



## University of Victoria Faculty Association Bylaws Reform 2016-2017

### Underlying Principles

At the November 2016 OGM, the membership voted unanimously to direct the Executive Committee and the Constitution and Bylaws Committee to present revised Association Bylaws for ratification by Members. The motion contained a series of sub-clauses that direct the form that the final draft of the revised Bylaws should take.

Below we provide details on the principles guiding the proposed revisions. A full draft of the final revised Bylaws will be made available to all Members at least one month prior to the ratification vote.

While the *BC Society Act* has lowered the default approval threshold for constitutional and bylaw changes to a 2/3 vote, *our current Bylaws require that 75% of the Membership vote in favour of any proposed revisions.*

### Key Proposals

We propose changes to the bylaws in three broad areas: *Governance, Financial Stewardship, and Association Service*. We detail below the specific proposals in each of these areas; however, many of our proposals are intended to provide enhancements in all three of these areas.

#### 1. Governance

We have a series of proposals that are intended to *enhance democratic participation of members, clarify the mandate and role of the Executive Committee, and foster effective management and governance of Association affairs.*

##### *An Elected Representative Council*

We propose to introduce a Representative Council, made up of one representative from each academic unit on campus (including the Library). Representatives will be elected by the members of their units to serve two-year terms.

The Representative Council will:

- Meet twice a year, or more frequently as required.
- Discuss the preliminary and final Association budget with the Executive Committee, and vote to either recommend the budget for a Membership vote, or send the budget back to the Executive Committee for further revisions.
- Advise the Executive Committee as required on Association business affairs.



- Assist the Executive Committee to fulfill its obligations under Article 14 of the Collective Agreement, which stipulates that the University must consult with the Association on any new or revised University policy that impacts working conditions.
- Advise the Collective Bargaining Committee and the Negotiating Team on bargaining issues.
- Vote on whether to present the Bargaining Mandate, as developed by the Collective Bargaining Committee and approved by the Executive Committee, to the Membership for ratification.
- Have the ability to bring any matter to a vote of the Membership at a General (Member) Meeting.
- Vote on whether to recommend mil rate changes to the Membership for ratification.

#### ***Membership Restricted to the Bargaining Unit***

To conform with the [BC Labour Relations Code](#), we will restrict Association membership to members of the bargaining unit.

- Individuals who are not members of the bargaining unit cannot join the Association.
- Members who have opted out of membership with the Association are still members of the bargaining unit, and have the right to vote on new Collective Agreements and on any proposed job action.
- Only Members of the Association can participate in, or vote at, Membership meetings.
- Only Members of the Association can vote on any Resolution, including changes to the Bylaws, and changes to the mil rate.

#### ***More Membership Votes***

We propose to increase the number of matters that are ratified by the Members at properly constituted meetings of the Membership.

- The Membership will be asked to vote to ratify both the preliminary and final budgets of the Association.
- The Membership will continue to ratify all appointments to Standing Committees.
- The Representative Council may refer any matter brought to it by the Executive Committee to a Membership Vote at a General (Member) Meeting.
- The Executive Committee may decide to refer any matter to a vote of the Membership.
- Members will continue to have the ability to bring any matter to a vote of the Membership.
- The Membership will vote to approve the Bargaining Mandate for the Negotiating Team.

#### ***Electronic Voting by Secret Ballot***

We propose to continue membership electronic voting by secret ballot as follows:

- Elections open to voting by all Association members (such as elections for Executive and other FA committee positions) will be conducted by electronic vote.
- Votes on the mil rate will be conducted by electronic vote.
- Votes on revisions to the Bylaws will be conducted by electronic vote.
- Ratification votes on the Collective Agreement will be conducted by electronic vote.
- Votes pertaining to job actions will be conducted by electronic vote.



- The Executive Committee may elect to conduct a vote on any Resolution by an electronic vote.
- The Members present at a General Meeting may decide by an ordinary Resolution (submitted prior to the meeting) to submit any Resolution under consideration to an electronic vote.

### ***The Election of a Speaker***

We propose to elect a Speaker to serve as Chair of the Representative Council and General (Member) Meetings for a two-year term.

- The Speaker will not sit on the Executive Committee or Representative Council, but will develop expertise on Robert's Rules of Order and Association Bylaws.
- This allows the President to participate in discussions and represent the views of the Executive Committee at Representative Council and General (Member) Meetings.
- The Speaker will ensure that the diversity of views at Representative Council and General (Member) Meetings are represented in all discussions.

### ***Clarifying the Mandate of the Executive Committee***

We propose to clarify and strengthen the mandate of the Executive Committee by requiring that all Directors be elected by the Membership as a whole (not by constituencies).

- The Executive Committee will consist of:
  - the President
  - the Vice-President
  - the Treasurer
  - the Secretary
  - the Past President
  - a Librarian
  - a Teaching-Intensive Faculty Member
  - a Junior Member-at-Large (appointed fewer than nine years before election to the Executive Committee)
  - four Members-at-Large
- The Librarian member and Teaching-Intensive Faculty member will be elected by the Membership as a whole.
- Only elected Directors are voting members of the Executive Committee.

## **2. Financial Stewardship**

We have a series of proposals to *foster sound and transparent financial management* of the Association:

### ***A New Standing Committee on Finance and Investment***

We propose to introduce a new standing committee to assist the Treasurer in the performance of their duties.

- The committee will consist of two members elected by the Membership, plus the Treasurer.



- In conjunction with the Treasurer, the committee is responsible for developing recommendations relating to financial management, including the proposed preliminary and final budget and the appointment of the auditor, to the Executive Committee.
- A recommendation to change the mil rate will be initiated by the Finance and Investment Committee and brought to the Executive Committee.
- The Executive Committee will vote on whether to approve the recommendation and forward to the Representative Council, who will then forward the recommendation to the Membership.
- Upon request of the Executive Committee, the Finance and Investment Committee will examine the mil rate and make a recommendation to either raise or lower it.

#### *Membership Votes on the Preliminary and Final Budget*

We propose to add a requirement that the Membership approve the preliminary and final budgets, at a properly constituted Membership meeting.

- The Representative Council will examine the budget forwarded from the Executive Committee twice a year and vote on provisional approval of the budget, i.e. a recommendation that it be sent to the Membership for a vote at the next regularly scheduled General (Membership) Meeting.
- If a budget vote fails at a Membership meeting, the President must call an Extraordinary meeting of the Membership within a set period of time in order to hold another vote on the budget.

### **3. Association Service to Members and at the Bargaining Table**

We have a series of proposals intended to bolster our ability to serve Association members individually and at the bargaining table.

#### *A New Standing Committee on the Collective Agreement and the Ratification of Bargaining Mandates for the Negotiating Team*

We propose to create a new standing committee to lead bargaining work for the Association. We also propose to create a requirement for the Membership to ratify the Negotiating Team's Bargaining Mandate.

- This committee will, in consultation with the Representative Council and the Executive Committee, be responsible for conducting research for contract proposals and developing bargaining mandates.
- In between bargaining rounds, the committee will be responsible for developing a list of bargainable issues arising from the implementation of the Collective Agreement.
- The committee reports to the Executive Committee and to the Representative Council.
- Bargaining Mandates developed by this committee will first be approved by the Executive Committee, and then, after seeking the provisional approval of the Representative Council, will be forwarded to the Membership for ratification.
- This committee will replace the existing Compensation and Benefits Committee, which has a narrower mandate.



### ***Building Reserves for Collective Bargaining and for Member Grievance and Arbitration Costs***

We propose to build two separate reserve funds for the purposes of bolstering our ability to defend Members and to help us fulfill our fiduciary duties to our Members.

- The Association will maintain a Defense Fund that will be used to finance the costs of collective bargaining, and a Grievance Fund to finance grievances and arbitration.
- Target balances of these funds will be recommended to the Executive Committee by the Finance and Investment Committee and approved by the Representative Council and the Membership as part of the annual budget.
- The Executive Committee will report on all expenditures from reserve funds to the Representative Council biannually and to the Membership at the Annual General Meeting.
- The Finance and Investment Committee may recommend to the Executive Committee that funds be transferred between these two reserve funds.

### ***Changes to Mil Rate Approval***

We propose to remove the value of the mil rate from the Bylaws and to adopt a 2/3 rule for approval of changes to the mil rate.

- We are currently the only Faculty Association in Canada that stipulates the mil rate in its bylaws.
- We also have one of the lowest mil rates in the country.
- Our mil rate has not been able to keep pace with changes in our legal obligations to Members (our fiduciary responsibilities towards our Members) nor with the challenges of bargaining in the current context.
- Changes to the *BC Society Act* (effective November 2016) have lowered the threshold for Bylaw changes to a 2/3 majority vote. We propose to adopt that rule for mil rate approval. This is still a higher approval threshold than is the norm across the country (which is 50%+1).
- Recommendations to change the mil rate will be forwarded by the Finance and Investment Committee to the Executive Committee.
- The Executive Committee will make a recommendation to the Representative Council on a change to the mil rate and the Representative Council will vote on whether to bring the recommendation forward to the Membership.
- The Executive Committee may also decide to bring a mil rate vote directly to the Membership.
- Votes on the mil rate will be conducted by electronic ballot of the Membership as a whole.

### ***Other Proposals***

We are also proposing some minor revisions to language and function of committees to:

- Replace all references to Senior Instructor by reference to Teaching-Intensive Faculty.
- Clarify the role of the Advising and Dispute Resolution Committee, and its relationship to the paid staff of the Association.
- Formalize in the Bylaws our current appeal process for decisions of the Advising and Dispute Resolution Committee.



We are also proposing to:

- Send Notice of all General (Member) Meetings by email, unless otherwise requested.