



EXECUTIVE COMMITTEE

TERMS OF REFERENCE

Faculty Association TOR No.:	EC-01
Classification:	Standing Committee
Approving Authority:	Executive Committee
Revision Authority:	Executive Committee
Effective Date:	October 25, 2017
Last Updated:	October 12, 2017
Review Date:	TBD

1.0 Purpose

- 1.1 The purpose of these Terms of Reference is to provide guidance to the Executive Committee (“The Executive”) to carry out its business in accordance with the Constitution, Bylaws, and Policies of the University of Victoria Faculty Association (“The Association”).
- 1.2 The defined terms have the same meaning as in the Bylaws of the Association.

2.0 Mandate

- 2.1 The Executive is the directing body of the Association.
- 2.2 The mandate of the Executive shall be as follows:
 - 2.2.1 Manage the day-to-day operations of the Association;
 - 2.2.2 Oversee grievance proceedings undertaken on behalf of Members;
 - 2.2.3 Oversee human resources matters relating to employees of the Association;
 - 2.2.4 Propose Association policies, bargaining priorities, and committee appointments for ratification by Council;
 - 2.2.5 Implement Council and Membership decisions; and,
 - 2.2.6 Supervise negotiations between the Association and other persons or organizations.
- 2.3 The Membership may by resolution delegate additional duties to the Executive.

3.0 Authority

- 3.1 The Executive may make recommendations to the Membership and/or Council regarding matters that fall within the scope of the mandate in Section 2.0.
- 3.2 The Executive may request to meet with the Council.
- 3.3 The Executive may seek input from experts and from Members.
- 3.4 The Executive shall appoint a Negotiating Team for Collective Agreement negotiations with the University and shall develop policies specifying the duties of the Negotiating Team and each Standing Committee. All such policies shall be ratified by Council, and updated annually as necessary.



- 3.5 Each year, the Executive shall appoint an auditor to hold office until either the auditor is reappointed, or a successor is appointed. The appointment is subject to ratification by the Council and the Membership.
 - 3.5.1 A vacancy occurring in the office of the auditor shall be filled for the balance of the term by an appointment made by the Executive. The Executive will promptly inform the Council and the Membership of any such appointment.
- 3.6 The Association may, at the discretion of the Executive, accept contributions and donations from Members, other individuals, corporations and other organizations, provided that no conditions repugnant to the purposes of the Association are attached to such contributions or donations.
- 3.7 The Executive may reimburse a member of the Executive for all expenses necessarily and reasonably incurred by the member while engaged in the affairs of the Association.
- 3.8 The Executive is authorized to allow total expenditures on the operating expense portion of the budget (salaries, wages, and general and administrative expenses) to exceed the total budgeted operating expenses by five per cent (5%). The Treasurer shall report any such increase in expenditures at the next Council meeting. If the total operating expense portion of the budget will be exceeded by more than five per cent (5%), prior approval of the Membership must be obtained at a General Meeting.
- 3.9 The Executive may by resolution appoint Ad Hoc Subcommittees of the Executive in order to assist in the day-to-day management of the Association, or delegate additional duties to already existing Standing or Ad Hoc committees of the Association.
- 3.10 The Executive may by resolution appoint members to Standing Committees of the Association as required. In appointing members to Standing and Ad Hoc Committees of the Association, the Executive shall strive for diversity and representation of the different components of the bargaining unit. The length of the term of office for members of Standing and Ad Hoc Committees of the Association appointed by the Executive shall be determined by the Executive, but shall not exceed two (2) years.
- 3.11 The Executive shall make appointments to any joint committee or task force created pursuant to the Collective Agreement between the Association and the University.
- 3.12 The Executive shall make appointments to any University Committee, where invited by the University or one of its agencies to do so.
- 3.13 The Executive shall consider ad-hoc and standing committee recommendations and vote on whether to adopt the recommendations, either without amendment or with such amendments as they deem appropriate. If the Executive deems it appropriate or if the subject matter requires, the Executive may refer the recommendations, in whole or in part, to a meeting of Council and/or a General Meeting.

4.0 Membership

- 4.1 The Executive shall consist of twelve (12) voting members. Each member of the Executive must be a Member of the Association.
- 4.2 The Executive shall be constituted as follows:



- 4.2.1 The four (4) Officers of the Association, elected by Members for a two-year term from July 1 to June 30;
- 4.2.2 There shall be six (6) additional voting members, as follows;
 - 4.2.2.1 One (1) shall be the immediate Past President, if available; and,
 - 4.2.2.2 Members shall elect the remaining members as Members-at-Large, one (1) of whom shall be a junior Member-at-Large, not holding the rank of Professor or Teaching Professor, who was appointed to the University faculty fewer than seven (<7) years before election to the Executive.
- 4.2.3 One (1) member of the Executive shall be a Librarian, elected by Members for a two-year term from July 1 to June 30;
- 4.2.4 One (1) member of the Executive shall be a Teaching Faculty Member, elected by Members for a two-year term from July 1 to June 30;
- 4.2.5 The Chair of the Advising and Dispute Resolution Committee shall be an Ex-Officio (non-voting) member of the Executive; and,
- 4.2.6 During contract negotiations, and for six (6) months before and afterwards, the Chief Negotiator shall be an Ex-Officio (non-voting) member of the Executive.
- 4.3 A member of the Executive may resign by providing notice in writing to the President of the Association.
- 4.4 After at least seven (7) days' notice to the Membership of a vacancy on the Executive, and normally within thirty (30) calendar days from the time the office becomes vacant, but in all cases within ninety (90) calendar days from this time, the Executive shall appoint a Member to fill such vacancy for the remainder of the term. At the first Council meeting subsequent to any such appointment, Council shall make a recommendation to the Membership regarding the appointment, which shall be subject to ratification by Members at the General Meeting immediately subsequent to this Council meeting. An appointed member has full voting privileges prior to ratification.
 - 4.4.1 If more than one (1) Member expresses interest in appointment to the Executive, the Executive may run a consultative electronic ballot of the Membership.
- 4.5 A member of the Executive who is on leave (including but not limited to Study Leaves and Administrative Leaves) and who is unavailable to attend meetings of the Executive during this period of leave shall normally be expected to resign if the leave exceeds six (6) months. A member of the Executive who is on leave for six (6) months or less and is unavailable to attend meetings may request a leave of absence. During the period of any such leave of absence, the Executive shall, at its discretion, appoint an acting member to fill the vacant position for the term of the leave.
- 4.6 A member of the Executive who is not on an approved leave of absence and fails to attend three (3) consecutive meetings of the Executive, or who fails to attend six (6) or more meetings of the Executive during the course of a year (July 1 – June 30), is expected to submit their resignation from the Executive.



4.7 A member of the Executive who may be absent temporarily from British Columbia may send or deliver to the address of the Association a waiver of notice of Executive meetings, and may at any time withdraw the waiver. Until the waiver is withdrawn:

4.7.1 Any notice of an Executive meeting is not required to be sent to that Executive member; and,

4.7.2 Any and all Executive meetings, notice of which has not been sent to that Executive member, are valid and effective if a quorum is present.

5.0 Past President

5.1 The Past President shall adhere to any Executive portfolios or perform any other additional commitments made in EX102, so long as they do not contradict these Terms of Reference or the Constitution and Bylaws of the Association.

6.0 Teaching Faculty Representative

6.1 The Teaching Faculty Representative shall adhere to any Executive portfolios or perform any other additional commitments made in EX102, so long as they do not contradict these Terms of Reference or the Constitution and Bylaws of the Association.

7.0 Librarian Representative

7.1 The Librarian Representative shall adhere to any Executive portfolios or perform any other additional commitments made in EX102, so long as they do not contradict these Terms of Reference or the Constitution and Bylaws of the Association.

8.0 Members-at-Large

8.1 The Members-at-Large shall adhere to any Executive portfolios or perform any other additional commitments made in EX102, so long as they do not contradict these Terms of Reference or the Constitution and Bylaws of the Association.

9.0 Advising and Dispute Resolution Chair

9.1 The Advising and Dispute Resolution Chair shall adhere to any Executive portfolios or perform any other additional commitments made in EX102, so long as they do not contradict these Terms of Reference or the Constitution and Bylaws of the Association.

10.0 Officers

10.1 The President is the Chief Executive Officer of the Association and shall supervise the other members of the Executive in the execution of their duties.

10.2 The President shall:

10.2.1 Preside at meetings of the Executive;

10.2.2 Represent the Association at meetings of CAUT Council;

10.2.3 Ensure that all committees of the Association meet to carry out their duties;
and,



- 10.2.4 Carry out other duties as specified from time to time in relevant policies that have been duly ratified by the Executive and Council.
- 10.3 The Vice-President shall:
 - 10.3.1 Preside at meetings of the Executive, at the request of the President;
 - 10.3.2 Carry out the duties of the President during their absence;
 - 10.3.3 Fulfill the ordinary duties of a member of the Executive; and,
 - 10.3.4 Carry out other duties as specified and revised from time to time in relevant policies that have been duly ratified by the Executive Committee and Council.
- 10.4 The Treasurer shall:
 - 10.4.1 Chair the Finance and Investment Committee and, in consultation with this committee, manage the finances of the Association, including drawing up an annual budget;
 - 10.4.2 Present the annual budget and the audited financial statement of the previous fiscal year to the Executive, Council, and Membership;
 - 10.4.3 Ensure that accurate financial records are kept for the Association, including books of account, as necessary to comply with the *Societies Act*, and that financial statements are rendered to the Executive and others when required;
 - 10.4.4 Fulfill the ordinary duties of a member of the Executive; and,
 - 10.4.5 Carry out other duties as specified and revised from time to time in relevant policies that have been duly ratified by the Executive Committee and Council.
- 10.5 The Secretary shall:
 - 10.5.1 Ensure that minutes of the proceedings of General Meetings, Council meetings, and meetings of the Executive are prepared, maintained and, except for in-camera proceedings of Executive meetings, made readily available to Members;
 - 10.5.2 Serve as Editor of the Association Newsletter;
 - 10.5.3 Fulfill the ordinary duties of a member of the Executive; and,
 - 10.5.4 Carry out other duties as specified and revised from time to time in relevant policies that have been duly ratified by the Executive Committee and Council.
- 10.6 The President, Vice-President, Treasurer and Secretary shall be the authorized signing officers of the Association. Cheques and other financial instruments shall be signed by any two (2) of the authorized signing officers.
- 10.7 The President shall normally receive a stipend for the performance of their duties. In exceptional cases, the Executive may determine that a member of the Executive shall receive a stipend for being or acting as a member of the Executive. The amount paid by the Association as stipend and/or course releases for members of the Executive shall be specified in relevant Association policies and reported in both the annual budget and preliminary budget.
- 10.8 The Officers shall attend a bi-weekly meeting with Association staff to discuss the operations of the Association.



- 10.9 In addition to the above, the Officers are committed to executing any additional responsibilities as outlined in EX102, so long as they do not contradict these Terms of Reference or the Constitution and Bylaws of the Association.

11.0 Meetings

- 11.1 The Chair of the Executive shall be the President of the Association.
- 11.2 The Executive may meet at the places they think fit to conduct business, and may adjourn and otherwise regulate their meetings and proceedings as they see fit.
- 11.3 Notwithstanding section 5.2, the Executive shall meet in person at least monthly, except during the Summer Session (May – August).
- 11.4 Meetings of the Executive shall be called by the President, the Vice-President, or any two (2) members of the Executive.
- 11.5 The Executive may hold meetings by any communications medium by which all members participating in the meeting are able to communicate with each other and may transact any necessary business of the Association by such communications medium.
- 11.6 The Chair shall preside at all meetings, or may request the Vice-President to be acting Chair. If the Chair is not present, the Executive shall select the Vice-President to be acting Chair. If the Vice-President is absent or declares a conflict of interest in a matter being discussed, the Executive shall select an acting Chair from among its other members.
- 11.7 Quorum for a meeting shall be a simple majority of members of the Executive (7).
- 11.8 Decisions of the Executive will be by majority vote. The Chair may cast a deciding vote.
- 11.9 The Executive may invite Members and non-Members to attend meetings as needed.
- 11.10 Meetings of the Executive are open to all Members of the Association, with the exception of any in-camera discussions.
- 11.11 With the approval of a simple majority of Executive members present, an Executive meeting agenda item may be designated as in-camera. An in-camera session is open only to Executive members, and to any other Member or employee of the Association whose attendance is approved by a simple majority of Executive members present.
- 11.12 The Executive may run electronic votes on motions deemed to have not required a meeting or discussion. In order for a motion to pass, the vote must be unanimous amongst those who participated in the vote.
- 11.13 A resolution in writing, approved by the Executive as in section 11.12 and placed with the minutes of the immediately preceding Executive meeting, is as valid and effective as if regularly passed at an Executive meeting.

12.0 Reporting

- 12.1 The Association shall keep records of the Executive's meetings, decisions and recommendations.



- 12.2 The President, Treasurer and Secretary shall each report to the Executive at every meeting by delivering a written or oral report to the Executive. Minutes shall be reviewed for accuracy by the Officers, and submitted for approval at the subsequent Executive meeting.
- 12.3 The Treasurer shall present the annual budget for approval at Executive and Council meetings, and for Membership approval at the Annual General Meeting.

13.0 Related Policies and Documents

- 13.1 Association Constitution and Bylaws
- 13.2 Collective Agreement
- 13.3 EX101 Release from Teaching or Librarian Duties
- 13.4 EX102 Executive Terms of Reference and Portfolios
- 13.5 FM200 Budget Planning and Reporting
- 13.6 GV304 Meeting Participation
- 13.7 *The Societies Act*