

Bylaws of the University of Prince Edward Island Faculty Association

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ARTICLE 1 – NAME

1.1 This organization shall be known as the *University of Prince Edward Island Faculty Association*. Its abbreviated title shall be the *UPEIFA*. Herein, it is referred to as the *UPEIFA* or as the *Association*.

ARTICLE 2 – OBJECTIVES

2.1 The objectives of the Association are:

- a) to promote academic freedom and to advance teaching, scholarship, research and service in the University;
- b) to regulate relations between the employer and academic and other staff who are members of any bargaining unit represented by the Association, and to bargain collectively on behalf of such members on all matters pertaining to their terms and conditions of employment;
- c) to provide a common field for mutual exchange of ideas between the Association and the broader University community, as well as the general public;
- d) to promote and support the principles of equity in the broadest sense within the Association and the broader University community; and

- e) to promote the joint interests of the Association and affiliated associations, including the Canadian Association of University Teachers (CAUT) and the National Union of the Canadian Association of University Teachers (NUCAUT).

ARTICLE 3 – AFFILIATIONS

- 3.1 The Association and its Members shall be members of the Canadian Association of University Teachers (CAUT). The Association shall pay membership dues as set by CAUT.
- 3.2 The Association and its Members shall be members of the National Union of the Canadian Association of University Teachers (NUCAUT). The Association shall pay membership dues as set by NUCAUT.

ARTICLE 4 – MEMBERSHIP

- 4.1 The term *Member* used herein refers to an individual who is admitted to the Association's membership in accordance with Article 4.3.
- 4.2 The term *Associate Member* used herein refers to an individual who is admitted to the Association's membership in accordance with Article 4.9.
- 4.3 Membership in the Association:
 - a) shall be granted automatically, subject to Article 4.4 and Article 5, to all members of any bargaining unit represented by the Association, and
 - b) shall be granted upon request, subject to Article 4.4 and Article 5, to all individuals listed on a Sessional Roster at the University who otherwise do not qualify for membership under Article 4.3a).
- 4.4 Membership may continue in the Association until:
 - a) the Member's employment with the University is terminated and the individual is no longer a member of any bargaining unit represented by the Association, where membership was in accordance with Article 4.3a); or
 - b) the Member is no longer listed on a Sessional Roster at the University, where membership was in accordance with Article 4.3b); or
 - c) the Member resigns from the Association in accordance with Article 4.6; or
 - d) there is a change in the Member's status which results in her/his ineligibility for membership in the Association; or
 - e) such membership is suspended in accordance with Article 5.3; or
 - f) such membership is suspended in accordance with Article 7.
- 4.5 A Member on a recognized unpaid leave of absence from the University is eligible to maintain her/his membership in the Association during the period of leave, subject to Article 4.4, by making a request to the Association that her/his membership continue and by paying the appropriate dues for the period of the leave.
- 4.6 Any Member may resign from membership in the Association at any time upon written notice to the President of the Association.

- 4.7 Resignation under Article 4.6 refers strictly to membership in the Association as defined in these Bylaws. In accordance with and subject to the Association's collective agreements and the PEI Labour Act, resignation from the Association does not alter an individual's membership in any bargaining unit to which s/he may belong or her/his requirement to pay dues as a result of membership in that bargaining unit.
- 4.8 Any Member who has voluntarily resigned from the Association in the past may return as a Member of the Association, subject to Article 4.3, Article 4.4 and Article 5, by indicating in writing to the President of the Association her/his wish for reinstatement.
- 4.9 Upon written request to the President of the Association, former Members of the Association, who are no longer eligible for membership in accordance with Article 4.3, may be granted Associate Member status at the discretion of the Executive Committee, subject to Article 5.

ARTICLE 5 – PAYMENT OF DUES

- 5.1 Subject to the Association's collective agreements, membership shall be established by the payment of dues to the Association by those eligible.
- 5.2 Association dues for Members and Associate Members shall be established by the Members at the Annual General Meeting or at any other duly advertised general meeting of the Association by a majority vote of the membership present at the meeting.
- 5.3 Failure to pay dues for a period of two months shall result in an automatic suspension of membership.
- 5.4 Subject to Article 4.3 and Article 4.4, any Member whose membership was suspended for failure to pay dues shall be immediately reinstated upon payment of arrears.

ARTICLE 6 – MEMBERSHIP RIGHTS AND RESPONSIBILITIES

- 6.1 All Members of the Association shall have the right to full participation in all governance and other activities of the Association including the right to exercise a vote, the right to seek election and if elected to serve as an Executive Officer of the Association or as a member of the Association's Executive Committee or as a member on any standing committee or in any other elected position of the Association, and the right to receive electronic and/or written communications from the Association to its Members.
- 6.2 Notwithstanding Article 6.1 and as limited by the PEI Labour Act, individuals who are Members of the Association in accordance with Article 4.3b) and who are not members of any bargaining unit represented by the Association shall not have the right to participate in membership discussions in relation to the ratification of a collective agreement or the consideration of strike action or to exercise a vote in regards to these matters. This Article does not restrict the rights of office of such Members elected to the Executive Committee in regards to this body's consideration of these items.
- 6.3 Associate Members shall have the right to participate in Association events; to attend and be heard at general meetings of the Association; to request to have items placed on the agendas of general meetings of the Association or of meetings of the Executive Committee at the discretion of the President, and to receive electronic and/or written communications from the Association to its Members.

- 6.4 Associate Members shall not have the right to exercise a vote or to serve as an Executive Officer of the Association, as a member of the Association's Executive Committee, as a member on any other committee of the Association or in any other elected or appointed position of the Association. Additionally, Associate Members shall not have the right to participate in membership discussions in relation to the ratification of a collective agreement or the consideration of strike action or to exercise a vote in regards to these matters.
- 6.5 Each Member and Associate Member shall carry out her/his responsibilities, as defined by the applicable collective agreement and these Bylaws, in a manner consistent with the applicable collective agreement; other collective agreements administered by the Association; these Bylaws; and any other policies established by the Association.

ARTICLE 7 – SUSPENSION OF MEMBERSHIP

- 7.1 Any Member or Associate Member may have her/his membership in the Association suspended for cause for failing to carry out her/his responsibilities as defined in Article 6.5.
- 7.2 A request for consideration of suspension of membership for cause may be initiated by the Executive Committee or by any fifteen Members of the Association by written notice to the President which identifies the Member in question and provides a detailed explanation of the reason for the suspension request. The President shall appoint an independent Adhoc Investigatory Committee to consider the request.
- 7.3 The Adhoc Investigatory Committee shall follow principles of due process and fairness in carrying out its investigation and shall afford the Member in question an opportunity to be heard prior to determining whether or not a suspension of membership for cause is warranted.
- 7.4 Should the Adhoc Investigatory Committee determine that a suspension of membership for cause is warranted, it shall notify the Member in question of its decision and that it will bring a motion for dismissal for cause from membership in the Association to the next general meeting for which notice of motion can be given in accordance with Article 15.1. The Member in question shall be entitled to speak to the issue at the general meeting. Suspension from membership for cause shall be carried out immediately if the motion is supported by two-thirds of the Members present.
- 7.5 In the case of such suspension, the Member shall forfeit all membership rights described in Article 6.
- 7.6 In accordance with and subject to the Association's collective agreements and the PEI Labour Act, suspension of Association membership under this Article does not alter an individual's membership in any bargaining unit to which s/he may belong or her/his requirement to pay dues as a result of membership in that bargaining unit.
- 7.7 Upon written request to the President of the Association, an individual who has been suspended under Article 7 may request that s/he be re-instated as a Member or Associate Member of the Association. The Executive Committee shall consider such a request and may reinstate the Member or Associate Member on such terms as may be considered appropriate pending ratification at the next general meeting of the Association.

ARTICLE 8 – EXECUTIVE COMMITTEE

8.1 There shall be an Executive Committee of the Association consisting of the following:

- a) the President;
- b) the Vice-President;
- c) the Treasurer;
- d) the immediate Past-President; and
- e) four Members-at-Large.

8.2 The President, the Vice-President, the Treasurer and the Members-at-Large must be elected by the membership and hold office in accordance with the terms and conditions contained herein.

8.3 The Past-President is an ex-officio, voting member of the Executive Committee.

ARTICLE 9 – DUTIES OF THE EXECUTIVE COMMITTEE

9.1 The Executive Committee shall:

- a) manage the affairs of the Association on behalf of the membership, including, but not limited to, the management of any Association rights provided by its collective agreements or by the PEI Labour Act, the management of the collective bargaining process and the management of the grievance and arbitration processes as defined by its collective agreements;
- b) carry into effect all resolutions of the Association which are consistent with the Association's obligations under provincial and federal statutes, its collective agreements and its bylaws;
- c) at its discretion, appoint individual Members to positions within the Association, positions on joint Employer/Association committees and positions on other University committees as may be established from time to time, including, but not limited to: Chief Grievance Officer; Grievance Officer(s); Chief Negotiator(s); members of the Negotiating Team(s); the Communication Representatives; the Speaker; the CAUT Council Delegate; the NUCAUT Delegate; the UPEI Health & Safety Steering Committee Representative; the members of the various University Health and Safety Committees; the members of the Employer/Association Joint Committees; the Joint Benefits Management and Advisory Committees; and the Board Pension Advisory Committee;
- d) oversee the Association's financial matters;
- e) oversee the work of all standing and ad hoc committees;
- f) oversee the work of grievance officers and negotiating teams;
- g) create ad hoc committees as required from time to time in furtherance of the objectives of the Association and appoint all members and chairs of such committees;
- h) appoint the chairs/co-chairs of all standing committees;
- i) fill vacancies on standing and ad hoc committees that may arise; and
- j) be responsible for all personnel matters related to Association employees.

9.2 Each member of the Executive Committee shall make every effort to attend all meetings of the Executive Committee.

9.3 All members of the Executive Committee shall represent and promote the objectives and interests of the Association.

ARTICLE 10 – EXECUTIVE OFFICERS

10.1 There shall be three Executive Officers of the Association consisting of the President, the Vice-President and the Treasurer.

ARTICLE 11 – DUTIES OF THE EXECUTIVE OFFICERS

11.1 The President shall:

- a) oversee the general management of the affairs of the Association;
- b) ensure that all policies of the Association and the Executive Committee are implemented;
- c) ensure that responsibilities imposed by the Association's collective agreements and the PEI Labour Act are followed;
- d) supervise any employees of the Association;
- e) call general meetings of the Association membership;
- f) call and chair meetings of the Executive Committee, subject to Article 15.2.1;
- g) set the agendas for meetings of the Association and the Executive Committee;
- h) be a signing officer for all matters of the Association;
- i) be an ex officio, non-voting member of all Association committees, except the Nominating Committee and the Adhoc Investigatory Committees appointed in Articles 7.2 and 13.14.2;
- j) perform such other duties as may be assigned from time to time by the Executive Committee;
- k) act on behalf of the Association when, in the President's judgment, time and circumstances do not permit convening a meeting of the Executive Committee before action is required, in which case the President shall report to the Executive Committee as soon thereafter as possible; and
- l) be the sole spokesperson for the Association on all matters.

11.2 The Vice-President shall:

- a) assume the duties of the President when the President is absent or if the position becomes vacant;
- b) be a signing officer for the Association on all cheques and for all other Association matters in the President's absence; and
- c) perform such other duties as may be assigned from time to time by the President or the Executive Committee.

11.3 The Treasurer shall:

- a) be responsible for the care and custody of the funds and assets of the Association according to the usual practice;

- b) keep accurate records of all monies received and disbursed by the Association and maintain financial statements for review by the membership;
- c) develop an annual budget and membership dues schedule for the approval of the Executive Committee and the membership;
- d) present an account of the Association's finances at the Annual General Meeting and to the Executive Committee as requested by the President;
- e) be a signing officer for the Association on all cheques and other financial documents as may be required from time to time in furtherance of the objectives of the Association; and
- f) perform such other duties as may be assigned from time to time by the President or the Executive Committee.

ARTICLE 12 – STANDING COMMITTEES

12.1 There shall be six standing committees of the Association consisting of the:

- a) Nominating Committee;
- b) Awards and Scholarships Committee;
- c) Communications Committee;
- d) Equity Committee;
- e) Research and Advocacy Committee; and
- f) Social Committee.

12.2 Standing committees may only be established or abolished by a two-thirds majority vote of the membership at a general meeting of the Association following notice of motion in accordance with Article 15.1.15.

12.3 In addition to the terms and conditions contained herein, each standing committee, with the exception of the Nominating Committee, shall operate under a Terms of Reference approved by the Executive Committee.

12.4 Within their mandates, the standing committees, with the exception of the Nominating Committee, shall work to facilitate the achievement of the Association's objectives as directed by, and in consultation with, the Executive Committee and shall provide advice and recommendations to the Executive Committee in respect to their mandate and role.

12.5 The Chair/Co-chairs of each standing committee shall report to the membership on activities of the committee at least annually at an appropriate general meeting of the Association and to the Executive Committee as requested by the Executive Committee.

12.6 With the exception of the Nominating Committee, the recommendations and actions of all standing committees shall be subject to the approval of the Executive Committee.

12.7 Each member of a standing committee shall make every effort to attend all meetings of the standing committee.

12.8 The Nominating Committee shall:

- a) solicit nominations from the membership for positions on the Executive Committee and standing committees and for other positions as required;
- b) make every effort to ensure that there are at least sufficient nominees to fill all vacancies for

all positions up for election;

- c) prepare a slate of nominees for positions on the Executive Committee and standing committees and for other positions as required for election at the Association's Annual General Meeting;
- d) conduct all elections for positions on the Executive Committee and standing committees and for other positions as required in accordance with the provisions contained herein;
- e) when necessary, provide recommendations of Members to the Executive Committee to fill any vacancies that may arise on standing committees;
- f) at the request of the Executive Committee, provide recommendations of Members to serve on ad hoc committees;
- g) make every effort to ensure that the Executive Committee and all standing committees of the Association reflect the diversity of the Association's membership in so far as possible in respect to employment category, discipline and recognized equity groups;
- h) be chaired by the Past-President; and
- i) consist of three members including the Chair.

12.9 The Awards and Scholarships Committee shall:

- a) oversee student scholarships and awards for Association Members, and organize or oversee related activities and events, and
- b) be chaired by a member of the Executive Committee, or be co-chaired by a member of the Executive Committee and a Member, appointed annually by the Executive Committee.

12.10 The Communications Committee shall:

- a) develop, coordinate and implement a communication plan for the Association's various constituent groups; be responsible for maintaining the Association's website and be responsible for publishing the Association's newsletter, and
- b) be chaired by a member of the Executive Committee appointed annually by the Executive Committee.

12.11 The Equity Committee shall:

- a) promote and advocate for equity in its broadest sense through research and education, and work to advance equity issues in University and Association policies, practices and activities, and
- b) be chaired by a member of the Executive Committee, or be co-chaired by a member of the Executive Committee and a Member, appointed annually by the Executive Committee.

12.12 The Research and Advocacy Committee shall:

- a) collect and maintain a database of information relevant to issues of interest to the Association; prepare commentary on such issues for the information of Association Members or for advocacy efforts undertaken by the Association; and provide background information on issues as required from time to time by the Executive Committee or other Association committees, and
- b) be chaired by a member of the Executive Committee, or be co-chaired by a member of the Executive Committee and a Member, appointed annually by the Executive Committee.

12.13 The Social Committee shall:

- a) organize and promote a calendar of social events with the objective of encouraging or celebrating a sense of community among Association Members, and
- b) be chaired by a member of the Executive Committee, or be co-chaired by a member of the Executive Committee and a Member, appointed annually by the Executive Committee.

ARTICLE 13 – ELECTIONS TO THE EXECUTIVE AND STANDING COMMITTEES

13.1 All positions on the Executive Committee, with the exception of the Past-President, shall be elected by the Members present at the Annual General Meeting from a slate of nominees presented by the Nominating Committee.

13.2 Excluding the Nominating Committee, all positions on standing committees, with the exception of their Chairs/Co-chairs, shall be elected by the Members present at the Annual General Meeting from a slate of nominees presented by the Nominating Committee.

13.3 The members of the Nominating Committee, with the exception of the Chair, shall be elected by the Members present at the Annual General Meeting following a call, issued by the Chair of the meeting, for nominations from the floor. This election shall take place following the completion of all other elections at that meeting for positions on the Executive Committee and standing committees and for other positions as required.

13.4 The term for each elected position shall commence on the first Monday following the University's Spring Convocation.

13.5 All members of the Executive Committee and standing committees and individuals in other positions as required must be Members of the Association in accordance with Article 4 for the entire term of their offices.

13.6 Executive Officers shall be elected for one-year terms and are eligible for re-election.

13.7 The President and Vice-President must have previously served at least one year on the Executive Committee within the previous five years.

13.8 Members-at-Large shall be elected for two-year terms and are eligible for re-election. Their elections shall be staggered so that only two are elected each year.

13.9 Members of standing committees shall be elected for two-year terms and are eligible for re-election. Their elections shall be staggered so that no more than one-half of the committee membership is replaced each year.

13.10 Members of the Nominating Committee cannot be nominated for any elected positions of the Association.

13.11 Nominations

13.11.1 At least six weeks prior to the Annual General Meeting, the Nominating Committee shall issue an initial call for nominations to the Association's membership which identifies the vacant positions to be filled on the Executive Committee and the standing committees and other vacant positions to be filled as required.

13.11.2 Nominations for the identified positions must be received by the Chair of the Nominating Committee at least four weeks prior to the Annual General Meeting.

13.11.3 All nominations must be made in writing by a Member and must be accompanied by

confirmation from the Nominee that s/he is willing to serve in the position. A Member may self-nominate for a position.

- 13.11.4 At least three weeks prior to the Annual General Meeting, the Nominating Committee shall send a notice to all Members indicating all nominations received for each vacant position. The following information for each Nominee shall be included: full name, department/faculty, bargaining unit number, and appointment type (Faculty Member, Librarian, Sessional Instructor, Clinical Nursing Instructor, Clinical Veterinary Professional).
 - 13.11.5 If after the initial call for nominations there remain positions for which no nominations have been received, a second call for nominations for only these positions shall be issued by the Nominating Committee with the notice, referred to in Article 13.11.4, to all Members. Nominations in response to this second call must be received by the Chair of the Nominating Committee at least two weeks prior to the Annual General Meeting.
 - 13.11.6 At least one week prior to the Annual General Meeting, the Nominating Committee shall send notice to all Members indicating the final slate of Nominees for all vacant positions. The following information for each Nominee shall be included: full name, department/faculty, bargaining unit number, and appointment type (Faculty Member, Librarian, Sessional Instructor, Clinical Nursing Instructor, Clinical Veterinary Professional).
 - 13.11.7 No further nominations will be accepted once this final slate is distributed.
 - 13.11.8 All nominations shall be posted on the Association's website as they are received.
- 13.12 Voting
- 13.12.1 The Chair of the Nominating Committee shall present the slate of nominees for election at the Annual General Meeting and shall oversee all elections.
 - 13.12.2 Where more nominees are listed for a position than the number of vacancies available for that particular position, secret ballot voting to fill those vacancies will take place at the Annual General Meeting by the Members present. Otherwise, the listed nominee(s) shall be declared elected by acclamation.
 - 13.12.3 For each election for a position, Members may vote on a single ballot for as many nominees as there are vacancies to be filled for that particular position.
 - 13.12.4 Ballots with fewer votes than the number of vacancies to be filled for a particular position are valid.
 - 13.12.5 The Nominee(s) who receive(s) the most votes shall be declared the winner(s).
 - 13.12.6 The election of positions shall be carried out in the following order: President; Vice-President; Treasurer; Members-at-Large; members of standing committees; and other positions as required. Any unsuccessful nominees for any positions may allow their names to stand for election for any of the next positions being elected.
 - 13.12.7 In the event of a tie, a ballot involving only those nominees who are tied shall be held at the same meeting.

13.13 Vacancies

- 13.13.1 If the office of the President of the Association becomes vacant at any time, the Vice-President shall assume the office of the President for the remainder of the term.
- 13.13.2 If any other elected position of the Executive Committee becomes vacant at any time, a by-election will be held, in accordance with Article 13, at the next general meeting of the Association or at another general meeting called for this purpose. Where necessary, the Nominating Committee may make reasonable adjustments to the time-lines established under Article 13.11 to facilitate this election.
- 13.13.3 If the office of the Past-President becomes vacant at any time, the position shall be filled by an additional Member-at-Large position in accordance with Article 13.13.2. The additional Member-at-Large elected must have previously served on the Executive Committee for at least one year.
- 13.13.4 Since the Past-President chairs the Nominating Committee, the Executive Committee shall appoint a Chair of the Nominating Committee should the office of the Past-President become vacant.
- 13.13.5 If any elected position on a standing committee becomes vacant at any time, the Executive Committee shall make every effort to appoint Members to the standing committee, with recommendation from the Nominating Committee, as required to ensure that its minimum membership is met.
- 13.13.6 If any other elected position of the Association becomes vacant at any time, the Executive Committee shall make every effort to appoint a Member to fill the position, with recommendation from the Nominating Committee.

13.14 Removal from Office

- 13.14.1 Any Member elected to the Executive Committee, to a standing committee or to any other Association position may be removed from office for cause for failing to carry out her/his responsibilities as defined in these Bylaws.
- 13.14.2 A request for consideration of removal from elected office for cause may be initiated by the Executive Committee or by any fifteen Members of the Association by written notice to the President (or to the Vice-President where the request for consideration of removal from elected office for cause pertains to the President), which identifies the elected Member in question and provides a detailed explanation of the reason for the removal request. The President, or Vice-President as appropriate, shall appoint an independent Adhoc Investigatory Committee to consider the request.
- 13.14.3 The Adhoc Investigatory Committee shall follow principles of due process and fairness in carrying out its investigation and shall afford the elected Member in question an opportunity to be heard prior to determining whether or not removal from elected office for cause is warranted.
- 13.14.4 Should the Adhoc Investigatory Committee determine that removal from elected office for cause is warranted, it shall notify the elected Member in question of its decision and that it will bring a motion for removal from elected office for cause to the next general meeting for which notice of motion can be given in accordance with Article 15.1. The elected Member in question shall be entitled to speak to the issue at the general meeting. Removal from elected office for cause shall be carried out immediately if the motion is supported by two-thirds of the Members present.

ARTICLE 14 – AD HOC COMMITTEES

14.1 The Executive Committee may create ad hoc committees of limited duration as required from time to time in furtherance of the objectives of the Association and shall appoint all members and chairs of such committees.

ARTICLE 15 – MEETINGS

15.1 Membership Meetings

- 15.1.1 General meetings of the Association's membership, which include the Annual General Meeting, shall be held at the call of the President.
- 15.1.2 At minimum, a general meeting shall be held in the Fall semester and the Annual General Meeting shall be held in April.
- 15.1.3 With the exception of general meetings called pursuant to Articles 13.13.2 and 15.1.5, the date of any general meeting, including the Annual General Meeting, shall be announced to the membership at least six weeks prior to the meeting date.
- 15.1.4 In exceptional circumstances, as determined by the President, the time lines for general meetings defined in Article 15.1 may be shortened as necessary.
- 15.1.5 Within one week of the receipt of a written request for a general meeting signed by at least fifteen Members, the President shall set the date for such a meeting to address the issue identified by the Members.
- 15.1.6 General meetings shall be chaired by a Speaker appointed by the Executive Committee for a two-year term. The Speaker must be a Member of the Association in accordance with Article 4 for the entire term of her/his office.
- 15.1.7 Should the Speaker not be available for a scheduled general meeting, the Executive Committee shall appoint another Member to fulfill the role for that meeting.
- 15.1.8 In all matters, except for elections, the Speaker shall not have a vote except in the case of a tie and then the Speaker shall cast the deciding vote. In the case of elections, the Speaker shall have a vote.
- 15.1.9 In all matters, except for elections, votes shall be cast by a show of hands unless a secret ballot is requested by a majority of the Members present.
- 15.1.10 A quorum at all general meetings of the Association shall be 50 Members.
- 15.1.11 If at a duly advertised meeting there is no quorum present, no business shall be carried out at that meeting and the President shall call a new meeting for the next available date to carry out the intended business.
- 15.1.12 If the Speaker confirms that a quorum is present for a general meeting, it is presumed to exist for the remainder of the meeting. At any time during the meeting, if the presence of the quorum is challenged by a Member, the Speaker shall confirm whether or not a quorum is still present. If it is not present, no further business shall be carried out.
- 15.1.13 General meetings shall be run in accordance with the most recent edition of *Robert's Rules of Order Newly Revised*.

- 15.1.14 Any motions, which are not motions to revise the Bylaws, submitted to the President in writing with full description and details no later than fifteen working days prior to a general meeting, shall be distributed to the Members of the Association, in accordance with Article 15.1.15, for consideration at that meeting.
- 15.1.15 The agenda, including all motions for consideration, for general meetings shall be distributed to the membership at least five working days prior to the meeting date.
- 15.1.16 Articles 15.1.14 and 15.1.15 are not intended to restrict the Speaker's discretion to consider motions at a general meeting which might arise from the business of that meeting's agenda. Such motions shall not arise from items added to the agenda at the meeting.

15.2 Executive Committee Meetings

- 15.2.1 Executive Committee meetings shall be held at the call of the President at least nine times per year.
- 15.2.2 A quorum at an Executive Committee meeting is four.
- 15.2.3 Executive Committee meetings shall be chaired by the President.
- 15.2.4 The Chair of the Executive Committee meeting shall have a vote.
- 15.2.5 In the case of a tie vote, a motion shall be held to fail and the status quo shall prevail.
- 15.2.6 Each member of the Executive Committee shall have a vote.

ARTICLE 16 – SIGNING AUTHORITY

- 16.1 The President shall have signing authority over all matters of the Association.
- 16.2 The Vice-President shall have signing authority over all matters of the Association in the President's absence.
- 16.3 The Treasurer shall have signing authority over all financial matters of the Association.
- 16.4 The signing authority for any cheques issued by the Association shall be any two of the three Executive Officers.

ARTICLE 17 – COLLECTIVE AGREEMENTS

- 17.1 The Association shall be the bargaining agent for each of its bargaining units regarding salaries, benefits and all terms and conditions of employment.

ARTICLE 18 – FISCAL YEAR

- 18.1 The fiscal year of the Association shall be from the first day of March of each calendar year to the last day of February of the following calendar year.

ARTICLE 19 – GENERAL APPEAL

- 19.1 Subject to the terms and conditions of these Bylaws, the Association's collective agreements and any other Association policies or resolutions in effect, each Member has the right to appeal to the Executive Committee any decision taken by the Association, or its agents, which directly involves the Member.

- 19.2 A request for such an appeal shall be made in writing directly to the President within five working days of the Member being advised of the decision.
- 19.3 The President shall take such a request to the Executive Committee for its consideration and shall provide a response to the Member regarding the Executive Committee's decision on the appeal within twenty working days from the receipt of the request for appeal.
- 19.4 In the case of appeals related to decisions on member grievance matters, the timeline in Article 19.3 shall be five working days.
- 19.5 At its discretion, the Executive Committee may invite the Member to speak to the Executive Committee regarding the matter.
- 19.6 The decision of the Executive Committee is final.

ARTICLE 20 – INDEMNIFICATION

- 20.1 All Members working for the Association, whether in elected or appointed positions, shall be indemnified by the Association for all legal costs and claims for damages incurred as a consequence of their actions carried out on behalf of the Association as long as such actions were taken pursuant to the terms and conditions of these Bylaws, the Association's collective agreements and any other Association policies.

ARTICLE 21 – CONFLICT OF INTEREST

- 21.1 The Executive Committee, every standing committee, every other committee and every non-committee position constituted by the Association shall operate under the provisions set out in this Article.
- 21.2 Each committee, all members of each committee and any individual in a non-committee position shall be conscious of and sensitive to the obligation to avoid actual and perceived conflicts of interest and matters that may create a reasonable apprehension of bias.
- 21.3 No committee member or any individual in a non-committee position shall knowingly participate in any matter affecting her/his personal position or that of an individual with whom s/he has or had a marital, spousal, familial, sexual or ongoing significant financial relationship or where a situation of inherent bias or apprehension of bias exists.
- 21.4 Any committee member who perceives an issue of actual or perceived conflict of interest or a reasonable apprehension of bias, on their own part or on the part of another committee member, shall immediately raise the issue for consideration by the committee. The matter shall be fully discussed and resolved by the remaining members of the committee who shall direct any committee member considered to be in an actual or perceived conflict of interest, or whose involvement may create a reasonable apprehension of bias, to withdraw from any involvement in the work of the committee related to the subject matter in question.
- 21.5 Any individual in a non-committee position who perceives an issue of actual or perceived conflict of interest or a reasonable apprehension of bias, on their own part, shall immediately raise the issue with the President for consideration by the Executive Committee. The matter shall be fully discussed and resolved by the Executive Committee who shall direct the individual considered to be in an actual or perceived conflict of interest, or whose involvement may create a reasonable apprehension of bias, to withdraw from any involvement in the work of the non-committee position related to the subject matter in question.

21.6 Any member of the Association who perceives an issue of actual or perceived conflict of interest or a reasonable apprehension of bias on the part of any committee member or any individual in a non-committee position shall immediately raise the issue with the President who shall direct the matter to the relevant committee to be dealt with as appropriate under Article 21.4 or 21.5.

ARTICLE 22 – REVISION OF THE BYLAWS

22.1 The Association's Bylaws can be revised by a vote of the membership provided that two-thirds of the membership concur with the proposed revisions.

22.2 Prior to a vote, proposed Bylaw revisions shall be considered at a general meeting of the Association provided that written notice of the revisions and the meeting has been given at least twenty working days prior to the meeting date.

22.3 The vote on proposed Bylaw revisions shall be held by a mail ballot within ten working days following the meeting.

22.4 Unless provided otherwise, a revision to these Bylaws shall take effect immediately upon its adoption.

22.5 Consideration for revisions to the Bylaws can be initiated by the Executive Committee or by fifteen Members by submitting their proposed revisions with signatures to the President.

22.6 Upon receipt of such proposed revisions, the President shall ensure that they are placed on the agenda for the next general meeting of the Association for which proper notice can reasonably be given.