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## GRANT MACEWAN UNIVERSITY FACULTY ASSOCIATION

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### *Constitution*

*(Amended and Approved November 13, 2018)*

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**1. NAME**

- 1.1 The official name of this Association is **The Faculty Association of Grant MacEwan University.**
- 1.2 The abbreviated title of the Association is the GMUFA.

**2. DEFINITIONS AND TERMS**

In this constitution:

**2.1 Board of Directors**

The Board of Directors (Board) is a group of elected faculty members, chaired by the President of the GMUFA.

**2.2 Executive Director**

The Executive Director is the Board's employee and the senior staff member.

**2.3 Extraordinary Resolution**

An Extraordinary Resolution is a resolution pertaining to the budget and/or the constitution passed by a majority of not less than two thirds of such members entitled to vote and actually voting at an Annual, General or Special Meeting. In the alternative, at the discretion of the Board, an extraordinary resolution may be voted on electronically following a Meeting called to consider the resolution. Electronic voting will commence 1-3 days after such Meeting. Proper notice specifying the intention to propose the extraordinary resolution shall be a written statement of intention provided to the Membership at least one (1) month before the meeting where the issue is to be discussed.

**3. PURPOSE**

- 3.1 To advance and protect the contractual rights of individual members;
- 3.2 To advocate for the professional interests of its members individually and collectively;
- 3.3 To act as the representative of GMUFA members in the negotiation of terms and conditions of employment;
- 3.4 To protect the independence and freedom of academic thought and teaching;
- 3.5 The association may affiliate with provincial, national and other organizations for the advancement of interest of its members.

**4. MEMBERSHIP**

Members of the GMUFA are all individuals who are designated as academic staff by decision of the Board of Governors of Grant MacEwan University in accordance with the Post-Secondary Learning Act, from the commencement of their appointment to the end of their appointment. Notwithstanding the above, members with Sessional appointments continue their membership for an additional period of twelve (12) months following the end of such appointment.

**5. GOVERNANCE**

The GMUFA is governed by a Board of Directors which sets policy and establishes strategic direction for the association. The Board is elected by the membership of the association and is accountable to the members. The Board of the GMUFA shall be vested with the full responsibility for the overall governance, direction, and business affairs of the GMUFA between general meetings. The Board shall meet on a regular basis to carry out its duties.

## 5.1 **Board of Directors**

The Board shall be composed of the President, Vice-President, Secretary- Treasurer, and at least one (1) Representative member from each faculty or school or professional resource faculty and two (2) designated Sessional Representative positions.

- a) Members with Sessional or Sessional-Extended appointments are eligible to hold any position on the GMUFA board. All other appointments, including Full-Time Limited Term and Nurse Educator appointments, are also eligible to hold any Board positions;
- b) Nominations for the non-represented school, faculty or professional resource faculty will be called for at the following Annual General Meeting;
- c) A member at large may be elected when all procedures have been exhausted and a representative cannot be found from a particular faculty, school or professional resource faculty;
- d) Board Members, except the Sessional Representatives, are elected for a term of two years;
- e) Board members shall be limited to two consecutive terms for Board Executive positions;
- f) The Board may seek to elect additional members at large.

5.2 The term of the designated Sessional representative positions is the earlier of one (1) year or the end of their current appointment unless the member is reappointed within one (1) month of the expiry of the current appointment.

5.3 Members of the Board must be members of the GMUFA.

5.4 The Board may delegate its authority as necessary to ensure the business of the GMUFA supports its strategic direction.

5.5 Members of the Board acting in good faith and in the course of their duties are granted indemnification.

## **6. MEETINGS**

6.1 The GMUFA shall hold an Annual General Meeting in either late April or early May at the end of the winter academic term. Other meetings such as general and special meetings may also be held throughout the year.

6.2 Quorum is necessary as defined in bylaws.

## **7. NOMINATIONS AND ELECTIONS OF BOARD OF DIRECTORS**

7.1 Board Members are nominated and elected by the membership and assume office at the Annual General Meeting.

7.2 Board Members' mid-term vacancies that arise will be filled as defined in bylaws.

7.3 No member may hold more than one office on the Board simultaneously. Board members may stand for re-election.

## **8. STANDING, AD HOC AND UNIVERSITY COMMITTEE REPRESENTATION**

8.1 The GMUFA shall establish a Faculty Association Negotiating Committee and any or all other committees, standing or ad hoc, as necessary to support the operations of the association.

8.2 The Board will appoint members to MacEwan University committees as required.

8.3 Members of standing and ad hoc committees of the GMUFA can be appointed by the Board or nominated by members for election.

8.4 The Board may call elections to fill vacancies in GMUFA committees.

## 8.5 **The Faculty Association Negotiating Committee**

- 8.5.1 The Faculty Association Negotiating Committee is appointed by the Board.
- a) The committee consists of GMUFA members appointed by the Board for a term of office that commences prior to the expiration of the current collective agreement, and ends with the selection of the subsequent committee;
  - b) The Board may also appoint non-members to the Faculty Association Negotiating Committee as deemed necessary;
  - c) The Board will appoint one member of the Faculty Association Negotiating Committee to serve as Chair.
- 8.5.2 The Faculty Association Negotiations Committee consults with and takes instruction from the Board on all matters of negotiating policy and is empowered to negotiate on behalf of the members.
- 8.5.3 The Faculty Association Negotiations Committee Chair, on behalf of the committee, shall regularly consult with and take instruction from the Board as to general strategy and response in principle to proposals from MacEwan University. The Chair of the Faculty Association Negotiations Committee shall seek prior approval for the bargaining proposals to be exchanged with the Board of Governors at a General or Special Meeting, on or before February 1 of the negotiating year.
- 8.5.4 If authorized by the Board and approved by the members, the Faculty Association Negotiations Committee represents the GMUFA in the event of interest arbitration.
- 8.5.5 The Faculty Association Negotiations Committee presents proposed language of the Collective Agreement to the Board for approval.
- 8.5.6 The Board approves the Collective Agreement for recommendation to the members. Once obtained the Board presents the Collective Agreement to members for ratification.

## 9. **VOTING**

- 9.1 Voting by the member may be done in person or electronically.
- 9.2 Voting at the Annual, General or Special Meeting will be by a show of hands unless, at the discretion of the Board or by motion at the meeting, a secret ballot or electronic vote is directed to be taken.
- 9.3 Elections will normally be conducted by electronic vote; when they cannot be conducted electronically they will be conducted by secret ballot at the Annual, General or Special Meeting.
- 9.4 The quorum for any electronic vote will be defined in the bylaws.
- 9.5 Elections, decisions or approvals will be determined by the plurality of votes cast, with the exception of an extraordinary resolution and a deficit budget presented at the Annual General Meeting.
- 9.6 There shall be no voting by proxy.

## 10. **RATIFICATION OF THE PROPOSED COLLECTIVE AGREEMENT**

- 10.1 The vote to ratify the proposed terms and conditions of employment will be conducted by secret ballot three to five business days following a Special Meeting called to consider the proposals.

- 10.2 Voting shall be done in accordance with procedures set out in the bylaws. Only those whose membership is in good standing will be entitled to vote.
- 10.3 Ratification is achieved when the proposals have been adopted by 50 percent plus 1 of the votes cast.

**11. FINANCIAL**

- 11.1 The Board will ensure the development of an annual budget for presentation to the members at the Annual General Meeting.
- 11.2 Member dues shall normally be determined at the Annual General Meeting.
- 11.3 The financial operations of the association shall be audited annually, and the audited statements and report presented to the membership at the Annual General Meeting.
- 11.4 The GMUFA shall maintain a contingency fund for the purpose of paying professional expenses resulting from costs associated with extraordinary dispute resolution circumstances.

**12. AMENDMENTS AND SPECIAL RESOLUTIONS**

- 12.1 The constitution may be amended or repealed at the Annual, General or Special Meeting by extraordinary resolution in accordance with 2.3 of the Constitution.
- 12.2 The bylaws may be amended or repealed at a General Meeting or by electronic vote by a majority vote provided that proper notice has been given and there is quorum.

**13. DISSOLUTION OF GMUFA ASSETS (WINDUP AND DISSOLUTION)**

- 13.1 In the event, for whatever reason or cause, the GMUFA is wound up or dissolved, all of its assets, after payment of its liabilities and of any salary, benefit or severance due its employees, shall be distributed as determined by a Special Meeting in one or more of the following ways:
- a) The disposition of assets pro rata to the members at the time of dissolution;
  - b) The assignment of assets to a successor association of academic staff or to another organization;
  - c) A disposition in trust to a designated person or corporation to be held on terms as may be designated.