necessary for conducting the affairs and operations of the LRD and to change, alter or to amend such rules and regulations by a like vote, provided such Bylaws, rules and regulations are not contrary to or inconsistent with the Articles of Incorporation or Bylaws of the Association, and have been approved by the Board of Directors of the AGC of Michigan.

*The Detroit Chapter AGC and the Michigan Chapter AGC Bylaws were rewritten on **January 28, 2011** to incorporate the merger of the two organizations and to reflect a change in direction and responsibility of the LRD.*

*These Bylaws were amended on **February 25, 2016** (Article III, paragraphs D revised to provide for Alternate Committee members; and Article III, paragraph E revised to a minimum of four meetings per year).*

*These Bylaws were amended on **February 16, 2018** (Article VI, paragraph 2 revised to more accurately define the requirements to serve as a Trustee).*

*These Bylaws were amended on **March 1, 2019** (Article I and Article II revised to provide clarification; Article III, Article V, and Article VI revised to more accurately define current practice and intent of the LRD Executive Committee).*

Labor Relations Division Bylaws

Understanding/Intent of Article IV, Election of LRD Executive Committee Officers

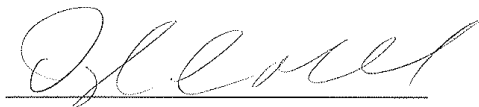
Article IV, Election of LRD Executive Committee Officers, states that the Chairperson of the AGC Board of Directors and President of the AGC of Michigan shall act as Ex-officio members of the LRD Executive Committee during their respective terms.

Article IV also states that the Labor Relations Director or his/her designee shall be an Ex-officio member of the LRD Executive Committee and act as Secretary of the LRD.

The LRD Executive Committee is required to vote on certain business items as described by the Bylaws to carry on their responsibilities as a Board.

However, it was not the intent of the authors of the Bylaws to provide Ex-officio members of the Committee with voting privileges. Therefore, the Chairperson of the AGC Board of Directors, the President of the AGC of Michigan and the Labor Relations Director will not have the privilege to vote on items before the LRD Executive Committee.

Approved By The LRD Executive Committee on January 13, 2012.



Douglas L. Maibach, Chairperson