

LANGARA FACULTY ASSOCIATION

CONSTITUTION

1. The Langara Faculty Association, hereinafter referred to as “the Union,” is a local association of employees in British Columbia that has as one of its purposes the regulation in British Columbia of relations between employers and employees.
2. The objects of the Union are:
 - (a) to maintain and promote the professional status of its members at the Langara College;
 - (b) to promote and protect the welfare of its members and to be the sole and exclusive representative of members in any negotiations dealing with matters of common concern;
 - (c) to seek certification as a trade-union, to hold certifications, to regulate relations between employers and employees through collective bargaining, to conclude, revise and terminate collective agreements and, in particular but without restricting the generality of the foregoing, to function as a trade-union pursuant to the laws of the Province of British Columbia;
 - (d) to seek representation on all commissions, boards, etc., dealing with matters concerning members; and
 - (e) to function as a non-political, non-partisan, non-sectarian and non-profit association.

BY-LAWS

1. MEMBERSHIP

- (a) The members of the Union shall consist of:
 - i. Ordinary Members: being those who have been assigned to duty on the faculty of the Langara College, have been approved by the Board of Directors, and have paid the required dues, and have signed a Membership Card;

- ii. Associate Members: being those members of the administrative staff and others associated with the faculty, who have been approved by the Board of Directors, and have paid the designated fee; and
- iii. Life Members: being those who have been ordinary members, who have retired, who have been approved by the Board of Directors, who have paid a \$5.00 annual fee, and who have signed a Membership card.

(b) The responsibilities of members shall include the following:

- i. observance of and compliance with the Constitution and By-Laws of the Union;
- ii. adherence to the Union's policy as established by duly passed resolutions of the General Membership;
- iii. fulfilment of the Ordinary Member's contractual obligations;
- iv. maintenance of confidentiality where appropriate to and in accordance with specific processes and matters related to the Union's business;
- v. respect for any legal picket line the General Membership has resolved not to cross. In the case of the Union's own picket line, it is assumed that no Ordinary Member will cross that line. In the event that an Ordinary Member does cross the picket line, the Union may censure the member and may impose a fine on that member equal to the salary and benefits earned by such action. Monies collected by this procedure shall be deposited in the Union's Defence Assistance Fund; and
- vi. fulfilment of the Ordinary Member's performance of assigned picket duty. In the event that an Ordinary Member refuses to perform such duty, the Union may impose a fine on that member equal to the strike/lockout benefits paid by the Union to the member in the expectation of such performance.

(c) Whenever an Ordinary Member is alleged to have violated the Constitution and By-Laws in a way which may result in the Union's censuring or fining the member, a process will be followed to establish the

facts of the case, as specified in By-Law 4(v).

2. **TERMINATION OF MEMBERSHIP**

A member shall cease to be a member:

- (a) when he or she ceases to be a member of the Langara College faculty, except as in Section 1, Sub-Section (d) above. However, a temporary faculty member on less than a one year appointment may, at his or her option, remain a member for a maximum of four (4) months immediately following the expiration of his or her appointment by the payment of a five dollar (\$5.00) membership fee; and
- (b) if he or she is expelled by a special resolution of the Union .

3. **MEETINGS**

(a) **Annual Meeting:**

- i. An Annual meeting of members of the Union shall be held in the month of May in each year and at such place in the Province of British Columbia as the Board of Directors shall determine and shall be open to all members of the Union. The Directors shall present to each annual meeting an annual report and an audited financial statement covering the preceding year.
- ii. Notice in writing of the time and place of the holding of the annual meeting shall be mailed to each member of the Union at his or her Langara College address not less than fourteen (14) days prior to the date set for the meeting.

(b) **General Meetings of Members:**

- i. General meetings of members may be called at any time:
 - a. by the President or Vice President, or,
 - b. by the Secretary pursuant to a resolution of the Directors,or,

- c. by the Secretary upon written request of ten (10) members in good standing and in default of being so called, a special general meeting may be called by notice signed by the said ten (10) members.
- ii. Notice of the time and place of the holding of a general meeting or a special general meeting shall be mailed to each member at his or her Langara College address at least fourteen (14) days prior to the date set for the holding of such a meeting.
- iii. An emergency general meeting may be called by the Board of Directors at any time, the notice of such an emergency general meeting to be at the discretion of the Board of Directors.

(c) **Proceedings of Annual Meetings and at General Meetings:**

- i. Proceedings shall be conducted by the last edition of Burinot's "Rules of Order" except where any special provision of this Constitution is to the contrary, in which case the constitutional provision shall prevail.
- ii. The quorum for a meeting of members shall be fifteen (15%) percent of the Ordinary Members.
- iii. All meetings of the members of the Union shall be held within the Province of British Columbia.
- iv. Each Ordinary Member in good standing shall be entitled to one (1) vote at all meetings of the members. Faculty members who are unable to attend a general meeting because of LFA contractual duties or annual vacation shall be permitted to vote at that meeting by means of a proxy, approved by the President of the Association (or delegate) prior to each meeting and presented to a member chosen by the absentee. No voting member will be permitted to hold more than one proxy vote. Associate Members have no vote.
- v. Save and except in case of amendments to the Constitution, By-Laws or special resolutions, all questions arising at any meeting shall be decided by a majority of votes and in case of an equality of votes, the Chairperson shall cast the deciding vote.
- vi. The President, and in his or her absence, the Vice President, and in

the absence of both, such person as the meeting may appoint as Chairperson, shall preside at the meeting of the members.

4. **ELECTIONS AND DIRECTORS**

- (a) The business and administration of the Union shall be managed by a Board of Directors consisting of nine (9) members elected by secret ballot in March and April each year. Once elected, they shall take office during the Annual General Meeting. The offices of the President and Vice President shall be filled as hereinafter provided. The offices of Secretary and Treasurer shall be filled by agreement among the nine (9) such members of the Board of Directors. In default of such agreements, said offices shall be filled by a resolution of the membership. The five (5) members of the Board of Directors not filling specific posts shall assume such responsibilities as agreed upon by the Board of Directors.
- (b) The President shall be selected by means of a separate single ballot first, solely on the basis of his/her having the highest number of votes among those running for President. This election shall be held during five consecutive duty days in the second half of March.
- (c) The Vice President shall be selected by means of a separate single ballot second, solely on the basis of his/her having the highest number of votes among those running for Vice President. This election shall be held during five consecutive duty days in the first half of April.
- (d) The remaining offices of the Board of Directors shall be decided by a ballot held during five consecutive duty days in the second half of April. The seven candidates having the highest vote tallies shall be declared to have seats on the Board of Directors.
- (e) In the event of a tie for the Presidency, for the Vice Presidency, or for the seventh vacancy on the Board of Directors, a by-election shall be held.
- (f) The Board of Directors shall make an open invitation to faculty members in good standing requesting that they serve on committees. The Chairperson of these Committees may or may not be members of the Board of Directors. If not, Chairpersons of committees shall have a pro-tem vote on the Faculty Board dealing with matters concerning their committee's work.
- (g) Committees may form on an ad hoc basis at the discretion of any of the

membership, subject to ratification of the Board of Directors. All business must be reported to the Board of Directors and the Union. Chairpersons of ratified, ad hoc committees shall have a pro tem vote on the Board dealing with matters concerning their committee's work.

- (h) The Directors shall hold office for the period of one (1) year, more or less, or until their successors have been elected.
- (i) The qualification for a Director shall be coincident with qualification for an ordinary membership in the Union. Any Director shall cease to be a Director at the time he or she ceases to be a member of the Union.
- (j) The execution of all documents and the signing of all cheques in connection with the formation, promotion, operation or administration of the Union, the Board of Directors may, from time to time, determine, and until otherwise determined, all documents and cheques shall be signed by any two of the President, Vice President, Treasurer or Secretary.
- (k) The Board of Directors shall conduct its meetings according to the last edition of Burinot's "Rules of Order" except where these are contrary to the provisions of this Constitution in which case the Constitutional provision shall prevail.
- (l) A retiring Director shall be eligible for re-election.
- (m) A vacancy occurring in the Board of Directors may be filled by the Directors for the balance of the current term or the Directors may direct the holding of an election to fill the said vacancy.
- (n) A quorum for a meeting of Directors shall be four (4) Directors.
- (o) The Board of Directors may act notwithstanding any vacancy in its body so long as the number is not reduced below a quorum.
- (p) Meetings of the Board of Directors shall be held in the Province of British Columbia at such time and place as the Board shall from time to time determine and may be called by the President or Vice President or any two Directors, and shall be called by the Secretary on written request of the President. Written notices of the time and place of each meeting, signed by the Secretary or party calling the meeting, shall be mailed to each Director at his or her Langara College address at least one (1) clear day prior to the date of such meeting. Meetings of all Directors may be held at any time and place provided all Directors are present and consent or have furnished to the Secretary a written consent to the holding of or a waiver of notice of such meeting or meetings.

- (q) No member of the Board of Directors shall receive any remuneration for his or her services as a Director of the Union.
- (r) Any member of the Board of Directors shall ipso facto vacate office and cease to be a Director when the Union elects some other member to replace him or her.
- (s) The President or such person as the Board of Directors may appoint as Chairperson, shall preside at the meetings of the Board of Directors.
- (t) Questions arising at any meeting of the Board of Directors shall be decided by a majority of votes. The Chairperson shall vote only in the case of an equality of votes and such casting vote shall be recorded.
- (u) The President, Vice President, Secretary and Treasurer shall have the powers to perform the duties which usually pertain to such offices respectively.
- (v) A committee consisting of the President and the Chairs of the Contract Review and Bargaining Committee and the Contract Administration Committee shall have the power to impose censure and to levy a fine on any member(s) for conduct which is in violation of the Union's Constitution and By-Laws according to the following procedure:
 - i. The motion of censure or fine shall have the support of a majority of the members of the Committee;
 - ii. The censured or fined member may appeal the imposition of censure or the levy of a fine within fourteen (14) days of receiving notice of the censure or fine;
 - iii. The appeal shall be in writing and directed to the Vice President;
 - iv. The Vice President shall call a special meeting of the Board of Directors, exclusive of the President and of the Chair of the Contract Review and Bargaining Committee and the Chair of the Contract Administration Committee, should said Chair be a Director;
 - v. The special meeting shall be called within five (5) working days after receipt of the appeal, this special meeting to be limited to consideration of the matter concerning the imposed censure or fine;
 - vi. The quorum of the special meeting shall be not fewer than three (3) Directors;

- vii. The Board of Directors and the censured or fined member may call as a witness any other Ordinary Member in good standing; and
- viii. The decision made at the special meeting of the Board of Directors will be final.

5. **BORROWING POWERS**

- (a) In order to carry out the purposes of the Union, the Directors may, on behalf of and in the name of the Union, raise or secure the payment or repayment of money in such manner as they decide and, in particular but without limiting the generality of the foregoing, by the issue of debentures.
- (b) The members may, by special resolution, restrict the borrowing powers of the Directors but a restriction so imposed expires at the next Annual General Meeting.

6. **SPENDING POWERS**

- (a) The Directors shall present to each Annual General Meeting an annual budget which shall include an expense item entitled 'Contingency', the amount of this item not to exceed ten percent (10%) of budgeted revenue. The Directors may allocate this Contingency as supplementary budgets to cover expenditures arising from unforeseen circumstances, subject to a single item limitation of fifty percent (50%) of the annually budgeted amount. Any single item supplement exceeding this limitation shall require the approval of the general membership.
- (b) The Directors are empowered to establish and maintain a Defence Assistance Fund; such fund, including any interest it earns, to be kept separate and distinct from the general funds of the Union.
- (c) A sum equal to a certain percentage of monthly dues shall be transferred from the general funds to the Union's bank account and other deposits designated by the Directors as the Defence Assistance Fund. This percentage shall be determined by a simple majority vote of ballots cast by the Union's members.
- (d) The Defence Assistance Fund shall be used only for the following purposes:

- i. to defray legal costs and other related expenses in defence of the Union and its members when circumstances warrant such, subject to Sub-Section (iv) below, these circumstances to be determined at the sole discretion of the Directors;
 - ii. to pay strike and lockout benefits to the Union's members engaged in either strike or lockout action, or both. The benefits, if to be paid or not, and the amounts to be paid to each of the Union's members, shall be determined by a simple majority vote of ballots cast by the Union's members;
 - iii. to defray legal and other related expenses incurred in connection with any and all disputes and arbitrations involving the Union and its members, so designated at the sole discretion of the Directors, subject to Sub-Section (iv), next following;
 - iv. any discretion exercised by the Directors referred to in paragraph (d) i. and iii. may be challenged and nullified by a three-quarters (75%) of all the members of the Union.
- (e) The Defence Assistance Fund shall not be used for any purpose other than specified above, and all payments to members shall be made on an impartial basis.
 - (f) The Defence Assistance Fund shall be subject to audit in the same manner and means as the general funds of the Union.
 - (g) The Directors are not empowered to spend Union funds other than as presented in the annual budget, with the exception of the funds referred to in (a) and (d) above, without the approval of the members of the Union.

7. **AUDIT**

The accounts of the Union shall be audited annually by such persons as are appointed by the members at the Annual General Meeting and failing such appointments by such persons as are appointed by the Board of Directors.

8. **SECRETARY**

The Secretary shall:

- (a) conduct the correspondence of the Union;
- (b) issue notices of meetings of the Union and Directors;
- (c) keep minutes of all meetings of the Union and Directors;
- (d) have custody of all records and documents of the Union except those required to be kept by the Treasurer; and
- (e) maintain the register of members.

9. **DUES**

The annual membership dues for all members shall not be less than the sum of one dollar (\$1.00). The amounts shall be determined at a general meeting. They shall be payable as the Directors so determine.

10. The Union is empowered to establish, undertake, superintend, and administer a fund for scholarships and/or bursaries for the purpose of assisting students at Langara College. The funds for such scholarships and/or bursaries are to be budgeted for at the first general meeting in the month of August.

11. These By-Laws shall not be rescinded, altered or amended except by Special Resolution of the Union passed at a meeting of the Union by a majority vote of 75% of ordinary members present in person, or represented by a proxy vote.

12. **BOOKS AND RECORDS**

13. The books and records of the Union shall be kept by the Secretary and shall be in his or her custody and so far as possible, shall be kept at the office of the Union.

14. The books and records of the Union may be inspected by any member of the Union upon giving to the Secretary at least five (5) clear days notice in writing of the desire of such inspection. Any member of the Faculty Association is entitled to attend meetings of the Board of Directors.

15. **TRANSITIONAL**

16. The Union shall adopt, retain and continue to maintain the books and records of the Society of the Langara Faculty Association (the "Society"). The Union shall be deemed to be the successor to the Society as of December 11, 1997, at which time the Union shall be deemed to have acquired all of the Society's assets, liabilities, property, rights, privileges and duties.

17. All of the actions, decisions, dealings and proceedings undertaken in the name of the Society and its Officers and Directors, from December 11, 1997 until the present time, including but not limited to the election of Officers and Directors, meetings of the Board of Directors and subsidiary committees, general and annual membership meetings, spending and borrowing by the Officers and Board of Directors, annual audits and the payment, receipt and expenditure of members' dues, shall be deemed to have been the actions, decisions, dealings and proceedings of the Union and its Officers and Board of Directors.

18. All persons who, but for the dissolution of the Society, would have been considered members in good standing of the Society as of the date the Union's Constitution and By-Laws are adopted, shall continue as members in good standing of the Union.

19. All persons who, but for the dissolution of the Society, would have been considered to be the duly elected Officers and Directors of the Society as of the date the Union's Constitution and By-Laws are adopted, shall continue as the Officers and Directors of the Union for the duration of their terms.

DATED at Vancouver, British Columbia, this 10th day of May, 2011.



Lynn Carter, President

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DATED at Vancouver, British Columbia, this 10th day of May, 2011.



Lynn Carter, President