

University of Winnipeg Faculty Association

Constitution and Bylaws

As Amended April 20, 2011

Table of Contents

Constitution	3
Article 1 – Organization	3
Article 2 – Definitions	3
Article 3 - Objectives.....	3
Article 4 - Membership	3
Article 5 – Affiliations and Memberships	3
Article 6 – Governing Bodies	3
Article 7 - Meetings.....	5
Article 8 – Quorum	5
Article 9 – Properties, Funds and Endowments.....	6
Article 10 – Contracts and Engagements.....	6
Article 11 - Amendments.....	6
Bylaws	7
Bylaw 1 – Elections and Voting	7
Bylaw 2 – Officers’ Duties and Functions.....	7
Bylaw 3 – Committees and Appointments	8
Bylaw 4 – Vacancies and Discipline	10
Bylaw 5 – General Provisions	11

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Constitution

Article 1 – Organization

- 1.1 The name of the organization shall be the University of Winnipeg Faculty Association, referred to herein as the “Association”.

Article 2 – Definitions

- 2.1 “Act” shall refer to the Manitoba *Labour Relations Act C.C.S.M. c. L10*.
- 2.2 “Collegiate Unit” shall refer to those Members of the Association covered by Manitoba Labour Board Certificate MLB – 3634.
- 2.3 “Contract Faculty Unit” shall refer to those Members of the Association covered by Manitoba Labour Board Certificate MLB – 6361.
- 2.4 “Regular Academic Staff Unit” shall refer to those Members of the Association covered by Manitoba Labour Board Certificate MLB - 6362.
- 2.5 “Member” shall refer to an individual who is a Member of the Association pursuant to Article 4.1.
- 2.6 “University” shall refer to the University of Winnipeg.

Article 3 - Objectives

- 3.1 The primary purpose of the Association shall be to promote the welfare and the interests of its Members.
- 3.2 As per the Act, the Association shall be the sole bargaining agent for all of its Members and shall represent all of its Members in employer-employee relations with regards to the terms and conditions of employment.

Article 4 - Membership

- 4.1 Association Members include all University of Winnipeg employees whose positions are included in the bargaining units as described by Manitoba Labour Board Certificates MLB - 3634, MLB - 6362 and MLB – 6361 as well as those whose positions may be added to any of the current bargaining units or any newly created bargaining unit within the Association.
- 4.2 Contract Faculty Unit Members, as outlined in Certificate MLB - 6361, will retain membership in the Association for a period of six (6) months following the completion of their employment contract.
- 4.3 Membership dues shall be as prescribed from time to time by general meetings of the Members and shall be automatically deducted monthly from the Members’ salaries in accordance with the Act.
 - 4.3.1 Dues will be levied only if a Member is currently employed by the University and is not on unpaid leave.
- 4.4 To be eligible to stand for election pursuant to Bylaw 1 and vote at general meetings pursuant to Article 7, a Member must be currently paying dues to the Association.

Article 5 – Affiliations and Memberships

- 5.1 The Association shall be affiliated with the Canadian Association of University Teachers (CAUT) and a member of the CAUT Defence Fund.
- 5.2 The Association shall be affiliated with the Manitoba Organization of Faculty Associations (MOFA), the National Union of the Canadian Association of University Teachers (NUCAUT), the Canadian Labour Congress (CLC), the Winnipeg Labour Council (WLC) and the Manitoba Federation of Labour (MFL).

Article 6 – Governing Bodies

- 6.1 The highest authority for deciding policies and managing affairs of the Association shall be the Members of the Association duly assembled in a General Meeting or otherwise acting in a corporate capacity in accordance with Articles 7 and 8 of this Constitution.

- 6.2 The Council shall be the management committee of the Association and may exercise the powers of the General Meeting when the latter is neither in session nor otherwise acting in a corporate capacity. Such action shall be subject to review, alteration or over-ruling by a General Meeting.
- 6.3 The Officers of the Association shall be the President, the Vice President, the Communications Officer and the Treasurer and they shall constitute the membership of the Executive Committee.
- 6.4 Council Responsibilities

The Council shall be responsible for

- (a) carrying into effect all resolutions and generally managing the affairs of the Association;
- (b) interpreting of the Constitution and Bylaws;
- (c) receiving reports of officers and committees;
- (d) approving the annual budget for presentation to and approval at the Annual General Meeting;
- (e) approving any such revisions to the annual budget as may become necessary during the fiscal year;
- (f) giving direction to the Officers and Committees of the Association;
- (g) giving direction to the Negotiating Teams;
- (h) recommending bargaining mandates to the Members;
- (i) making recommendations with respect to the ratification of a table agreement. Recommendations may include recommendation on ratification or non-ratification;
- (j) initiating job action, if required, subsequent to a strike vote by the Members.

- 6.5 Authority to ratify minor modification(s) of the Collective Agreements, excluding salary modifications, shall be delegated to the Council and such modification(s) shall be communicated to the Members.

- 6.6 Subject to Article 11.2, the Council shall have the authority to approve policies governing the administration of the Association. These policies may include, but are not limited to, policies on financial administration, travel on Association business and employee relations.

6.6.1 Policies approved by the Council are subject the Constitution and Bylaws of the Association. Approval is subject to Article 11.2 of this Constitution.

- 6.7 The authority of the Council shall be delegated to the Executive Committee from the adjournment of its final meeting in June to August 31 of each year. Meetings of the Executive Committee that deal with issues normally under the purview of the Council shall be open to all members of Council.

6.8 Council Membership

The Council shall consist of

- (a) the President;
- (b) the Vice President;
- (c) the Communications Officer;
- (d) the Treasurer;
- (e) the Past President, who shall be non-voting;
- (f) one (1) representative from each of the following four (4) constituencies: Contract Faculty, Instructors*, Collegiate Instructors and Librarians;
- (g) six (6) Members-at-Large; and,
- (h) the Grievance Officer.

*For the purposes of this position, including elections, Instructors shall include those Members holding the rank of Instructor in the Regular Academic Staff Unit, Counsellors, coaches, athletic therapists, coordinator of recreation and athletic studies, assistant director (academic) computer services, supervisor of student teaching and any other comparable positions.

- 6.9 Association staff shall be non-voting, ex-officio members of the Council. While a Collective Agreement is being negotiated, the Chief Negotiator for that Agreement shall also be a non-voting, ex-officio member of the Council.

- 6.10 The Association staff, the Past President, and the Chief Negotiators shall not count towards the quorum of the Council.
- 6.11 The Council shall normally be chaired by the President. The chair shall vote only in the case of a tie.
- 6.12 The Council shall have the authority to fill any vacancies that may arise during terms of office in accordance with the Bylaws.
- 6.13 The Council shall have the authority to assign additional duties and titles to Council members, but shall not have the authority to create new positions.
- 6.14 Except in the case of recall in accordance with Bylaw 1.15 or appointment by the Council in accordance with Bylaws 1.13 and 1.14, the term of office of members of the Council, with the exception of the Contract Faculty Representative, shall be two (2) years. Terms shall commence May 1st of the relevant year.
 - 6.13.1 The term of office for the Contract Faculty Representative shall be one (1) year.
- 6.15 Elections shall be held in accordance with the By-Laws and shall occur prior to May 1st of each year.
- 6.16 The duties of the Officers shall be in accordance with the By-Laws.

Article 7 - Meetings

- 7.1 The Council shall meet at least once per month from September to June inclusive, on dates established in September of each academic year. Meetings shall normally be called by the President but can also be called at the request of three (3) Council members.
- 7.2 Annual General Meeting

There shall be an Annual General Meeting in the spring that shall, among any other business to be discussed, initiate the election of Council members, approve the annual budget, appoint the Association's auditor, and receive any reports of committees and officers that the Council deems appropriate.
- 7.3 General Meetings

General Meetings of the Association may be called at any time at the discretion of the Council, or upon petition of ten percent (10%) of the Members.
 - 7.3.1 There shall be a General Meeting in the late fall that shall, among any other business to be discussed, receive the audited financial statements of the Association and receive any reports of committees and officers that the Council deems appropriate.
- 7.4 All General Meetings shall be preceded by a written notice sent to the Members at least seven (7) calendar days prior to the meeting, except for those called in connection with collective bargaining, which may be called on shorter notice in accordance with Article 7.5.
- 7.5 In exceptional circumstances, General Meetings to deal with collective bargaining matters may be called on forty-eight (48) hours' notice.
- 7.6 For collective bargaining purposes, separate General Meetings shall be called for those Members for whom the Collective Agreement is negotiated.

Article 8 – Quorum

- 8.1 Twenty-five (25) Members shall constitute a quorum for a General Meeting.
- 8.2 Twenty-five (25) Regular Academic Staff Unit Members shall constitute a quorum of a meeting of the Regular Academic Staff Unit. At meetings of the Contract Faculty Unit or Collegiate Unit, five (5) Members of the relevant Unit shall constitute a quorum.
- 8.3 Five (5) members of the Council shall constitute a quorum for an Council Meeting.
- 8.4 If a duly called General or Council Meeting lacks a quorum, the minutes shall note the lack of a quorum and the meeting may proceed to conduct business. Its decisions will not be recognized as binding until its minutes are

approved at its next meeting which possess a quorum. The decisions may be reopened and reconsidered at such a meeting.

Article 9 – Properties, Funds and Endowments

9.1 The Association may acquire tangible and intangible properties to pursue its objectives.

Article 10 – Contracts and Engagements

10.1 Contracts and Engagements (excluding the Collective Agreements negotiated on behalf of the Members and employment contracts of Association staff) on behalf of the Association shall be signed by the President or Vice-President and one other signing authority. Any such agreements shall first be ratified by a simple majority of the members of the Council.

10.1.1 Employment contracts shall be ratified by a simple majority of members of the Council and signed by the President and the Treasurer.

Article 11 - Amendments

11.1 The process for amendment of the Constitution or Bylaws shall be as follows:

- a. Amendments shall be initiated by the Constitution, Bylaws and Policies Committee, the Council or by the Members at a General Meeting.
- b. The Constitution, Bylaws and Policies Committee shall review the proposed amendments and make a recommendation to the Council.
- c. The Council will determine whether or not the proposed amendments will be presented to the Members at a General Meeting. If so, the proposed language, together with rationale for the proposed changes, shall be circulated to the Members at least ten (10) working days prior the General Meeting at which they are to be discussed.
 - i. The proposed amendments shall be discussed for clarification at the General Meeting but shall not be subject to further amendment.
- d. Within ten (10) working days, the proposed amendments shall be put to a vote of the Members by means of a secret ballot. Approval of amendments to the Constitution shall require a two-thirds affirmative vote. Approval of amendments to the Bylaws shall require a simple majority affirmative vote.

11.2 The Policies of the Association, as outlined in Article 6.6, shall be approved or amended by a two-thirds majority vote of Council members present at a regular Council meeting on motion by the Constitution, Bylaws and Policies Committee.

Bylaws

Bylaw 1 – Elections and Voting

1.1 Council Elections

All members of the Association shall have the right to serve in and vote on the following positions: President, Vice President, Communications Officer, Treasurer, or Member-at-Large.

1.2 All members of the designated constituency groups (Collegiate Instructors, Instructors, Librarians and Contract Faculty) shall have the right to vote for and serve as the representative of their constituency.

1.3 The Past President shall be the immediate past President of the Association.

1.4 The Grievance Officer shall be appointed by the Council.

1.5 Rotation of Elections

Elections for members of the Council shall take place in rotation. The President, Communications Officer, and three (3) Members-at-Large shall be elected in one year and the Vice President, Treasurer, the Constituency Representatives and three (3) Members-at-Large elected in the following year.

Elections for the Contract Faculty Representative shall occur annually.

1.6 The Executive Director of the Association or designate shall be the Returning Officer in charge of elections.

1.7 A Member shall not be eligible to serve as a member of the Nominations Committee if the Member is standing for election.

1.8 Prior to the end of the winter academic term, the Returning Officer, on behalf of the Nomination Committee, shall notify the members of the Association that anyone who wishes to serve on the Council in any capacity should submit his/her name to the Returning Officer, who shall then forward it to the Chair of the Nominations Committee for inclusion in the list of nominees.

1.9 The Nominations Committee shall make every effort to compile a balanced list of nominees consisting of at least one candidate for each position.

1.10 The Council shall be placed in nomination each year at the Annual General Meeting. Nominations may be made from the floor. All nominations shall have the written consent of the nominee. Any nominations for designated representative positions shall be made only by members of their respective groups.

1.11 Three (3) scrutineers, who are not candidates in the election, shall be appointed at the Annual General Meeting. They shall supervise the counting of the ballots, tabulate the results, and, upon the approval of the Council, destroy the ballots after the election.

1.12 All positions of the Council shall be decided by a plurality vote. The candidate receiving the greatest number of votes for an office shall be elected.

2.6.1 The Returning Officer shall publish the name of the successful candidate for each election including the vote tally.

1.13 A candidate shall only stand for election for one (1) position during any given election.

1.14 In the event of a tie vote, the Returning Officer will advise the affected candidates and conduct a new ballot that is not subject to a nomination process. The ballot shall display only the names of the candidates who had tied in the original vote.

1.15 Strike Vote

If a strike vote is to be conducted, the vote shall be taken by written secret ballot by the members of the appropriate bargaining unit, pursuant to the Act.

Bylaw 2 – Officers' Duties and Functions

2.1 The President of the Association shall

(a) preside at all meetings of the Council and General Meetings;

- (b) supervise the general management of the Association in accordance with the Constitution, By-Laws and Policies of the Association;
- (c) serve as an ex-officio member of all Association committees;
- (d) normally be the representative of the Association on Association business;
- (e) normally act as the immediate supervisor of the Executive Director or contractors except where he or she chooses to delegate specific elements of such supervision to other officers or appointees as necessary for the normal operation of Association business; and,
- (f) fulfil any relevant duties assigned by the Council.

2.2 The Vice President shall

- (a) assist the President with the general management of the Association;
- (b) fulfil the duties of the President during his/her temporary absence or disability;
- (c) serve as a member of the Grievance Committee;
- (d) chair the Executive Committee;
- (e) chair, on a rotating basis subject to Bylaw 3.6, the Nominations Committee; and,
- (f) fulfil any relevant duties assigned either by the President or the Council.

2.3 The Communications Officer shall

- (a) develop and maintain a greater awareness of the activities of the Association and its members;
- (b) encourage awareness of the activities and initiatives taken by the Association on behalf of the membership;
- (c) communicate information to the membership regarding the relevant activities of other organizations including the activities of local labour councils and the CAUT;
- (d) develop a communications strategy;
- (e) develop and maintain, with the relevant Association staff, the Association website;
- (f) serve as the newsletter editor;
- (g) chair the Communications Committee;
- (h) chair, on a rotating basis subject to Bylaw 3.6, the Nominations Committee; and,
- (i) fulfil any relevant duties as assigned by the Council or the President.

2.4 The Treasurer shall

- (a) oversee the administration of the finances of the Association in accordance with generally accepted accounting practices and the financial procedures of the Association;
- (b) in conjunction with the relevant Association staff and the Finance and Audit Committee, monitor the current budget and prepare annually a draft budget for the coming year;
- (c) present an account of the Association's finances at each Annual General Meeting of the Association;
- (d) report at the regular Council meetings from September to June on the status of the Association's finances;
- (e) manage the maintenance of books of account, and make these available for inspection to the Members of the Association on request;
- (f) chair the Finance and Audit Committee; and,
- (g) fulfil any relevant duties as assigned by the Council or the President.

2.5 In the event that any duties cannot be undertaken by the responsible elected officer due to temporary illness or absence, such responsibilities may be temporarily delegated by the President to another member of the Council in order to maintain the normal operation of Association business.

2.6 Duties of Council Members

All Council members are expected to

- (a) participate in the operation and governance of the Association through active participation at Council meetings;
- (b) abide by the Constitution, Bylaws and Policies of the Association;
- (c) maintain vigilance to ensure that the Collective Agreements are being respected in the workplace and report violations to the appropriate Association staff or President; and,
- (d) maintain confidentiality in regards to discussions held in closed session portions of Council meetings.

Bylaw 3 – Committees and Appointments

3.1 All committees and sub-committees of the Association shall be directly responsible to the Council.

3.2 Standing Committees

The Standing Committees of the Association include, but shall not be limited to:

- (a) the Executive Committee;
- (b) the Grievance Committee;
- (c) the Nominations Committee;
- (d) the Finance and Audit Committee;
- (e) the Constitution, Bylaws and Policies Committee;
- (f) the Membership Committee;
- (g) the Communications Committee; and,
- (h) the Women and Equity Committee.

- 3.3 Each Standing Committee shall be governed by the relevant Policies and terms of reference which shall be approved by the Council. The terms of reference for each committee shall specify its membership (including terms of office), functions and procedures.
- 3.4 Minutes will be kept of the meetings of each Standing and Ad-Hoc Committee. Each committee shall appoint its own secretary to keep minutes.
- 3.5 The Nominations Committee shall recommend individuals to fill vacant positions on the Association's Standing Committees. These recommendations shall be ratified by the Council before taking effect.
- 3.6 The Nominations Committee shall be chaired on a rotating basis by the Vice President and the Secretary. The chair shall be the individual whose position is not subject to election in that year.
- 3.7 The Council may, when necessary, create ad-hoc committees. The motion to create the ad-hoc committee should specify the membership and function of the committee.
- 3.8 University Committees

The Nominations Committee shall be responsible for recommending individuals to fill any vacancies on committees required by the Collective Agreements of the Association. These recommendations shall be ratified by the Council before taking effect. These committees include, but shall not be limited to:

- (a) the Labour Management Committees;
- (b) the Joint Employee Benefits Committee;
- (c) the Employment Equity Advisory Committee; and,
- (d) the Workplace Health and Safety Committee.

- 3.9 Terms of office for members on University Committees shall be for two years.
- 3.10 Members shall be appointed on a rotating basis for each committee with terms beginning on July 1.
- 3.11 The Council, on recommendation from the Nominations Committee, shall appoint members to the Pension Board of Trustees as required by the terms of the Board.

3.12 Appointment of Negotiating Teams

When appropriate, the Council, on recommendation from the President and the Executive Director, shall appoint a Chief Negotiator for each bargaining unit. The Council shall then, on recommendation from the Chief Negotiator, President and Executive Director, appoint members of the Negotiating Team. The Chief Negotiator shall serve as the Chair of the Negotiating Team and shall, together with the members of the Team, conduct negotiations on behalf of the Association.

The Chief Negotiator shall report regularly via a mutually agreeable process to the President and the Council on the progress of negotiations. Such process shall be agreed upon in advance of the commencement of negotiations.

- 3.13 The term of office of a Chief Negotiator and a Negotiating Team shall be for the duration of the negotiation process toward a Collective Agreement.

Bylaw 4 – Vacancies and Discipline

4.1 Council Vacancies

Except in the case of a recall, when the position of any Council Member becomes vacant during the first year of his or her term, a byelection to fill the position shall be held in accordance with Bylaw 1.

4.2 With the exception of a vacancy in the office of President or in the case of a recall, when the position of any Council Member becomes vacant during the second year of his or her term, the Council shall appoint a Member to the position.

4.3 Except in the case of a recall, when the office of President becomes vacant during the second year of his or her term, the Vice President shall automatically become the President.

4.4 Recall of Council Members

Any member of the Council may be recalled if a petition signed by twenty-five percent (25%) of the members is presented to the Council or to a General Meeting. A subsequent General Meeting shall be called in accordance with Articles 8.2 and 8.3 of the Constitution at which the motion for recall shall be introduced and discussed. A ballot including this motion shall then be distributed within fourteen (14) calendar days of this meeting. If the motion is passed by a majority of those voting, the office shall be deemed to be vacant and a new election shall be called forthwith, unless a majority vote at a General Meeting determines that the Council shall fill the vacancy.

4.5 Removal of Council and Committee Members

A Council Member or a member of a Standing or Ad-Hoc Committee may be removed from their position with just cause. Without restricting the generality of the foregoing, reasons for dismissal may include any one or more of the following

- (a) failure to acknowledge and/or proceed to participate in decision making on an issue where he or she has a demonstrable conflict of interest pursuant to the Association's Conflict of Interest policy;
- (b) use, without authorization, of the name of the Association and his or her position in it or lists of members for soliciting funds or advertising for personal financial gains;
- (c) engaging in behaviour which constitutes sexual, racial or ethnic or personal harassment, or harassment on the basis of sexual orientation; or,
- (d) fraudulently receiving or misappropriating any property of the Association.

4.6 Disciplinary Process for Removal of Council and Committee Members

An Ad-hoc Disciplinary Committee shall be struck upon receipt of a complaint under Bylaw 4.5 and shall be responsible for investigating any allegations arising from the complaint. The Disciplinary Committee shall be made up of three Members who are not directly involved in the issue, at least one of whom must not be a member of the Council or a Standing or Ad-Hoc Committee.

4.7 The Member under investigation shall be informed in writing of the specifics of the allegation and who made the complaint. Complaints may not be made anonymously.

4.8 The Member under investigation shall have the opportunity to appear before the Disciplinary Committee to defend him or herself prior to the Committee making a recommendation. The Member shall be allowed to bring another Member to assist in the representation.

4.9 The Disciplinary Committee shall forward its findings in writing to the Council and the Members concerned.

4.10 Prior to imposing discipline upon a Member, the Council shall consider the report of the Disciplinary Committee and shall provide an opportunity for an oral report from both the Chair of the Committee and the Member under investigation.

4.11 Motions to discipline members of the Council or of a UWFA Committee shall be subject to a 2/3 majority vote by the Council.

Bylaw 5 – General Provisions

- 5.1 The financial signing officers of the Association shall be the President, Vice-President, Treasurer, Communications Officer and Executive Director.
- 5.2 Indemnification

The Council, members of the Finance and Audit Committee, UWFA-appointed Pension Trustees, Grievance Officer and Grievance Committee, so long as they act honestly and in good faith in the management of the Association's funds, assets and grievances, shall not be held liable for any losses incurred by the funds or assets of the Association or its membership.

- 5.3.1 The Association shall indemnify and save harmless, out of the funds of the Association, every director, officer or employee of the Association and other person who has undertaken or is about to undertake any liability on behalf of the Association or any other organisation controlled by it, and their heirs, executors and administrators, and estate and effects respectively, from and against:
 - i. all costs, damages, charges and expenses which a director, officer, employee or other person sustains or incurs in or about any action, suit or proceeding, which is brought, commenced or prosecuted against them, or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by them, in or about the execution of the duties of their office or in respect of any such liability;
 - ii. all other costs, damages, charges and expenses which a director, officer, employee or other person sustains or incurs in or about or in relation to the affairs of the Association; except such costs, damages, charges, expenses as are occasioned by wilful neglect or default.
- 5.3 The Association shall purchase and maintain such insurance for the benefit of its officers, Executive members and employees as the Executive may from time to time determine.
- 5.4 In case of a dispute at meetings of the Association, procedure shall be governed by Robert's Rules of Order.