

APPENDIX C: Officer Roles and Governance

ARTICLE I: Purpose

- A. This appendix provides additional clarity regarding the roles, responsibilities, and functional distinctions among the officers, the Executive Board, and the Trustees of the Rio Grande Valley Central Labor Council (hereinafter referred to as the Council).
- B. This appendix is a supplement intended to provide context to the Constitution as a set of Standing Rules of the Council reflecting the best practices and guidance provided by the AFL-CIO concerning officer responsibilities, financial oversight, and internal controls.
- C. Nothing in this appendix shall be interpreted to alter, supersede, or conflict with the Constitution of this Council.

ARTICLE II: Officers

- A. The officers of the Council are those positions defined in Article VII of the Constitution. Officers collectively carry fiduciary, administrative, and representative responsibilities necessary for the lawful and effective operation of the Council.
- B. Officer duties include, but are not limited to:
 - a. Carrying out the policies and directives adopted by the Delegate Body.
 - b. Ensuring compliance with AFL-CIO constitutional requirements and ethical standards.
 - c. Maintaining accurate records and internal controls.
 - d. Representing the Council to affiliated organizations, the AFL-CIO, and the broader community.
- C. Specific officer responsibilities are defined and detailed in the Constitution and AFL-CIO guidance materials provided to the Council.

ARTICLE III: Executive Board Function

- A. The Executive Board serves as the governing body of the Council between regular Delegate Body meetings, as provided in Article IX of the Constitution.
- B. In fulfilling this role, the Executive Board is responsible for:
 - a. Carrying out the decisions and instructions of the Delegate Body.
 - b. Safeguarding the interests and objectives of the Council and its affiliates.
 - c. Ensuring lawful, ethical, and fiscally responsible administration.

- C. Consistent with the adoption of these Standing Rules, routine operational and administrative matters shall ordinarily be administered by the President, Vice President, and Secretary-Treasurer acting within constitutional authority, adopted budgets, and prior Council actions.
- D. This functional distinction is intended to promote efficiency and continuity while maintaining collective leadership, and ensuring that all actions remain subject to Executive Board review and Delegate Body oversight.

ARTICLE IV: Trustees and Financial Oversight

- A. Trustees shall function as the Council's internal financial oversight body and perform duties similar to internal auditing, including independent review, verification, and reporting of financial activity.
- B. Trustee responsibilities include:
 - a. Auditing and reviewing the financial records of the Council on a regular basis
 - b. Monitoring internal controls, financial compliance, and asset stewardship
 - c. Verifying that required government and AFL-CIO reports are filed accurately and on a timely basis
 - d. Reviewing vouchers, receipts, and disbursement documentation for compliance with adopted policies
 - e. Reporting audit findings, observations, and recommendations to the Executive Board and the Delegate Body
- C. Accordingly, Trustees must maintain independence from routine operational and administrative decision-making in order to avoid circumstances of self-approval, self-review, or concentrating execution and oversight tasks within the same individuals.
- D. Trustees shall not be expected to participate in routine operational or administrative actions except where financial integrity, compliance, or property stewardship is directly implicated.

ARTICLE V: Oversight Independence and Ethical Governance

- A. To maintain transparency, accountability, and trust, the Council affirms the following governance principles:
 - a. Authorization, execution, and review of financial and administrative actions shall not be vested in the same individuals to the extent practicable
 - b. Trustees shall exercise independent judgment when reviewing actions taken by officers or the Executive Board

- c. Trustees may recuse themselves from prior discussions or decisions related to matters that are later subject to audit or review
- B. Such recusal shall not be construed as a limitation on trustee authority, but rather as a safeguard to preserve oversight integrity and to prevent conflicts of interest or the appearance of self-approval.

ARTICLE VI: Guidance

- A. This appendix reflects and reinforces:
 - a. Best practices designed to prevent single control, self-approval, and conflicts of interest
 - b. The appropriate separation of operational administration and fiduciary oversight
- B. The Council affirms its commitment to operating in conformity with the Constitution of the AFL-CIO, the Rules Governing Area Labor Councils and Central Labor Councils, and all applicable AFL-CIO policies.

ARTICLE VII: Adoption

- A. This Appendix is adopted by the Delegate Body of the Rio Grande Valley Central Labor Council, AFL-CIO, by majority vote at a regular meeting.
- B. This Appendix shall remain in effect unless amended or rescinded by the Delegate Body, provided that it remains consistent with the Constitution and Bylaws of the Council and applicable AFL-CIO rules.