



**Constitution and Bylaws**

**for**

**The Society of Energy Professionals**

**Local 160**

**of the**

**International Federation of Professional  
and Technical Engineers**

**Revision ~~February~~  
~~y-11, 2016~~**

## TABLE OF CONTENTS

### PART I – CONSTITUTION

1.0	ARTICLE I – NAME AND JURISDICTION .....	1
2.0	ARTICLE II – DEFINITIONS .....	1
3.0	ARTICLE III – MISSION STATEMENT AND OBJECTIVES .....	2
4.0	ARTICLE IV – MEMBERSHIP .....	3
5.0	ARTICLE V – PENSIONERS’ CHAPTER .....	5
6.0	ARTICLE VI – DELEGATES .....	5
7.0	ARTICLE VII – LOCAL VICE PRESIDENT .....	5
8.0	ARTICLE VIII – UNIT DIRECTORS .....	6
9.0	ARTICLE IX – COUNCIL REPRESENTATIVE .....	6
10.0	ARTICLE X – LOCAL COMMITTEES.....	7
11.0	ARTICLE XI – PRINCIPAL OFFICERS .....	7
12.0	ARTICLE XII – IFPTE CONVENTION DELEGATE AND ALTERNATES .....	8
13.0	ARTICLE XIII – THE EXECUTIVE BOARD AND ITS POWER.....	8
14.0	ARTICLE XIV – EXECUTIVE COMMITTEE.....	10
15.0	ARTICLE XV – THE SOCIETY COUNCIL AND ITS POWERS.....	11
16.0	ARTICLE XVI – ELECTIONS.....	12
17.0	ARTICLE XVII – HANDLING OF BALLOTS FOR REFERENDA & ELECTIONS.....	12
18.0	ARTICLE XVIII – REFERENDA OF MEMBERSHIP AS A WHOLE .....	13
19.0	ARTICLE XIX – REFERENDA OF LOCAL MEMBERS .....	14
20.0	ARTICLE XX – GENERAL MEETINGS AND THEIR POWERS.....	15
21.0	ARTICLE XXI – <del>FEES</del> DUES .....	16
22.0	ARTICLE XXII – AUDIT.....	16
23.0	ARTICLE XXIII – AMENDMENTS TO THE CONSTITUTION AND BYLAWS .....	17
24.0	ARTICLE XXIV – COMPLIANCE AND DISCIPLINE.....	17

### PART II – BYLAWS

1.0	BYLAW I – MEMBERSHIP.....	20
2.0	BYLAW II – CHIEF RETURNING OFFICER.....	20
3.0	BYLAW III – ELECTIONS .....	21
4.0	BYLAW IV – DUTIES OF ELECTED OFFICIALS .....	28
5.0	BYLAW V – EXECUTIVE BOARD ADMINISTRATION.....	35
6.0	BYLAW VI – LOCAL COMMITTEES.....	36
7.0	BYLAW VII – AUDIT COMMITTEE .....	38
8.0	BYLAW VIII – GENERAL MEETINGS OF THE MEMBERS .....	39
9.0	BYLAW IX – REFERENDA PROCEDURES.....	39
10.0	BYLAW X – GRIEVANCE APPEAL PROCEDURE.....	41
11.0	BYLAW XI – FINANCIAL AND OTHER CONTROLS.....	42
12.0	BYLAW XII – RULES OF ORDER .....	44
13.0	BYLAW XIII – UNIT COMPOSITION .....	44
14.0	BYLAW XIV – LOCAL CONFIGURATION.....	44
15.0	BYLAW XV - OATH OF OFFICE .....	44

**PART I**  
**CONSTITUTION**

## 1.0 ARTICLE I – NAME AND JURISDICTION

- 1.1. The organization shall be known as The Society of Energy Professionals, Local 160 of the International Federation of Professional and Technical Engineers AFL-CIO & CLC, and shall be referred to as “The Society”.
- 1.2. The Society is affiliated to the International Federation of Professional and Technical Engineers (IFPTE) and is governed by their Constitution; the Charter of Affiliation issued May 5, 2003 and by the Affiliation Agreement signed June 13, 2003.
- 1.3. This Constitution is subordinate to the IFPTE Constitution. Where there are any discrepancies between the Society Constitution and the IFPTE Constitution, the IFPTE Constitution shall govern.
- 1.4. The Society represents professionals, scientists, supervisors and administrative employees in Canada.

## 2.0 ARTICLE II – DEFINITIONS

- 2.1 A “Member” is an employee of an employer for which The Society has been granted bargaining rights or ~~for which The Society is seeking such rights~~ and who is eligible to be represented by The Society, subject to the qualifications in Article IV, and who has submitted a membership application.
- 2.2 An “Associate” is a person who is seeking representation as a professional, scientist, supervisor or administrative employee and who has submitted an application.
- 2.3 A “Delegate”, where they exist, is a Member who is elected by a local group of fellow Members (a “Delegate Group”) to represent that group, in accordance with Article VI.
- 2.4 A “Council Representative” is a Member who is selected from members of a Local in accordance with Local Bylaws, to represent that Local at Society Council.
- 2.5 A “Pensioners’ Chapter member” is an individual who was formerly employed under one or more of The Society’s collective agreements and who has submitted an application.
- 2.6 An “IFPTE Convention Delegate” is a Member who is elected by members of The Society to represent them at the IFPTE’s Constitutional Convention, either by separate elections or by virtue of being elected to office.
- 2.7 The term “Local” shall mean a group of one or more bargaining units as more fully set out in the Constitution and Bylaws.
- 2.8 The term “Local Committee” shall mean a Committee created to make decisions in respect of a Local.
- 2.9 A “Local Vice-President” (Local V.P.) is a Member in the Local who is elected by the Members in the associated Local to represent the Members of the Local.
- 2.10 A “Unit Director” is a Member who is elected by the Members in an appropriate organizational group (a “Unit”) to represent the Members of the Unit.
- 2.11 The “Principal Officers” of The Society shall consist of an elected President, ~~and three (3)–elected Executive Vice Presidents– Secretary Treasurer and Executive Vice President~~ responsible for areas outlined in the Constitution and Bylaws ~~and the Principal Officer Accountability Procedure.~~

- 2.12 The “Executive Board ” (“Board”) shall consist of the Principal Officers, the Local Vice-Presidents, the Staff Director (non-voting), Pensioners’ Chapter representative (non-voting), the Staff Union representative and Unit Directors in accordance with Article XIII, Section 13.1.
- 2.13 The “Executive Committee” shall consist of the Principal Officers, ~~three~~ two (2) Local Vice-Presidents/Unit Directors ~~from the Executive Board elected by the Executive Board, and the Staff Director~~ Society Executive Board elected annually by the Executive Board, and the Non-Represented Managers of the Society, (non-voting). ~~No more than one elected member from any Local in addition to the Principal Officers can sit on the Executive Committee.~~

### **3.0 ARTICLE III – MISSION STATEMENT AND OBJECTIVES**

#### 3.1 Vision

- 3.1.1 Society represented employees working in the most rewarding, nurturing, and safe workplaces.
- 3.1.2 Knowledge workers and supervisors working to the best of their abilities, for employers who support their efforts and provide excellent developmental opportunities, superior rewards and safe workplaces.
- 3.1.3 To facilitate the career aspirations of our members including ongoing training, maintaining accreditation, and job placement.
- 3.1.4 To grow through organizing to the benefit of our existing and new members.
- 3.1.5 The Society seen as the union of choice for professional and supervisory employees.

#### 3.2 Mission

- 3.2.1 To negotiate the most provident, empowering, and adaptable collective agreements for our members.
- 3.2.2 To convince employers of the need to involve employees and their unions in determining what and how the business operates.
- 3.2.3 To establish the most effective and inclusive governance structure to provide representation to existing and new members.
- 3.2.4 To develop influence over the employers and governments to further the interests of our members.
- 3.2.5 Participate in the labour movement to gain support and learn from other organizations and to contribute to its transformation into a modern, progressive collective representing the causes of all types of workers.
- 3.2.6 To provide members with the best, professional representation from trained elected representatives and highly qualified staff.

#### 3.3 Values & Principles

- 3.3.1 Strength in Solidarity
- 3.3.2 Democracy, Member-driven, Representation by population
- 3.3.3 Integrity, Respect, Dignity
- 3.3.4 Innovation (Creativity)
- 3.3.5 Self-determination (Involvement)
- 3.3.6 Equity, Equality, Diversity

- 3.3.7 Continuous Learning and Development
- 3.3.8 Respect for others (e.g. jurisdiction of other unions)

### 3.4 Purpose

The Society exists to represent, defend, educate and promote the broad interests of our members in the areas of compensation, working conditions and career development.

In achieving its objectives, The Society recognizes its responsibility to work towards the continued viability of members' employers while minimizing the impact on the broader public.

The Society will consider participation in the appropriate public forums that may influence our members' careers or where our members' careers affect the public.

### 3.5 Economic Objectives

A prime objective of The Society shall be to bargain collectively with respect to Members' salaries, benefits, working conditions and other terms and conditions of employment. The Society will seek to negotiate an economic position for its Members comparable with the best of the professional and administrative employee community and which reflects its Members' true contribution.

The priorities of the Members will determine The Society's proposals in collective bargaining.

### 3.6 Social Objectives

The Society will seek to negotiate agreements and to obtain a level of influence and recognition where its Members will enjoy a position wherein their rights as individuals are fully recognized and where they are encouraged to exercise their civic, social and professional responsibilities.

### 3.7 Career Objectives

The Society will seek to create a working environment where all individuals have the opportunity to achieve their full job potential and are encouraged in the development of their career aspirations.

The Society will pursue on behalf of its members commitments from members' respective employers to provide opportunities for training and development for its Members in furthering their own careers based on work needs.

### 3.8 Collective Agreements

The various terms and conditions negotiated by The Society, in the ongoing pursuit of these economic, career and social objectives, shall be documented in collective agreements with all employers of its members.

## 4.0 ARTICLE IV – MEMBERSHIP

- 4.1 All employees who are employed by an employer for which The Society has been granted bargaining rights and who are employed within the Society jurisdiction scope clause shall be eligible to be a member and to continue to be a member in The Society, if they formally apply. ~~or for which The Society is seeking such rights and who are employed as professional, administrative and associated personnel shall be eligible to be a member and to continue to be a member in the Society, if they formally apply.~~

- 4.2 Individuals who were formerly employed under one or more of The Society's collective agreements are eligible to belong to The Society's Pensioners' Chapter, if they formally apply, with rights as defined in Article V below.
- 4.3 People who are seeking representation as professionals, scientists, supervisors and administrative employees are eligible to be Associates, if they formally apply, with rights as defined below.
- 4.4 Any question of qualifications or eligibility for membership shall be referred to the Executive Board whose decision shall be final.
- 4.5 Member Rights - Every Member in good standing ~~from a Local that is collecting and submitting dues~~ is entitled to:
- 4.5.1 Participate in all business of The Society's at the local level including:
- nominate candidates for, be nominated for, participate in the election of, and hold elected office in the local, subject to qualifications stipulated elsewhere in this Constitution and Bylaws;
  - participate at Local membership meetings, including moving and seconding of resolutions;
  - in accordance with the rules stipulated elsewhere in this Constitution, petition the Local with support of other Members, as stipulated elsewhere in this Constitution, to require any matter of concern to be brought before a duly called General Meeting, or to be put to the membership of the Local, as a referendum;
  - vote on any proposed legal collective job action in their bargaining unit;
  - normally vote on ratification of the Bylaws of their Local.
- 4.5.2 Participate at General Meetings including moving and seconding of resolutions;
- 4.5.3 nominate candidates for, be nominated for, participate in the election of, and hold elected office in The Society, subject to qualifications stipulated elsewhere in this Constitution and Bylaws;
- 4.5.4 nominate candidates for, be nominated for, participate in the election of, and hold office as a Delegate to the IFPTE Convention;
- ~~participate in The Society's business at the local level;~~
- 4.5.5 vote on changes to the Society Constitution, changes to Society fees dues, or any matter put to the Members by referendum;
- 4.5.6 in accordance with the rules stipulated elsewhere in this Constitution, petition the Society Executive Board ~~or a Local~~ with support of other Members, as stipulated elsewhere in this Constitution, to require any matter of concern to be brought before a duly called General Meeting, ~~or to be put to the entire membership or the membership of a Local,~~ as a referendum;
- 4.5.7 be treated with dignity and respect within The Society and to be free from all types of harassment, discrimination, interference, restriction, coercion and intimidation;
- 4.5.8 be kept informed of actions and subjects of Society concern by news release or by reply to a specific written request, except confidential or personal information about any identified individuals;
- 4.5.9 have made available a copy of the Constitution and Bylaws, whenever they are amended and reprinted;
- 4.5.10 receive a copy of the Auditor's statement, upon request;

~~4.5.11 vote on any proposed legal collective job action in their bargaining unit;~~

~~4.5.12 normally vote on ratification of the Bylaws of their Local.~~

4.6 Members in good standing but not paying dues (usually without a First Collective Agreement) shall be entitled to all of the above rights except 4.5.2, 4.5.3, 4.5.4, 4.5.5 and 4.5.6.

4.7 Associates shall be entitled to all of the above rights except 4.5.1, 4.5.2, 4.5.3, 4.5.4, 4.5.5, 4.5.6, ~~4.5.11 and 4.5.12.~~

4.8 Each Member, Associate and Pensioners' Chapter member, irrespective of their Society rank, office or role, shall adhere to this Constitution, its Bylaws and Society policy in the conduct of the affairs of The Society and shall act at all times in the best interests of The Society.

Elected representatives, as part of The Society's compliance mandate, can be charged and be removed from office over issues including but not limited to:

- i. misuse of money
- ii. failing in duty of fair representation – despite staff advice
- iii. undermining other Locals
- iv. advocating de-certification of a group of Society members
- v. harassment and discrimination

## **5.0 ARTICLE V – PENSIONERS' CHAPTER**

5.1 The Society will maintain a self-funding Pensioners' Chapter.

5.2 The Chapter is governed by Pensioners' Chapter Bylaws which must comply with The Society's Constitution and Bylaws.

5.3 An employee who was formerly represented by The Society under one of its collective agreements and who is eligible to collect or is collecting a pension shall be eligible to join the Pensioners' Chapter in accordance with the Bylaws of the Pensioners' Chapter.

5.4 Pensioners' Chapter members shall not be entitled to vote on any Society matter or hold any Society office except as provided in Articles 5.5 and 5.6, but may serve as a spokesperson for The Society, if duly appointed to do so.

5.5 The Pensioners' Chapter may send up to two representatives to Society Council in a non-voting capacity.

5.6 The Pensioners' Chapter may send one representative to Executive Board meetings in a non-voting capacity.

## **6.0 ARTICLE VI – DELEGATES**

6.1 In the interest of democratic representation and efficient administration, the Unit Director or Local Committee may choose to delegate some of the Unit Director's responsibilities to an elected Delegate. Where this is done, membership shall be divided into groups and represented by Delegates elected in accordance with the applicable Local Bylaws.

## **7.0 ARTICLE VII – LOCAL VICE PRESIDENT**

7.1 Each Local shall elect a Local Vice President (Local V.P.) from amongst the Members of the Local. The Local V.P. shall be elected by the Members in the Local.



- 7.2 The Local V.P. shall be elected for a three year term, in accordance with the election schedule and procedures set out in the Bylaws.
- 7.3 Candidates for the position of Local V.P. shall ~~(i) be current or former Principal Officers, Unit Directors, or Delegates or Local V.P.s or~~ (ii) have the written support of either 5% of the Local Members or ~~5% of the elected representatives in the local a minimum of 3 signatures of local members, whichever is greater.~~ The written consent of a candidate to run for election is required.
- 7.4 Each Local V.P. shall be a voting member of the Executive Board.
- 7.5 Each Local V.P. shall appoint an Alternate to ensure that the Local is represented at any meeting the Local V.P. cannot attend. The Alternate shall be a member of the Local.
- 7.6 A new election for Local V.P. shall be called if 25% or more of the Members of a Local or a majority of the elected representatives (i.e. Unit Directors/Delegates) of a Local so petition the Executive Board. Upon receipt and validation of such petition, all rights and authorities of the current Local V.P. to represent members are suspended and the Executive Board will appoint an acting Local V.P. until such time as an election is concluded. The acting Local V.P. may be chosen from the Executive Board or the elected representatives from the Local that submitted the petition. ~~For any further recalls of the local VP within the same election cycle, the number of petition signatories from the membership must be larger than 50% of the membership, or a majority of the elected representatives within the local, who so petition the Executive Board.~~
- 7.7 The by-laws shall specify the general duties of the Local V.P.
- 7.8 A Local Vice-President shall not also serve as a Delegate, Unit Director, or Principal Officer.

**8.0 ARTICLE VIII – UNIT DIRECTORS**

- 8.1 Groups of between 51 and 400 represented employees shall be organized into Units, considering community of interest and/or geographic factors. With approval from the Executive Board, a Unit maybe expanded by an additional of 50 members. For Locals with less than 51 members the Unit Director duties shall be assigned to the Local VP.
- 8.2 The applicable Local Bylaws may stipulate provisions for the purpose of rationalizing the Unit structure, based on the representation-by-population principle.
- 8.3 Changes to Unit boundaries shall be recommended by the Local and subject to approval by the ~~Executive Vice President responsible for member services. Principal Officer responsible for Unit Boundaries.~~
- 8.4 Unit Directors shall be elected by Members of the Unit for a three-year term, in accordance with the election schedule and procedures specified in the Bylaws.
- 8.5 A Unit Director shall not also serve as a Delegate, or Local Vice-President, or as a Principal Officer.
- 8.6 Candidates for the position of Unit Director shall ~~(i) be current or former Unit Directors or Delegates in the Unit, or~~ (ii) shall have the written support of 5% of the Unit members or ~~5% of the elected representatives in the unit.~~ The written consent of a candidate to run for election is required.

- 8.7 Each Unit Director shall appoint an Alternate from the Local, and normally from the unit, to ensure that the unit is represented at any meeting the Unit Director cannot attend.
- 8.8 Unit Directors or ~~his/her~~ their appointed Alternate shall coordinate delivery of member services within the Unit subject to the terms and provisions of the collective agreement.
- 8.9 A new election for Unit Director shall be called if 25% or more of the members of a Unit or a majority of the Delegates of a Unit, where they exist, so petition the Board. Upon receipt and validation of such petition, all rights and authorities of the current Unit Director to represent members are suspended and the Executive Board will appoint an acting Unit Director until such time as an election is concluded. The acting Unit Director may be chosen from the Executive Board or the elected representatives from the Local that submitted the petition. **For any further recalls of the unit director within the same election cycle, the number of required petition signatories must be larger than 50% of the membership or a majority of the delegates in the unit who so petition the Executive Board.**

## **9.0 ARTICLE IX – COUNCIL REPRESENTATIVE**

Every Local and the Pensioners' Chapter are entitled to be represented at the Society Council by their Executive Board members according to Article 13.1 and by Council Representatives.

- 9.1 Council Representatives are selected to attend Council from Locals, according to Local bylaws, on the basis of one representative for every increment of 100 members above the first 50 that are represented by the Local VP (e.g. 1 for between 51 to 150 members, 2 for between 151 and 250 members, and so on) minus the number of unit directors selected to the Executive Board according to Article 13.1.
- 9.2 The Pensioners' Chapter is entitled to elect a maximum of 2 non-voting Council Representatives in accordance with their Bylaws.
- 9.3 Council Representatives must be members of The Society but can also be a Delegate or Unit Director.

## **10.0 ARTICLE X – LOCAL COMMITTEES**

- 10.1 Locals shall be composed in accordance with Bylaw XIV.
- 10.2 Locals will normally form a Local Committee. Where they do it shall be in accordance with Bylaw VI.
- 10.3 The Local Committee shall have the primary responsibility for conducting collective agreement negotiations with the employer of the members of the Local.
- 10.4 The Local Committee decides the Local Bargaining Agenda, in accordance with Society Council objectives.
- 10.5 The Local Committee shall have the authority to spend funds in accordance with spending limits established by the Executive Board.
- 10.6 Locals shall be responsible for providing information on their work programs to the Executive Board via their Local VP.
- 10.7 The composition, conduct and decisions of joint Society-Management committees shall be within the authority of the Local Committee.
- 10.8 The Local Committee shall have the authority to decide to advance grievances to Step 2.

## 11.0 ARTICLE XI – PRINCIPAL OFFICERS

- 11.1 The Principal Officers of The Society shall serve as voting members of the Executive Board and Executive Committee.
- 11.2 The Bylaws and the **Principal Officer Accountability Procedure** shall specify the general duties of each Principal Officer.
- 11.3 The President shall act for the Executive Committee when the Executive Committee cannot reasonably be convened to make a decision.
- 11.4 Principal Officers shall be elected by Members of The Society for a three year term as a Principal Officer and as an IFPTE Convention Delegate, in accordance with the election schedule and procedures specified in Section 3.1 of the Bylaws.
- 11.5 ~~To be valid, all nominations~~ Candidates for a ~~the offices of~~ Principal Officers position shall have the written support of either 1% of the Society members or 5% of the Society elected representatives. ~~(i) the signatures of at least 5% of elected representatives (i.e. Principal Officers, Local Vice Presidents, Unit Directors, Delegates), or (ii) the signature of at least 1% of Members, and shall have, in addition~~ The written consent of the candidate to run for election is required.
- 11.6 A new election for Principal Officer shall be called if 25% or more of the Members or a majority of Executive Board members and Society Council Representatives so petition the Executive Board. Upon receipt and validation of such petition, all rights and authorities of the current Principal Officer to represent members are suspended. The Executive Board will appoint an acting Principal Officer from the Executive Board until such time as an election is concluded. **For any further recalls of a Principal Officer within the same election cycle, the number of petition signatories from the membership must be larger than 50% of the membership, or a majority of the Executive board and Council Reps.**
- 11.7 A Principal Officer shall not also serve as a Local Vice-President, Unit Director, or Delegate.

## 12.0 ARTICLE XII – IFPTE CONVENTION DELEGATE AND ALTERNATES

- 12.1 IFPTE Convention Delegates, and Alternates, are elected in accordance with the IFPTE Constitution.
- 12.2 Principal Officers are also elected as IFPTE Convention Delegates.
- 12.3 The maximum number of IFPTE Convention Delegates allocated to The Society is determined by the IFPTE Constitution.
- 12.4 Members can be elected as IFPTE Convention Delegates in accordance with Bylaw 3.9.

## 13.0 ARTICLE XIII – THE EXECUTIVE BOARD AND ITS POWER

- 13.1 The Executive Board shall consist of the Principal Officers, Staff Director (non-voting), all Local Vice-Presidents, the Pensioners' Chapter representative (non-voting) and a representative of the Society Staff Union who shall be a voting member of the Executive Board. In addition, Locals with more than 400 Society-represented staff will have one voting Unit Director per 400 Society-represented staff or fraction thereof beyond the first 400 Society-represented staff.
- 13.2 A quorum of the Executive Board shall be 50% of the voting members of the Board, including at least one Principal Officer.

- 13.3 Matters coming before the Executive Board shall be decided by a majority vote. Proxy voting will be permitted in accordance with Bylaw 5.3 f.
- 13.4 The vote total for any individual Local is capped such that no Local exceeds 45% of total Board votes.
- 13.5 It is recognized that the fundamental authority for Society actions is derived from the Members, and through them, the Society Council. Since it is not feasible for the Council to meet frequently because of its size, the authority to approve major policy directions is delegated to the Executive Board, subject to Article IV, Section 4.7 and Article X, Section 10.3.

The Executive Board may, of its own power, decide and act upon all matters of The Society except that:

- 13.5.1 it may not commit The Society to any financial obligations beyond the existing funds of The Society;
- 13.5.2 it may not invest Society ~~reserve~~ funds ~~nor the Society Training Account~~ in securities other than those authorized by ~~law for the investment of Trust Funds and in Credit Unions; and the Investment Procedure(s).~~
- 13.5.3 it may not cause a reversal or negation of a legally established decision of the Society Council except as provided in Section 13.7 of this Article, and
- 13.5.4 it may not overturn the decision of a Local made in respect of a matter within the jurisdiction of the Local as defined in Article X.
- 13.6 The Executive Board may, of its own power, submit any question to a referendum of the membership as a whole whether or not it has been decided by the Society Council. Subject to Section 13.7 of this Article, the result of the referendum will be binding.
- 13.7 The results of a referendum under this article shall not have the effect of overturning the decisions of a Local made within the jurisdiction of the Local as defined in the Constitution.
- 13.8 Subject to Article 10.3, the Executive Board shall set the broad parameters for collective agreement negotiations within which the Locals have final decision-making authority. However, the broad parameters as set by the Board shall not be binding on the Local unless they are supported by at least 60% of the votes cast by the Executive Board.
- 13.9 The Executive Board may delegate certain responsibilities to a Local.
- 13.10 In the event of a vacancy occurring on the Executive Board, it shall be filled in accordance with Bylaw 3.7 and Bylaw 3.2.1 b).
- 13.11 The Executive Board shall review Local Committee appeals on Unit Boundaries turned down by the ~~EVP responsible for unit boundary approvals.~~ **Principal Officer responsible for Unit Boundaries.**
- 13.12 The role of the Executive Board is to:
  - 13.12.1 Approve the budget and work plan
  - 13.12.2 Approve Local budgets
  - 13.12.3 Consider additional requests for resources from Local Committees

- 13.12.4 Recommend policy, addition of new bargaining units, and changes to the Constitution and Bylaws to Society Council
  - 13.12.5 Recommend and approve policy between Society Council meetings if timing does not permit a Council meeting to be held
  - 13.12.6 Approve the service model
  - 13.12.7 Be responsible for auditing the finances
  - 13.12.8 Approve collective agreements with the Society Staff Union
  - 13.12.9 Hear appeals to the President's decision regarding overall bargaining objectives interpretation
  - 13.12.10 Recommend bargaining objectives to Society Council
  - 13.12.11 Audit policy adherence
  - 13.12.12 Establish a Standing Finance Committee to provide advice and support to the EVP Finance
  - 13.12.13 Over-rule Executive Committee decisions regarding internal policies, procedures, practices and guidelines by exception
  - 13.12.14 Direct the creation of internal policies, procedures, practices and guidelines
  - 13.12.15 Hear appeals ~~to EVP Member Services~~ of the Principal Officer responsible for the Constitution and Bylaws rejection of Local Bylaws
  - 13.12.16 Hold Locals accountable for ensuring employees are represented and services are delivered
- 13.13 Every member of the Society's Executive Board and Alternates appointed pursuant to this Constitution, as well as their heirs, administrators, executors and personal representatives shall be indemnified and saved harmless out of the funds of The Society from and against all liabilities, damages, costs, charges and expenses whatsoever that they may sustain or incur
- (a) in connection with the defense of any action or proceeding or threat of such action or proceeding or in any appeal in which they or any of them are made parties, or are otherwise involved, by reason of being, or having been, a member/alternate of the Society Executive Board. Every Executive Board member/alternate shall sign an Indemnity Agreement, Type A as found in the Society Officer Indemnification Procedure document upon election/appointment to the Executive Board; and
  - (b) as a result of being made a representative plaintiff in any action commenced on behalf of The Society. Every such Executive Board member shall sign an Indemnity Agreement, Type B as found in the Society Officer Indemnification Procedure document upon being selected as a representative plaintiff in a given Society action.

The individuals identified above will only be indemnified if they acted honestly, in good faith and in a manner they reasonably believed to be lawful and in, or not opposed to, the best interests of The Society, and as further defined in the relevant Indemnity Agreements referenced above.

#### **14.0 ARTICLE XIV – EXECUTIVE COMMITTEE**

- 14.1 The Executive Committee shall consist of the Principal Officers, ~~three~~ two (2) Local Vice-Presidents and Unit Directors who sit on the Society Executive Board, elected annually by the Executive Board, and ~~the Staff Director~~ Non-Represented Managers of the Society (non-voting). No more than one elected member from any Local in addition to the Principal Officers can sit on the Executive Committee.
- 14.2 The Executive Committee shall carry out the following roles and responsibilities on behalf of the Executive Board :
- a. Governing body between Executive Board meetings;
  - b. make recommendations regarding policy and other matters to the Executive Board;
  - c. approve and assign staff and budget to ad hoc committees;
  - d. delegate tasks to committees as required;
  - e. coordinate all Society work programs including budgets;
  - f. undertake centralized research at the request of the Locals to determine the membership's bargaining priorities, data collection and analysis pertinent to the bargaining criteria set out in the Collective Agreements. Benchmark and share bargaining performance of Local strategies;
  - g. provide input and recommendations to the Board regarding the broad parameters within which the Locals shall conduct collective agreement negotiations.
- 14.3 All elected representatives on the Executive Committee shall swear an "Oath of Office" for their term of office as per Bylaw XV.

#### **15.0 ARTICLE XV – THE SOCIETY COUNCIL AND ITS POWERS**

- 15.1. The Society Council is the governing body of The Society of Energy Professionals, and as such has final decision-making responsibilities for the union. The Society Council, consisting of the Executive Board, and the Council Representatives, is established to:
- 15.1.1. provide a means to ensure that the interests of members are fully represented and protected;
  - 15.1.2. facilitate communications between the Executive Board and members;
  - 15.1.3. enact and amend Bylaws to this Constitution;
  - 15.1.4. make recommendations regarding amendments to the Constitution and dues;
  - 15.1.5. approve new bargaining units for newly-represented employees;
  - 15.1.6. decide overall bargaining objectives and guidelines for negotiations;
  - 15.1.7. approve/decide broad Society policy.
- 15.2. The Society Council shall meet at least once during the fiscal year, or as called by the Executive Board, or upon the written request of not less than twenty-five percent of the Council Members. Quorum for the Society Council shall be 50% of the voting members.

15.3. The President of The Society or, in ~~his/her their~~ absence, an ~~Executive Vice President or, in the absence of an Executive Vice President, a chairperson chosen by the meeting~~ an alternate appointed by the President shall preside at all Society Council meetings.

15.4. The Society Council may require that any matter of concern to The Society be brought before it, and may overturn any decision of the Executive Board.

15.5. The Society Council shall be authorized to decide upon or take any action in the affairs of The Society which does not specifically require ratification by referendum except that Society Council may not overturn the decision of a Local made within the jurisdiction of the Local as defined in the Constitution.

15.6. The Society Council shall annually appoint a committee to perform the following functions:

~~a) arbitrate any disagreements arising out of interpretation of the Constitution, Bylaws, and Policy and;~~

a) serve as the Screening Panel under Article 24 (“Compliance and Discipline”), and

b) complete a post-election review, including decisions made by the Chief Returning Officer, with the intent of providing recommendations to the Executive Committee for the next set of elections.

~~This Constitution Interpretation Committee~~ The Screening Committee shall consist of at least three members of whom none shall serve on the Executive Board, including in the capacity of an alternate or acting Board member. Decisions of the ~~Constitution Interpretation~~ Committee shall be binding.

15.7. Voting at the Society Council shall be conducted as follows:

15.7.1. Voting shall take place on the basis of one vote for each Council Representative (or Alternate) and each member of the Executive Board (or Alternate) present

15.7.2. Motions of the Society Council shall be decided upon by a simple majority vote with the exception of votes regarding enactment or amendment of Bylaws, which shall require a two-thirds majority of votes cast

15.7.3. A vote will be recorded if a motion to record the vote is supported by at least 10% of the members present

15.7.4. Any matter such as a secret ballot, roll call or recorded vote may be put to a vote if requested by a majority of the Society Council

## 16.0 ARTICLE XVI – ELECTIONS

16.1 The Executive Board shall annually appoint a Chief Returning Officer, who shall be responsible to the Society Executive Board for all election procedures and for overseeing procedures for conducting referenda, consistent with Article XVIII and Article XIX.

16.2 Each Society Local will normally propose Deputy Returning Officer(s) (DRO) for elections. The Chief Returning Officer (CRO) is the approving authority for any DRO to act in an election for Principal Officers (PO), Local Vice Presidents (LVP) and Unit Directors (UD) or referenda. The DRO at each local shall, under the direction of the CRO assist in the election process in their local. In the event that there is no DRO proposed by the local for an election or local referenda, the CRO may solicit members of that local to volunteer for the position and appoint a DRO. If there is no DRO, the CRO will perform all the election duties with the exception of casting a segregated vote, unless they are eligible to vote in the

election. In the case where there is no segregated vote, if there is a tie in the election, the election will need to be re-run. ~~The Chief Returning Officer shall normally appoint Deputy Returning Officers to assist with these responsibilities.~~

- 16.3 The Chief Returning Officer shall specify the election schedule in accordance with the Bylaws.
- 16.4 The Chief Returning Officer shall send out a call for nomination to all members for Principal Officer elections.
- 16.5 All candidates for election shall be members of The Society in good standing.
- 16.6 No candidate shall consent to stand for more than one office in any one election (i.e. P.O., LVP, UD, Delegate).
- 16.7 If there is only one candidate for any office, ~~he/she~~ they shall be declared elected.
- 16.8 If there are more candidates nominated than required to fill an office, an election shall be held.
- 16.9 To be valid, a ballot must conform to the criteria in the Bylaws and be received by the Chief Returning Officer no later than the deadline specified in the election schedule.
- 16.10 Candidates for all elected positions shall be elected by plurality of ballots cast.
- 16.11 No campaign expenses will be paid for by The Society of Energy Professionals.
- 16.12 The Chief Returning Officer/Deputy Returning Officer cannot accept any nomination documents for any elected position. They must be submitted to the Society Office as per direction on the nomination form.
- 16.13 Electronic voting ~~may~~ will be used for elections ~~provided that the integrity of the election process cannot be compromised. The requirements (or intent) of Bylaw III must still be satisfied.~~ Paper balloting can be used with the approval of the CRO.

## **17.0 ARTICLE XVII – HANDLING OF BALLOTS FOR REFERENDA & ELECTIONS**

- 17.1 The Society will be responsible for issuing ballots for elections of Principal Officers, Local Vice-Presidents and Unit Directors as well as any other referenda. Where there are delegates, the Local Committee will be responsible for conducting those elections. For referenda only affecting the Local, the Chief Returning Officer ~~will conduct the referenda with assistance from the and the appropriate~~ Deputy Returning Officer ~~where one is appointed. –will conduct the referenda.~~
- 17.2 ~~Electronic voting will be used for elections and referenda by default. Paper balloting can be used with the approval of the CRO.~~
- 17.3 Each member eligible to vote in any election or referenda conducted by The Society shall receive a ballot (electronic or paper as approved by the CRO), along with the related election or referendum information to the vote, from the Society office in accordance with Bylaw 3.0. ~~Each voter will receive a ballot, and two envelopes, one for identification and another for privacy, as well as any other information pertinent to the vote.~~
- 17.4 ~~The Chief Returning Officer will be issued with an appropriate number of locked boxes to be placed in the work place, in a location(s) that the Chief Returning Officer can supervise.~~



- ~~17.5 Once the voting period elapses the Chief Returning Officer shall ensure all ballot boxes are returned to the Society Office for counting of ballots.~~
- ~~17.6 The ballot boxes will remain locked until the chief Returning Officer opens them at the Society Office so that others may scrutinize the handling of the ballots.~~

## 18.0 ARTICLE XVIII – REFERENDA OF MEMBERSHIP AS A WHOLE

- 18.1 The Executive Board or the Society Council may, of its own power, submit any question to a referendum of the membership as a whole, subject to Sections 18.3 and 18.5 of this Article. The Society Council or Executive Board shall decide what appropriate documentation will be included in the referenda.
- 18.2 Any 5% of the membership or 400 members, whichever is greater may, by petition addressed to the Executive Board, require any resolution to be put to the Members of The Society by referendum of the membership as a whole, except in the circumstances specified in Sections 18.3 and 18.4 of this Article.
- 18.3 Any referendum under this Article shall not be initiated as a result of a petition in the event that the Executive Board has not yet had the opportunity to implement a previous binding resolution and the petition seeks to negate or reverse that resolution.
- 18.4 Except as provided in Section 13.7 of Article XIII and notwithstanding Section 18.1 and 18.2 of this Article, no referendum under this Article shall be held within one year of a previous referendum if it seeks to reverse all or part of a previous referendum, unless a two-thirds majority of the Society Council approves the holding of such a referendum.
- 18.5 A decision made by a properly constituted referendum of the membership as a whole shall be final and binding on the Executive Board, Society Council and Members. However, a referendum under this Article shall not cause a decision of a Local made within its jurisdiction, as defined in the Constitution, to be overturned.
- 18.6 ~~Electronic voting will be used for referenda by default. Paper balloting can be used with the approval of the CRO.~~
- 18.7 The Chief Returning Officer shall distribute referendum ballots within a time period stipulated in the Bylaws.
- 18.8 A referendum shall be decided by a simple majority of legal ballots returned within the specified time, with the exception of a referendum on amendments to the Constitution (see section 23.2).
- 18.9 Executive Board or the Society Council may decide to have a referendum using membership meetings with mail-in ballots, walk-in ballots, electronic ballots or a combination walk-in ballot with a mail-in opportunity for members not able, for any reason, to attend a walk-in ballot meeting. All time limits would be in accordance with Society Bylaws. If ballots are returned by less than 25% of those eligible to vote within ~~a~~ the time specified in the Bylaws, the referendum shall be ~~invalid~~ ~~declared inquorate~~ and the question shall be decided by the Society Council. Where ~~a membership quorum fails~~, the results of the ~~failed quorum inquorate membership referendum~~ will be reported to Society Council. ~~Society Council must vote a 2/3rds or greater majority to accept a result counter to the wishes of the majority of members who voted.~~

~~18.10 An electronic ballot may be used for referendum if in the opinion of The Society Council or Executive Board, the need for confidentiality is insignificant.~~

## **19.0 ARTICLE XIX – REFERENDA OF LOCAL MEMBERS**

- 19.1 A Local may of its own power submit any question relating to a matter within the jurisdiction of the Local, as defined in the Constitution, to a referendum of the membership of the Local, subject to Sections 19.3 and 19.4 of this Article.
- 19.2 Fifteen percent (15%) of a Local’s membership may, by petition addressed to the Local Vice President, require any resolution relating to an issue within the jurisdiction of the Local to be put to the Members of the Local by referendum, except in the circumstances specified in Sections 19.3 and 19.4 of this Article.
- 19.3 Any referendum under this article shall not be initiated as a result of a petition in the event that the Local has not yet had the opportunity to implement a previous binding resolution and the petition seeks to negate or reverse that resolution.
- 19.4 Notwithstanding Section 19.1 and 19.2 of this Article, no referendum under this Article shall be held within one year of a previous referendum pursuant to this Article if it seeks to reverse all or part of the previous referendum, unless a two-thirds majority of the votes cast in a poll of the Local elected representatives approves the holding of such a referendum.
- 19.5 A decision made by a properly constituted referendum under this Article shall be final and binding on the Local, Executive Board, Society Council and Members.
- 19.6 A referendum shall be decided by a simple majority of legal ballots returned within the specified time.
- 19.7 Notwithstanding Sections 19.1 of this Article, the Local may choose to conduct a referendum by a walk-in ballot according to procedures specified in the Bylaws.

## **20.0 ARTICLE XX – GENERAL MEETINGS AND THEIR POWERS**

- 20.1 A General Meeting ~~shall~~ may be called at any time by the President or Executive Vice-President – Member Services
- 20.2 A General Meeting shall be called by the ~~Executive Vice-President – Member Services~~ President upon the written request of at least one hundred and fifty Members of the Society, or upon a resolution of the Society Council.
- 20.3 The reason for holding a General Meeting shall be included on all notices and shall be the first item of business.
- 20.4 All Members shall be notified of any General Meeting within a reasonable period prior to the date of the meeting.
- 20.5 A General Meeting may make resolutions and make recommendations to the Executive Board on any matter.
- 20.6 All matters coming before a General Meeting which require a decision shall be referred to the Executive Board unless previously decided by a meeting of the Society Council.

## 21.0 ARTICLE XXI – FEES-DUES

- 21.1 Effective April 1 2013, Society represented employee dues are raised to \$20 per week. This amount will increase each April 1 thereafter, by the weighted average of the economic increases the Society negotiated for its members during the fiscal year prior to each April 1.
- 21.2 For Locals who join the Society after April 1 2017, the Society represented employee dues at this Local will be 1% of each individual base weekly salary, up to a maximum of the effective dues rate for all other Society represented employees as per article 21.1.
- 21.3 Any changes in the amount of the fees dues shall be approved by referendum of the membership as a whole.
- 21.4 The fee dues for Associates shall be set by the Executive Board.
- 21.5 Any Associate whose fees dues are in arrears more than six months shall automatically forfeit his/her their rights as an Associate, except as dictated by the appropriate labour relations legislation.
- 21.6 Fees Dues for part-time employees may be prorated as provided in the Bylaws.
- 21.7 Fees Dues for Pensioners' Chapter members will be determined according to the Bylaws of the Pensioners' Chapter.
- 21.8 For newly-organized-members, groups of employees fees dues shall be suspended until the first contract is ratified.

## 22.0 ARTICLE XXII – AUDIT

- 22.1 The fiscal year of The Society shall be from April 1st to March 31st following.
- 22.2 An external financial audit of The Society's annual statements shall be carried out at the end of each fiscal year by an official Auditor who shall be a Chartered Accountant. The External Auditor shall have direct access to Society financial officers and staff.
- 22.3 The Executive Board shall approve the audited annual statements on behalf of the members and present them to the next Society Council for information.
- 22.4 The approved annual statements shall be made available to any Member or Associate upon request.
- 22.5 The Executive Board shall annually appoint a committee to oversee the audit of The Society's annual statements. Composition of the Audit Committee will be at least four, of whom two are Executive Board members, appointed by Society Council. None of these members are members of the Standing Finance Committee, nor the Executive Committee.
- 22.6 Nominations for the Audit Committee from the Executive Board should be received by the Executive Board before the last normally-scheduled Executive Board meeting before Society Council, so that the biographies with credentials can be included in the Council papers.
- 22.7 Nominations may be received from the floor during Society Council by the Council Chair, and receive equal time as all the other nominees at the Society Council meeting to speak.

## 23.0 ARTICLE XXIII – AMENDMENTS TO THE CONSTITUTION AND BYLAWS

- 23.1 The Constitution shall be amended by referendum of the membership as a whole, subject to conditions specified in Article XVIII (exception as allowed in 23.5).
- 23.2 Ratification of amendments to the Constitution shall require support from at least two-thirds of the legal ballots received.
- 23.3 The Bylaws shall be amended by a vote of Society Council in accordance with Article XV, Section 15.7.2.
- 23.4 Local Bylaws shall normally be amended by a referendum of the membership of the Local, as a whole, and shall require support from at least two-thirds of the legal ballots received.
- 23.5 Editorial changes and corrections will not be subject to a referendum but will be reported to Council.

## 24.0 ARTICLE XXIV – COMPLIANCE AND DISCIPLINE

- 24.1 A complaint alleging breach of this Constitution, its Bylaws and/or Society policy/~~procedure~~ shall be made to the Executive Vice-President ~~responsible for Member Services~~ (EVP-~~MS~~) in accordance with the appropriate complaint procedure. The EVP-~~MS~~ has primary responsibility for the administration of such complaints in accordance with this article and applicable Society procedures. No complaint may be received more than 12 months after the date of last occurrence.
- 24.2 All of the duties performed by the EVP-~~MS~~ pursuant to this Article and related policies and procedures shall be performed by ~~the Executive Vice-President – Finance (EVP-F)~~ another ~~Principal Officer~~ in the event that the EVP-~~MS~~ is unable to perform the duties due to bona fide unavailability or conflict of interest. In the event that ~~both the EVP-MS and EVP-F~~ the ~~Principal Officers~~ are unable to perform the duties due to bona fide unavailability or conflict of interest, those members of the Executive Committee who are not in a conflict of interest with respect to the complaint shall identify an alternate to the EVP-MS for the purposes of administering policies and procedures related to the complaint. Whomsoever is responsible for the administration of a complaint in accordance with this article and applicable Society procedures shall be ineligible to serve in any other capacity relating to the administration and/or disposition of the complaint.
- 24.3 Screening Panel: Any Society complaint alleging harassment and/or discrimination shall be processed in accordance with this article and The Society's "Internal Harassment Policy and Procedures". All other complaints shall be processed in accordance with this article and The Society's "General Complaints Policy and Procedure". All complaints other than those alleging harassment and/or discrimination shall be subject to a screening process performed by the Constitutional Interpretation Committee (CIC) for the purpose of determining whether the complaint is frivolous, vexatious or an abuse of process. Complaints alleging harassment and/or discrimination shall be subject to a screening process performed by the Executive Committee (EC) for the purpose of determining whether the complaint is frivolous, vexatious or an abuse of process. The EC may decide to refer the screening role to an external investigator as it deems appropriate. The Executive Committee shall receive appropriate training in their duties when acting as the Screening Panel. The Screening Panel shall have access to legal or professional advice as required to perform their duties.
- 24.4 The findings of the CIC for complaints other than those alleging harassment and/or discrimination under the Internal Harassment Policy and Procedures shall be forwarded to the Executive Committee (EC). Where warranted, the EC shall formulate and prosecute a charge before a Disciplinary Committee. Further, the EC may invoke interim measures to be taken

by The Society to protect the interests of The Society, its membership and its staff pending the outcome of a disciplinary hearing. For harassment and/or discrimination complaints under the Internal Harassment Policy and Procedures that have been reviewed and are not determined to be frivolous, vexatious, or an abuse of process, an independent investigator will be retained to investigate the complaint. Where there has been a finding of harassment, the EC shall formulate a charge and appoint one of its members to prosecute that charge on the question of the appropriate penalty to be imposed by a Disciplinary Committee. The prosecutor shall have access to legal or professional advice, as required, to assist her/him in the performance of her/his duties as a prosecutor before the Disciplinary Committee.

- 24.5 Disciplinary Committee: The Executive Board (EB) shall establish a Standing Panel of Disciplinary Committee members composed of members who are Local Vice-Presidents (LVPs) or Unit Directors (UDs) and who have volunteered to be members of the Standing Panel, and any three of whom will be chosen by the EB to constitute the Disciplinary Committee on a given complaint. EC members cannot be members of the Standing Panel. After a brief presentation of the charge by the EVP-~~MS~~ or **designate**, or in the case of complaints under the Internal Harassment Policy and Procedures a brief presentation by the EVP-~~MS~~ on the appropriate penalty to be imposed as recommended by the EC where there has been a finding of harassment, a LVP or UD from the Standing Panel may be excused from serving on the Disciplinary Committee because of a bona fide lack of availability or a conflict of interest with respect to the matter before the Disciplinary Committee. The members of the Standing Panel shall receive appropriate training in their duties as Disciplinary Committee members. Members of Disciplinary Committees shall have access to legal or professional advice as required to perform their duties.
- 24.6 The Society shall establish a Terms of Reference (ToR) for Disciplinary Committees. Rules of Procedure shall be appended to and form a part of the ToR. The Disciplinary Committee shall apply and, when necessary interpret, the Rules of Procedure and may amend, on the request of any party or on its own motion, any time period indicated in this article or the General Complaints Policy and Procedure and the Internal Harassment Policy and Procedures. In addition, the Disciplinary Committee shall be empowered to render decisions concerning the Constitution, Bylaws and/or Policies as necessary in order to come to a decision.
- 24.7 Other than for complaints regarding harassment and/or discrimination made under the Internal Harassment Policy and Procedures, the Disciplinary Committee may convict the respondent of the charge or dismiss the complaint. A conviction requires the support of the majority of the members of the Disciplinary Committee. For complaints about harassment and/or discrimination made under the Internal Harassment Policy and Procedures where there has been a finding of harassment, the Disciplinary Committee's only role is to determine the appropriate penalty to be imposed in accordance with Article 24.8.
- 24.8 Penalties available to the Disciplinary Committee are reprimand, suspension or expulsion from membership, and/or fines, as well as any other penalties or remedies that the Disciplinary Committee deems reasonable and appropriate in the circumstances that are in accordance with this Constitution and its Bylaws and that are practicable to implement.
- 24.9 Appeal Committee: Upon receipt of the decision of the Disciplinary Committee, the Complainant and the Respondent to the charge shall be entitled to appeal the decision of the Disciplinary Committee. Such appeal shall be limited to the following grounds: a) denial of natural justice or procedural fairness with respect to the discipline hearing; and/or b) unjust penalty. The appeal shall be to an Appeal Committee.
- 24.10 The EB shall establish a Standing Panel of Appeal Committee members composed of members who are LVPs or UD's and who have volunteered to be members of the Standing Panel, and any three of whom will be chosen by the EB to constitute an Appeal Committee on

a given complaint. Members of the Executive Committee and members of the Disciplinary Committee for a particular charge shall not be eligible to sit on the Appeal Committee. After a brief presentation of the charge and the appeal by the EVP ~~MS~~ or designate, a LVP or UD from the Standing Panel may be excused from serving on the Appeal Committee because of a bona fide lack of availability or a conflict of interest with respect to the matter before the Appeal Committee. The members of the Standing Panel shall receive appropriate training in their duties as Appeal Committee members. Members of Appeal Committees shall have access to legal or professional advice as required to perform their duties.

**PART II**  
**BYLAWS**

## 1.0 BYLAW I – MEMBERSHIP

### 1.1 Membership Application

To become a Member of The Society, an applicant must complete an application form and submit it to a representative of The Society.

### 1.2 Amendment to Application Form

The application form for membership shall be amended by a motion of the Executive Board.

### 1.3 Membership ~~Fee dues~~ for Part-Time Employee

The membership ~~fee dues~~ for a part-time employee shall be the regular membership ~~fee dues~~ multiplied by the ratio of the number of hours worked per week to the regular work week.

### 1.4 Membership on Committees

Any member shall be eligible to be selected or elected as a Society representative on local workplace committees to represent Society members' interests.

## 2.0 BYLAW II – CHIEF RETURNING OFFICER

### 2.1 Appointment of Chief Returning Officer

The Executive Vice President ~~—Member Services~~ shall annually recommend a candidate for Chief Returning Officer to the Society Executive Board.

### 2.2 Responsibilities

The CRO shall fulfill responsibilities in Article XVI of the constitution as well as the following:

- a. The Chief Returning Officer shall rule on any item not covered in the Constitution and/or Bylaws relating to elections and referenda.
- b. Decisions of the Chief Returning Officer shall be final and binding. ~~subject only to review by the Constitution Interpretation Committee.~~
- c. The Chief Returning Officer shall provide a ballot to each eligible Member in good standing.
- d. To ensure fair elections, the CRO or ~~his/her~~ their designate shall attend and chair all- candidates meetings.
- e. The CRO shall have the authority to expeditiously correct ~~blatant~~ significant false statements made by candidates ~~or others campaigning on their behalf during a campaign.~~ These corrections will be ~~posted in the Society's web based election forum~~ communicated by email, at the discretion of the CRO.
- f. Ballot boxes and ballots shall be under the control of the CRO and DROs at all times.
- g. In dealing with irregularities, the CRO has the power to:
  - Extend election periods
  - Segregate ballots



- Issue new ballots to specified groups of voters (and destroy old ones)
- Do anything necessary in the circumstances to preserve the integrity of the election process

(An “irregularity is any violation of election rules, protocols, or directives, or any unusual occurrence that, in the CRO’s judgment, could unfairly affect the outcome of an election.)

- h. Where the CRO has a need for advice on election procedures or solutions, ~~s/he they~~ shall ~~consult with the Constitution Interpretation Committee; s/he shall~~ never ask for nor receive advice from a candidate ~~or their advocate~~. ~~The CRO can ask the Executive Committee for advice excluding anyone involved in the question being asked.~~
- i. ~~Within five (5) business days of the completion of an election/referendum, the CRO will provide a report on the election/referendum to the Chair of the Screening Committee. The Post-Election Report will include any decisions made by the CRO that were not specifically covered in the Constitution, Bylaws and/or procedures related to elections.~~

### 2.3 Release Time

- 2.3.1 The CRO will be provided with sufficient release time in order to carry out ~~his/her~~ ~~t h e i r~~ duties. Release will normally begin with the call for nominations, and end three days after ballots are counted.
- 2.3.2 The amount of release time will be based on the CRO’s request to the ~~EVP—~~ ~~Member Services~~. ~~Principal Officer responsible for Elections~~.

## 3.0 BYLAW III – ELECTIONS

### 3.1 Principal Officers

#### 3.1.1 Election Schedule and Procedures

The election of Principal Officers is to be conducted as follows:

- a. Elections for the Principal Officer positions shall ~~be by secret ballot and~~ conform to the appropriate Articles of the Constitution.
- b. ~~The Chief Returning Officer shall establish an election schedule for Principle Officers which includes:~~
  - a nomination period
  - a campaign period, prior to the issuing of ballots.
  - a voting period.

~~The Chief Returning Officer shall send a~~ The call for nominations will be issued at least 7 weeks before the ~~election voting period~~ deadline. Nominations shall close at 1:00 p.m. on a date at least 14 calendar days ~~three weeks~~ after the first call for nominations. ~~The voting period will be at least 14 calendar days.~~

- c. The Chief Returning Officer shall invite all candidates for a contested position to submit a written statement, not longer than 500 words, ~~plus responses of a predetermined maximum length to a list of questions as approved by the Executive Board~~. The campaign statement ~~and responses~~ shall be forwarded to

all candidates ~~at least and they will be given~~ two business days prior to publication by ~~to submit comments to the Chief Returning Officer. CRO~~ Each candidate will be given the opportunity to respond to the statement by ~~submitting a 200 word response. This~~ Statements shall not be edited in transcription and shall be truncated if necessary by the Chief Returning Officer to meet the length requirement. All submissions to be ~~made available to members during the campaign period and~~ included in the ballot material in accordance with Article ~~17.2-17.3~~.

- d. The Chief Returning Officer shall provide, at the appropriate time, ~~access to the electronic voting module, or if they approved the use of paper ballots, all the required material to cast a paper ballot. a ballot to each member of good standing along with a plain envelope marked "ballot" and an addressed return envelope, in accordance with the election schedule.~~ Biographical data and individual campaign statements will be distributed ~~electronically or, if paper ballots are used, printed in hardcopy and distributed~~ with the ballots.
- e. The default location for the distribution of election packages ~~with electronic voting~~ is to the ~~preferred email address on file by the Society or, in the case of paper balloting,~~ the voters' work addresses. Where necessary, the return envelope will contain sufficient postage.
- f. Where a replacement ballot is required, the voter in need will request it personally of the CRO.
- g. Anyone who becomes a member before the deadline for the return of marked ballots shall be issued a ballot and allowed to vote.
- h. To be counted, all ballots shall be verified against a list of members, as of the final cut-off date for balloting to prevent duplicate voting and ensure eligibility.
- i. The Chief Returning Officer shall vote in the election as per the Constitution but the vote will be segregated ~~in an appropriate manner~~ and not be counted unless to establish the winning candidate for the position.
- j. The Chief Returning Officer shall declare the election null and void if within 48 hours of counting the ballots, proof of corruption, theft of mailed ballots, or any other corrupt practice is brought to the attention of the Chief Returning Officer, if in the judgment of the Chief Returning Officer this practice would materially affect the outcome of the election. The Chief Returning Officer shall then repeat the annual election in its entirety, while declaring the pre-election Principal Officers in office for the interim.
- k. In the event that a Principal Officer is unable to complete ~~his/her~~ their term in office, ~~abandons their position, or is otherwise absent for a period greater than six months which in the judgment of the Executive Board makes their continuation in the role problematic,~~ the Executive Board shall appoint a replacement and an election shall take place and be completed before six months from the effective date of the appointment/acting position. The CRO will determine the election schedule and timing. ~~until such time as an election can be completed.~~ If the ~~vacancy~~ election occurs in the third year of the term, the ~~replacement~~ elected Principal Officer shall be in office for the outstanding balance of the term plus the following three years.
- l. Principal Officer authority shall be immediately transferred to the successful candidates once the Chief Returning Officer has declared the election results "official". The "new" Principal Officers shall hold office from that point until the completion of the next election. A former Principal Officer, who by virtue

of their Society position has served in other IFPTE roles or represented The Society in any other capacity, must immediately withdraw/resign from these activities. The former Principal Officers will have one month from the completion of the election to provide turn-over to the newly-elected Principal Officers. This time may be extended by mutual agreement of the former Principal Officer(s), the new Principal Officer(s) and the Executive Board.

### 3.1.2 Campaigns, Expenses, Endorsements

- a. ~~The Society will host~~ “all-candidates” meetings ~~during the campaign period in central locations~~ so that members can be exposed to and question candidates. ~~Such meetings will normally be recorded and posted on the members’ only area of The Society website.~~ Locals and/or groups of Locals are encouraged to sponsor additional “all-candidates” meetings, ~~so that members can be exposed to and question candidates.~~
- b. In order to qualify as an “all-candidates” meeting, all candidates for office must be invited to the meeting and be given ~~every~~ reasonable opportunity to attend. ~~The Chief Returning Officer will oversee any “all-candidates meetings”.~~ ~~Where the CRO is unable to attend they will assist and instruct the local DRO or a member of the Executive Board to conduct the meeting.~~
- c. Expenses incurred by Locals hosting all-candidates meetings, such as food, notices, etc. shall not be considered personal campaign expenses of the candidates, but will be covered by the Society ~~Central. Locals involved.~~
- d. Candidates with no employer release time will have their release time for all- candidates meetings covered by The Society, including travel time.
- e. Candidates are responsible for their own campaign expenses (see Const. Art. 16.11). All travel expenses, pamphlets, phone calls, web-sites, or any other materials or services are the sole responsibility of the candidate, and no Society resources or supplies can be consumed.
- f. Expenses incurred by Locals who host meetings, rallies, etc. for the promotion of a candidate or candidates (other than all-candidates meetings) will not be covered using Society funds.
- g. Other than as set out herein, there is no restriction on an individual’s or Local’s right to endorse candidate(s).
- h. Candidates running as a “slate” are allowed.
- i. The Society will not provide membership lists to any candidate ~~or their advocate.~~  
~~The Society will not provide lists of voters’ contact information (home or work e-mail addresses, home or work addresses, etc.) to any candidate.~~
- j. Mass e-mailing to voters from candidates or their agents through employers’ assets is prohibited. Candidates will be provided with the e-mail addresses of LVPs, and LVPs will be encouraged to pass along election-related e-mails from candidates. All such messages shall be copied to the CRO.
- k. Candidates are allowed to make use of personal or free-hosted web pages and to reference same in their campaign materials.
- l. ~~m. The Society’s web based election forum is available for candidates to~~

~~express views, solicit votes, provide further information, etc. Note that this is supplementary to the election packages mailed to the members with basic candidate information, candidate statements, and ballots.~~

### 3.2 Local Vice-Presidents

#### 3.2.1 Timing of Elections

- a. The Local VP elections shall take place in the same fiscal years as PO elections following the completion of the PO elections.
- b. In the event that the Local Vice-President is unable to complete ~~his/her~~ their term of office the Local Committee shall appoint a replacement until such time as an election can be held. Where there is no Local Committee, the Executive Board shall make the appointment.
- c. In the event that a Local VP is unable to complete their term in office, abandons their position, or is otherwise absent for a period greater than six months which in the judgment of the Executive Board makes their continuation in the role problematic, the Executive Board shall appoint a replacement and may call an election. The CRO will determine the election schedule and timing. ~~position becomes vacant during a LVP term, an election for a replacement Local VP is to be held.~~ If the ~~vacancy~~ election occurs in the third year of the term, the ~~replacement-elected~~ Local VP shall be in office for the outstanding balance of the term plus the following three years.

#### 3.2.2 Election Schedule and Procedures

Elections for Local VPs are to be conducted as follows:

- a. Elections for Local VPs shall conform to the appropriate Articles of the Constitution.
- ~~b. Any two elected representatives within the Local shall nominate current or former elected officials of The Society for the position of Local V.P. (Nominations of members who are not current or former elected officers of The Society are subject to Article VII of the Constitution.)~~
- b. Local V.P. elections shall be by secret ballot conducted by ~~a Deputy~~ the Chief Returning Officer per Constitution article 16. The CRO may use the assistance of a DRO in LVP elections. ~~appointed by the Chief Returning Officer from among the Members of the Local.~~
- c. The ~~CRO/DRO Deputy Returning Officer~~ shall issue a call for nominations to the members of the Local, at least 6 weeks before the election deadline.
- d. The CRO/DRO shall establish an election schedule for LVP elections which includes:
  - a nomination period
  - a campaign period, prior to the issuing of ballots.
  - a voting period.

The call for nominations will be issued at least 6 weeks before the voting period deadline. Nominations shall close at 1:00 p.m. on a date at least ~~three-weeks~~ 14 calendar days after the first call for nominations. The voting period will be at least 14 calendar days.

- e. At least one week prior to the close of nominations the ~~CRO/DRO Deputy Returning Officer~~ shall issue a list of current candidates and a final call for further nominations.
- f. The ~~CRO/DRO Deputy Returning Officer~~ shall invite all candidates for a contested position to submit a written statement, not longer than 500 words, plus responses of a predetermined maximum length to a list of questions as approved by the Executive Board. The campaign statement and responses shall be forwarded to all candidates ~~and they will be given at least two business days to submit comments to the Deputy Returning Officer~~ prior to publication by the CRO/DRO. ~~Each candidate will be given the opportunity to respond to the statement by submitting a 200 word response. This~~ Statements shall not be edited in transcription and shall be truncated if necessary by the ~~CRO/DRO Deputy Returning Officer~~ to meet the length requirement. All submissions to be included in the ballot material.
- g. The Society will not provide membership lists (names and/or contact information) to any LVP election candidate or their advocate.
- h. To be counted, all ballots shall be verified against a list of Local members, as of the final cut-off date for receipt of ballots to prevent duplicate voting and ensure eligibility.
- i. ~~If there is a DRO and they are eligible to vote in the election,~~ the Deputy Returning Officer shall vote in the election as per the Constitution but the vote will be segregated and not be counted unless to establish the winning candidate for the position.
- j. The Chief Returning Officer shall declare the election null and void if within 48 hours of counting the ballots, proof of corruption, theft of mailed ballots, or any other corrupt practice is brought to the attention of the Chief Returning Officer, if in the judgment of the Chief Returning Officer this practice would materially affect the outcome of the election. The Chief Returning Officer shall then repeat the election in its entirety. ~~For the interim, the Executive Board or Executive Committee on behalf of Executive Board will appoint an acting Local V.P. in office. The acting Local V.P. could include the pre-election LVP, another member of the Local, or a member of the Executive Board. while declaring the pre-election Local V.P. in office for the interim.~~
- k. Local Vice-Presidents shall hold office immediately once the ~~CRO/DRO Deputy Returning Officer~~ has declared the election results “official”. The new Local V.P. shall hold office from that point until the completion of the next election. The former Local V.P. will have two weeks from the completion of the election to provide turn-over to the newly-elected Local V.P. This time may be extended by mutual agreement of the former Local V.P., the new Local V.P. and the Executive Committee.

### 3.3 Unit Directors

#### 3.3.1 Timing of Elections

- a. ~~The Unit Director elections shall take place in the same fiscal years as PO elections following the completion of the LVP elections.~~
- b. Unit Director elections for all units shall normally be held at the same time.
- c. In the event that a Unit Director ~~is unable to complete their term in office, abandons their position, or is otherwise absent for a period greater than six~~

months which in the judgment of the Local Committee makes their continuation in the role problematic, the Local Committee shall appoint a replacement and may call an election. The CRO will determine the election schedule and timing. ~~position becomes vacant during a Unit Director's term, an election for a replacement Unit Director is to be held.~~ If the ~~vacancy~~ election occurs in the third year of the term, the ~~replacement~~ elected Unit Director's term shall be in office for the outstanding balance of the term plus the following three years.

### 3.3.2 Election Schedule and Procedures

Elections for Unit Directors are to be conducted as follows:

- a. Elections for Unit Directors shall conform to the appropriate Articles of the Constitution.
- ~~b. Any two Delegates within the Unit, or the Unit Director and one Delegate of the Unit, shall nominate current or former Delegates or Unit Directors in the Unit for the position of Unit Director. (Nominations of members who are not current or former Delegates or current or former Unit Directors are subject to Article VIII of the Constitution.)~~
- b. Unit Director (UD) elections shall be completed ~~by~~ before April 1<sup>st</sup> of each election year and shall be by secret ballot conducted by the Chief Returning Officer (CRO) per Constitution article 16. The CRO may use the assistance of ~~a or by~~ a Deputy Returning Officer appointed from among the Members of the unit.
- c. ~~The CRO/DRO Chief or Deputy Returning Officer~~ shall establish an election schedule for UD elections which includes:
  - a nomination period
  - a campaign period, prior to the issuing of ballots.
  - a voting period.

~~issue~~ The call for nominations ~~to the members of the Unit,~~ will be issued at least 6 weeks before the election deadline. Nominations shall close at 1:00 p.m. on a date at least 14 calendar days after the first call for nominations. The voting period will be at least 14 calendar days.
- ~~d. Nominations shall close at 1:00 p.m. on a date at least three weeks after the first call for nominations.~~
- d. At least one week prior to the close of nominations the Chief or Deputy Returning Officer shall issue a list of current candidates and a final call for further nominations.
- e. The ~~CRO/DRO Deputy Returning Officer~~ shall invite all candidates for a contested position to submit a written statement, not longer than 500 words, ~~plus responses of a predetermined maximum length to a list of questions as approved by the Executive Board.~~ The campaign statement and responses shall be forwarded to all candidates ~~and they will be given~~ at least two business days prior to publication ~~by to submit comments to the CRO/DRO Deputy Returning Officer. Each candidate will be given the opportunity to respond to the statement by submitting a 200 word response. This~~ Statements shall not be edited in transcription and shall be truncated if necessary by the ~~CRO/DRO Deputy Returning Officer~~ to meet the length requirement. All submissions to be included in the ballot material.

- f. The Society will provide a detailed description of the unit boundaries sufficient to allow a candidate in a unit director election to understand which work groups or geographic areas belong to the unit.
- g. To be counted, all ballots shall be verified against a list of Unit members, as of the close of voting for electronic voting or the final cut-off date for receipt of ballots, if paper ballots are used, to prevent duplicate voting and ensure eligibility.
- h. If there is a DRO and they are eligible to vote in the election, the DRO shall vote in the election as per the Constitution but the vote will be segregated in an appropriate manner and not be counted unless to establish the winning candidate for the position.
- i. The Chief Returning Officer shall declare the election null and void if within 48 hours of counting the ballots, proof of corruption, theft of mailed ballots, or any other corrupt practice is brought to the attention of the Chief Returning Officer, if in the judgment of the Chief Returning Officer this practice would materially affect the outcome of the election. The Chief Returning Officer shall then repeat the election in its entirety, while declaring the pre-election Unit Director in office for the interim.
- j. Unit Directors shall hold office from noon of the April 1<sup>st</sup> following the election.

#### 3.4 Interim and Alternate Unit Directors

- a. Where an Interim Unit is created by the Local Committee, or where a Unit Director resigns or otherwise vacates the office outright, an Interim Unit Director shall be appointed by the Local Committee pending an election. A Unit Director election shall be held as soon as practical given the circumstances involved and such election shall take place and be completed before six months from the effective date of the appointment/acting position.

Any exceptions to the procedure outlined in this paragraph shall be approved by the Executive Board.

- b. All interim units shall be confirmed either as interim or official at the next Executive Board meeting.
- c. An Alternate Unit Director appointed pursuant to Article 8.7 of the Constitution shall be a Society member from the unit. The Unit Director shall inform the Delegates within the unit, the Local and the Executive Board upon the appointment of an Alternate Unit Director.
- d. The Alternate Unit Director shall assume all the duties of the Unit Director in the event that the Unit Director is unable to perform those duties.
- e. If the Unit Director does not return to the Unit Director function within six months after first ceasing to perform the duties, an election shall take place as soon as practical.

#### 3.5 Delegates

##### 3.5.1 Election Schedule and Procedures

Elections for Delegate, where they exist, shall follow Unit Director elections and are to be conducted in accordance with the bylaws for the applicable Local. Oversight shall be provided by the Deputy Returning Officer.

### 3.6 Council Representatives

Council Representatives must be selected at least 60 calendar days prior to the regularly-scheduled Society Council. The number of representatives must correspond to membership lists published by The Society office 120 days prior to Council. These representatives will serve for one year.

### 3.7 Executive Board Representatives

Executive Board Representatives shall normally be selected by their Local Committees for a one year term.

### 3.8 Executive Committee Representatives

Executive Committee Representatives (excluding the Principal Officers and Staff Director) shall be elected by the Executive Board for a term of one year.

### 3.9 IFPTE Convention Delegates

3.9.1 IFPTE Convention delegates shall be elected on a schedule to comply with IFPTE's convention timing requirements. All delegates, other than Principal Officers, shall be elected by the members according to a process established by Society Executive Board.

3.9.2 The Society Executive Board will determine the number of IFPTE Convention Delegates, in addition to the Principal Officers, who will be funded to attend the IFPTE Convention.

### 3.10 Election Communications

3.10.1. The Society shall not be responsible for election communications other than those provided for in these Bylaws.

## 4.0 BYLAW IV – DUTIES OF ELECTED OFFICIALS

4.1 The Principal Officers of the Union are the President, The Executive Vice-President and the Secretary-Treasurer. The normal duties of the Principal Officers are defined below and in the Principal Officer Accountability Procedure. Depending on workload, skills and preferences, the Principal Officers may transfer responsibility for certain programs amongst themselves with the approval of the Executive Board.

#### 4.1.1 President

- a. The President shall serve as principal spokesperson for the Union;
- b. The President is a member (ex-officio) of all Society Committees;
- c. Except as provided elsewhere in this document, the President shall be the chief executive officer of the Union and shall enforce and interpret all the laws according to the Constitution, Bylaws and policies set by the Society Council;
- d. It shall be the duty of the President to preside at all meetings of the Society Council, Executive Committee and Executive Board, to exercise supervision over the affairs of the union through its jurisdiction, to sign all official documents, to travel whenever required in the interests of the Union, and to submit to each



Council a report of their activities between Council meetings;

- e. The President shall act as chief executive officer of the Union in all matters wherein authority is not especially conferred upon other Principal Officers of the Union;
- f. The President shall direct the Union's leadership development program subject to the approval of the Executive Board;
- g. The President shall be required to examine all rules and Bylaws adopted by the Locals and ascertain they are not in conflict with the Society Constitution and Bylaws. If any violation is found to exist, then such Local Bylaws shall be inoperative in that respect, and the Default Local Bylaws will be used until the Local Bylaws are revised to conform;
- h. The President shall have supervision over publicity and over editorial policy of the official publication of the Union;
- i. The President shall decide any questions respecting the construction or interpretation of the Constitution and Bylaws. Their decisions may be appealed to the Executive Committee and thereafter the Executive Board. However, pending any such appeal, the President's decision shall be accepted by and binding upon the Union;
- j. The President will carry out decisions of the Executive Board. The President will promote the goals and well-being of the Union and exercise supervision of the Union throughout its jurisdiction.

~~The responsibilities of the President or her/his designate(s) normally includes the following:~~

- ~~a. chair all meetings of the Executive Committee, Executive Board and the Society Council;~~
- ~~b. provide vision and leadership and actions towards building consensus;~~
- ~~e. serve as principal spokesperson for The Society;~~
- ~~d. manage the Society's External Relations work program;~~
- ~~e. liaison with Society Staff Director;~~
- ~~f. sign collective agreements;~~
- ~~g. member (ex-officio) of all Society Committees;~~
- ~~h. ensures/interprets adherence to Council bargaining objectives, Society policy, statutory requirements and the Society Constitution;~~
- ~~i. make appointments to the Society Grievance Appeal Board;~~
- ~~j. act as ex-officio as Shareholder, Director and Officer of all Trustees that operate any Trust for which The Society of Energy Professionals is the Original Settlor.~~

#### 4.1.2 Executive Vice-President ~~Member Services~~

- a. The Executive Vice President will oversee the Grievance and Arbitration process including deciding on the progress of grievances beyond Step 2 in consultation with the Local Vice President and Staff Director;

- b. The Executive Vice President will oversee development and provision of member services and arbitrations. They shall direct the Union's educational program subject to the approval of the Executive Board;
- c. The Executive Vice President will oversee membership engagement, including member retention/affinity programs. This includes overseeing internal committees for Pensioner's, Youth, Women, LGBTQ, Aboriginal, and others to engage members;
- d. The Executive Vice President will act as ex-officio as Shareholder, Director and Officer of all Trustees that operate any Trust for which The Society of Energy Professionals is the Original Settlor;
- e. The Executive Vice President shall perform such other duties as may be determined and assigned to them by the President and Executive Board in carrying out the objectives of the Union;
- f. The Executive Vice President will oversee Bargaining Support and coordination for the Locals upon request. This may include, Bargaining Training, Strike Support, and Internal Organizing (Communication Action Network) and cross Local support in the event of labour action.

~~The responsibilities of the Executive Vice President Member Services shall include the following:~~

- ~~a. carry out the duties of the President when the President is not available;~~
- ~~b. serve as member of the Executive Committee;~~
- ~~c. decide on the progress of grievances beyond Step 2 in consultation with the Local Vice President and Staff Director;~~
- ~~d. oversee development and provision of member services and training, organizing, arbitrations and constitutional complaints;~~
- ~~e. oversee membership retention/affinity programs;~~
- ~~f. sponsor ad hoc committees to deliver services with Executive Committee approval;~~
- ~~g. may delegate authority to another senior elected representative or to a committee;~~
- ~~h. approve Local bylaws for ratification by Local;~~
- ~~i. address constitution and bylaw issues;~~
- ~~j. oversee the Society promotion/donation program;~~
- ~~k. identify issues with adherence to bargaining objectives, Society policy, statutory requirements and the Society Constitution;~~
- ~~l. mentor/coach Local Vice Presidents;~~
- ~~m. sponsor ad hoc committees to initiate organizing drives or develop investment policy or strategy with Executive Committee approval;~~
- ~~n. act as ex-officio as Shareholder, Director and Officer of all Trustees that operate~~

~~any Trust for which The Society of Energy Professionals is the Original Settlor.~~

#### ~~4.1.3 Executive Vice-President—Policy~~

~~The responsibilities of the Executive Vice President—Policy shall include the following:~~

- ~~o. carries out the duties of the President when the President is not available;~~
- ~~p. serves as member of the Executive Committee;~~
- ~~q. oversee development of Society policies and identifies policy gaps;~~
- ~~r. oversee the development of bargaining objectives for the Executive Board;~~
- ~~s. can initiate internal Society policies, procedures, practices and guidelines;~~
- ~~t. sponsor ad hoc committee to draft policies with Executive Committee approvals;~~
- ~~u. may delegate authority to another senior elected representative or to a committee~~
- ~~v. monitor adherence to Society policies;~~
- ~~w. work with staff and other elected representatives to share negotiations and grievance experience;~~
- ~~x. coordinate cross Local bargaining/lobbying campaigns;~~
- ~~y. identify issues with adherence to bargaining objectives, Society policy, statutory requirements and the Society Constitution;~~
- ~~z. act as ex officio as Shareholder, Director and Officer of all Trustees that operate any Trust for which The Society of Energy Professionals is the Original Settlor.~~

#### ~~4.1.3 Secretary-Treasurer —Executive Vice-President—Finance~~

- a. The Secretary-Treasurer will chair the Standing Finance Committee;
- b. The Secretary-Treasurer shall serve as the Unions Chief Administration Officer, and in that capacity, shall oversee the formulation and establishment of adequate accounting and other record keeping procedures regarding all financial transactions of the Union;
- c. The Secretary-Treasurer will lead the Executive Board in its role of safeguarding The Society's financial integrity, including Risk Management;
- d. The Secretary-Treasurer is responsible for the books, documents, files and property of the Union. Any member of the Union can inspect the books, documents, files and property of the Union at any time with the exception of personnel records, matters relating to staff labour relations and other documents which must remain confidential for bona fide reasons;
- e. The Secretary-Treasurer shall cause an annual audit of the financial records and condition of the Union, including a recommendation of the appointment of The Society's External Auditor to the Audit Committee. The Audit shall be submitted to the Executive Board;

- f. The Secretary-Treasurer will cause a financial statement of the Union to be prepared for each meeting of the Executive Board;
- g. The Secretary-Treasurer shall oversee development of the Society budget and overhead work programs for Executive Board approval;
- h. The Secretary-Treasurer shall act as ex-officio as Shareholder, Director and Officer of all Trustees that operate any Trust for which The Society of Energy Professionals is the Original Settlor;
- i. The Secretary-Treasurer in conjunction with the President shall be responsible for all Organizing activities within the Union. The Union's organizing program shall be formulated and directed by the Secretary-Treasurer;
- j. The Secretary-Treasurer will oversee the responsibilities of Property Management for the properties owned by the Union;
- k. The Secretary-Treasurer will be the Compliance officer of the Union;

~~The responsibilities of the Executive Vice President Finance shall include the following:~~

- ~~a. carry out the duties of the President when the President is not available;~~
- ~~b. serve as a member of the Executive Committee;~~
- ~~c. chair the Standing Finance Committee;~~
- ~~d. overall responsibility for financial aspects of Society operations;~~
- ~~e. lead the Executive Board in its role of safeguarding The Society's financial integrity;~~
- ~~f. Society asset management;~~
- ~~g. recommend the appointment of The Society's External Auditor to the Audit Committee;~~
- ~~h. review Society financial statements with the Executive Committee, the Audit Committee and review financial reports that have been submitted to Society Council with the auditor;~~
- ~~i. oversee development of the Society budget and overhead work programs for Executive Board approval;~~
- ~~j. long term financial planning;~~
- ~~k. present financial information to the Executive Board and Society Council according to Bylaw 11.5;~~
- ~~l. ensure the Management Control Framework is followed and revised as necessary;~~
- ~~m. may delegate authority to another senior elected representative or to a committee~~
- ~~n. identify issues with adherence to bargaining objectives, Society policy, statutory requirements and the Society Constitution;~~
- ~~o. recommends External Auditor to the Audit Committee;~~

~~p. act as ex officio as Shareholder, Director and Officer of all Trustees that operate any Trust for which The Society of Energy Professionals is the Original Settlor.~~

#### 4.1.4 Local Vice-President

The responsibilities of the Local V.P. shall include the following:

- a. chair all meetings of the applicable Local Committee;
- b. serve as a voting member on the Executive Board;
- c. serve as the Chief Spokesperson for the Society at the Local level;
- e. serve as the single point of contact with the employer of the members of the Local;
- f. oversee the delivery of members services for members of the Local;
- g. coordinate and participates in negotiations with the employer of the members of the Local;
- h. recommend (or reject) negotiated settlements and coordinates their ratification;
- i. identify issues with adherence to bargaining objectives, Society policy, statutory requirements and the Society Constitution;
- j. participate, or delegates authority to participate, in Step 2 grievance meetings;
- k. provides a written report to Local members, at least twice per year, explaining their personal contributions to Society Committees and project teams of which they are members.

#### 4.2 Unit Directors

The responsibilities of Unit Directors shall include the following:

##### 4.2.1 Representation

- a. regularly review the size and composition of their Units and make recommendation to the Local Committee on the configuration of Delegate groups within the Unit as appropriate.
- b. assist in the identification and resolution of issues affecting members of the Unit by meeting formally with management.
- c. maintain communications with management of their Units through regular meetings, and keep Unit Delegates and the Local VP informed regarding such meetings.
- d. undertake investigations of local problems upon request of Unit Delegates or Members, to facilitate early informal resolutions wherever possible prior to initiating the formal dispute resolution process.
- e. oversee delivery of member service programs within the Unit and have discretion to establish committees to assist them in this role. Such member service programs would encompass activities related to recruitment, health and

safety, grievance, job evaluation, member education, Delegate training, joint teams, and other activities as may be appropriate.

- f. at their discretion, appoint alternates, normally Delegates, to represent members within the Unit who are employed in a different organizational unit of the Employer than the Unit Director in discussions of issues with management.
- g. appoint an alternate, normally another Unit Director, to represent him/her in discussions of issues with management at the request of a member.
- h. make decisions in consultation with affected Delegates as required, specific to joint processes outlined in the Collective Agreement (i.e. negotiation of mid-term agreements, purchased services, advertised vacancies, employment continuity) provided such decisions cannot reasonably be expected to have an impact on members beyond the Unit, or unless otherwise directed by the Executive Board.
- i. negotiate binding agreements specific to their Units, subject to the terms of the Collective Agreement, and subject to Bylaw 6.2 m and Local Bylaws.
- j. responsible for appointing Society representatives to joint Society-Management committees, which have been initiated by their Employer within the Unit and to the Society/Business Unit teams.
- k. Serve as a voting member of the Local Committee.
- l. Identifies issues with adherence to bargaining objectives, Society policy, statutory requirements and the Society Constitution.

#### 4.2.2 Communications

- a. Unit Directors are required to hold a sufficient number of membership meetings to ensure that each member of the Unit has the opportunity to attend one meeting annually, where this is practical considering numbers and distance.
- b. Unit Directors are required to keep Unit Delegates, where they exist, up-to-date regarding the activities of the Local Committee.

#### 4.2.3 Training and Recruitment

- a. Unit Directors are to assist in Delegate training activities for Unit Delegates.
- b. Unit Directors are to participate in recruitment programs through monitoring the progress of Delegates' recruitment efforts.

### 4.3 Delegates

The responsibilities of Delegates, where they exist, shall be set out in the Local bylaws.

### 4.4 Standing Finance Committee

Shall consist of 4-5 members representing a diversity of interest, at least two of whom have some formal or experiential knowledge of financial procedures.

At least two members of the committee should be members of Executive Board, and none of them shall be members of the Audit Committee.

- 4.4.1 The Committee will work with the ~~EVP Finance~~ Secretary-Treasurer to prepare the annual budget and financial statements.
- 4.4.2 This Committee will provide advice to the EVP Finance with respect to significant financial decisions, including but not limited to investment decisions as well.
- 4.4.3 Recommend amendments to its role to the Executive Board for approval.

## 5.0 BYLAW V – EXECUTIVE BOARD ADMINISTRATION

### 5.1 Terms of Reference

The Executive Board shall draw its powers from Article XIII of the Constitution.

### 5.2 Role

The principal roles of the Board are as follows:

- a. Policy Formulation and Determination
- b. Public Relations
- c. Advocacy
- d. Planning
- e. Legal Compliance
- f. Resource Management and Development
  - i Financial
  - ii Succession Planning
  - iii Staff Relationships
- g. Evaluation
- h. Strategic Planning

### 5.3 Operations

- a. The President or ~~designate, in his/her absence, one of the Executive Vice Presidents or, in the absence of the Executive Vice Presidents, a chairperson chosen by the meeting~~ shall preside at all Executive Board meetings and shall vote only in the case of a tie.
- b. The business of Executive Board meetings shall be recorded in Minutes. The Minutes shall be made available to Board members as soon as possible after the meeting.
- c. Any member of the Board may require that a Board vote be recorded.
- d. Providing the prior consent of the Executive Board has been obtained, the President may order a vote by mail, including e-mail, or telephone on any question. The outcome of such a vote shall be confirmed and recorded in the minutes of the next Board Meeting.
- e. The Society Executive Board approves changes to The Pensioners' Chapter Bylaws prior to ratification by its members to ensure that it is not in violation of the Society Constitution.
- f. Members of Executive Board who are unable to attend or to send an alternate may cast their vote(s) by proxy. The proxy may be given to any member of Executive Board and must be accompanied with specific instructions as to how to vote on specific issues. The written voting instructions must be sent by email to the Chair of the Executive Board and the Executive Board Secretary. Members of Executive Board who need to leave the

Executive Board meeting early may give their proxy to any member of Executive Board provided that specific instructions are given as to how to vote on specific issues. The written voting instructions must be sent by email to the Chair of the Executive Board and the Executive Board Secretary. Proxies may not be given for general purposes. Proxies shall not count toward the quorum requirement for the meeting. No Executive Board member shall hold more than one proxy.

- g. Board meetings can be called by the Chair or the Executive Committee, or at the written request of not less than 25% of Board members.
- h. That the Executive Board provide the Society Council with a written report of all substantive motions (whether passed, defeated or tabled) since the last Society Council meeting.
- i. Executive Board approves External Auditor acting on behalf of Society Council.

#### 5.4 Planning Team Administration

##### 5.4.1 Planning Team

- a. The Planning Team shall normally be comprised of the Principal Officers and the Local VPs. In election years, the Planning Team may include the former Principal Officers if requested by the newly-elected Principal Officers, and the Executive Committee.
- b. The Planning Team shall be endorsed by and report to the Executive Board and will develop the Society work programs and budget for the new fiscal year based on the strategic plan.
- c. The Planning process will commence in September of each year.

#### 5.5 Executive Committee Administration

- a. The President or, in ~~his/her~~ their absence, one of the Executive Vice-Presidents or, in the absence of the Executive Vice-Presidents, a chairperson chosen by the meeting shall preside at all Executive Committee meetings and shall vote only in the case of a tie.
- b. The business of Executive Committee meetings shall be recorded in Minutes. The Minutes shall be made available to Board members as soon as possible after the meeting.
- c. Any member of the Executive Committee may request that a vote be recorded, secret or roll call.
- d. Providing the prior consent of the Executive Committee has been obtained, the President may order a vote by mail, including e-mail, or telephone on any question. The outcome of such a vote shall be confirmed and recorded in the minutes of the next Executive Committee Meeting.
- e. Executive Committee meetings can be called by the Chair or a written request of not less than 2 members of the Executive Committee.
- f. Proxies and alternates are not allowed for Executive Committee meetings.

## 6.0 BYLAW VI – LOCAL COMMITTEES

### 6.1 Terms of Reference



The Local Committee shall draw its powers from Article X of the Constitution.

6.2 Operations and Composition:

- a. The composition of the Local Committee shall be defined in the Local's Bylaws.
- b. The Local Committee shall administer the collective agreement with the employer of the members of the Local, including grievances up to Step 2 and all joint committees/teams with the employer.
- c. The Local Committee shall oversee the delivery of member services to the members of the Local.
- d. The Local Committee shall propose the annual budget for the Local for approval by the Executive Board.
- e. The Local Committee shall submit additional requests for resources to the Executive Board.
- f. The Local Committee may establish committees to manage collective agreement administration within the budget approved by the Executive Board.
- g. The Local Committee may submit resolutions to the Society Council.
- h. The Local Committee shall review and make recommendations on Unit Boundaries to the ~~Executive Vice President Member Services~~. **Principal Officer Responsible for Unit Boundaries.**
- i. The Local Committee may submit draft policies or policy ideas to the ~~Executive Vice—President Policy~~ **Principal Officer responsible for Policies** and shall review draft policies proposed by the Executive ~~Vice President—Policy~~. **Committee.**
- j. The Local Committee shall identify issues with adherence to bargaining objectives, Society policy, statutory requirements and the Society Constitution.
- k. The Local Committee shall be chaired by the Local V.P. or, in his/her absence, a chairperson chosen by the Local Committee.
- l. The Local Committee shall operate in accordance with the Bylaws for that Local, subject to these Bylaws.
- m. The Local Committee shall have the responsibility to review local agreements negotiated by Unit Directors specific to Units, as per Bylaw 4.2.1 i), and to provide recommendations regarding approval of such agreements.
- n. Renewals of the Collective Agreements shall be recommended by the Local Committee, signed by the President and subject to ratification by the individuals covered by the agreement.
- o. The Local Committees shall have the power to determine the process to be followed for ratification of any negotiated agreements (including first or renewal agreements) and strike votes (subject to statutory requirements, the Local's Bylaws and the approval of the ~~EVP Member Services~~). **Principal Officer responsible for Elections.**

- p. The Local Committee shall have the right to comment on grievance decisions and shall be primarily responsible for implementing the decisions. Implementation shall mean the duty to carry out a duly made grievance decision and shall not include the power to refuse to implement such a decision.

## 7.0 BYLAW VII – AUDIT COMMITTEE

7.1 The Audit Committee may, at its discretion:

- (a) Review all expense claims and “Society-issued credit card statements” for the Principal Officers, after approval, and report any anomalies to the Executive Board.
- (b) Communicate with Society staff dealing with financial matters independently of the Executive Committee as required.
- (c) Notwithstanding any other provision of this Constitution and Bylaws, submit issues of constitutional interpretation related to the Audit Committee's role to the Constitutional Interpretation Committee for determination.

7.2 The Audit Committee shall:

- (a) Report its findings concerning the external audit directly to the Executive Board on the understanding that Board decisions can be appealed to Council.
- (b) Review the quarterly financial reports and report any issues to the Board.
- (c) Act as liaison (via the Audit Committee Chair) between the External Auditor and the Executive Committee or the Executive Board and the Society Council.
- (d) Review the External Auditor’s annual audit report.
- (e) Check the financial statements for anomalies after the Standing Finance Committee review and before going to Executive Board. If times does not allow, the Audit Committee will check and report at the following month’s Board meeting.
- (f) The Committee will meet with the External Auditor twice per year to find anomalies, monitor implementation of recommendations and identify practices that need revision. The Committee role is to direct and support, not to replicate the work of the External Auditor.
- (g) Recommend for Executive Board approval:
  - i) changes to the Management Control Framework as required;
  - ii) the appointment of the External Auditor, in consultation with the ~~Executive Vice-President-Finance Secretary-Treasurer~~;
  - iii) the terms of reference for the External Auditor's work;
  - iv) the resources required for the audit function.

## 8.0 BYLAW VIII – GENERAL MEETINGS OF THE MEMBERS

- 8.1 Notices for any General Meeting shall be ~~mailed~~ emailed out at least ten working days prior to the date of the meeting and/or posted on notice boards accessible to the Members not less than three working days prior to the meeting.
- 8.2 In the event that a General Meeting is requested by Members or the Society Council in accordance with the Constitution, and if the ~~Executive Vice President—Member Services President~~ fails to issue a notice of meeting within ten working days of receipt of such a request, any two of the requesting Members or a Member designated by the Society Council may call and issue notices of such a meeting.
- 8.3 The location of a General Meeting called by Members or the Society Council shall be chosen considering the work location of the members requesting the meeting.
- ~~8.4 The President or, in his/her absence, the Executive Vice President Member Services or, in the absence of the Executive Vice President, a Member appointed by any members of the Executive Board present shall preside at all General Meetings of The Society.~~
- 8.4 The following provisions shall be made for local membership meetings other than General Meetings pertaining to The Society as a whole:
- a. At least six local membership meetings shall be held each year. As a guideline, they are to be located such that at least 75% of the total membership has reasonable access to the meetings.
  - b. Notices for any local membership meeting shall be issued in accordance with Section 8.1 of this Bylaw.
  - c. Any member of the Executive Board or any Unit Director may preside at a local membership meeting.
  - d. Although a local membership meeting may lead to a subsequent decision by the Executive Board, the local meeting itself is not empowered to decide on any matter brought before it.

## 9.0 BYLAW IX – REFERENDA PROCEDURES

### 9.1 General

All questions submitted for referendum shall be so worded as to be capable of being answered by a direct affirmative or negative answer.

### 9.2 Member Petitions

9.2.1 Member petitions shall include the following:

- a. A referendum question conforming to Section 9.1 of this Bylaw.
- b. The names of at least 2 Sponsors, who shall represent those who have signed the petition in matters specified in Section 9.2.2 or 9.2.3 of this Bylaw.

9.2.2 The Executive Board shall be responsible for ensuring that any petition, satisfying the criteria specified in Article XVIII, Section 18.2 of the Constitution, be put to a referendum of the membership as a whole. The Executive Board may require the petition Sponsors to amend the petition wording to meet the requirements of Section 9.1 of this Bylaw. Such amendments shall be considered part of the original petition.

- 9.2.3 The Local Committee shall be responsible for ensuring that any petition, satisfying the criteria specified in Article XIX, Section 19.2 of the Constitution, be put to a referendum of the Local members. The Local Committee may require the petition Sponsors to amend the petition wording to meet the requirements of Section 9.1 of this Bylaw. Such amendments shall be considered part of the original petition.
- 9.2.4 Any referendum required as a result of member petition shall be conducted by ~~electronic ballot unless a mail-in ballot approved by the CRO.~~

### 9.3 Referenda By Mail-in Ballot

In the event that the ~~Executive Board or Local Committee determines that~~ CRO approves the use of a mail-in ballot ~~is to be held, the following procedures shall apply:~~ the Election Procedure mail-in ballot process will be followed.

- ~~9.3.1 The Chief Returning Officer shall send out referendum ballots within thirty (30) days following the date of motion by the Executive Board, Local Committee or the Society Council, whichever applies.~~
- ~~9.3.2 Subject to Article XVIII, Section 18.3 and 18.4 of the Constitution, and Article XIX, Section 19.3 and 19.4 of the Constitution, upon receipt of a valid member petition, the Chief Returning Officer shall send out referendum ballots within thirty (30) days of the date of the Executive Board or Local Committee meeting following receipt of the petition at the Society Office. Such ballots shall contain the resolution as set out in the petition.~~
- ~~9.3.3 In a referendum of the membership as a whole pursuant to Article XVIII of the Constitution, the Chief Returning Officer shall provide each Member in good standing with a referendum ballot together with a plain envelope marked "Referendum" and an addressed return envelope. At least fifteen (15) business days shall be allowed from the date of mailing or distributing the ballots to the date of closing for the ballot.~~
- ~~9.3.4 In a referendum pursuant to Article XIX of the Constitution, the Chief Returning Officer shall provide each Member in good standing of the Local with a referendum ballot together with a plain envelope marked "Referendum" and an addressed return envelope. At least fifteen (15) business days shall be allowed from the date of mailing or distributing the ballots to the date of closing for the ballot.~~
- ~~9.3.5 The total number of verified but unopened ballots shall be tracked by Delegate Grouping (or by Unit for those Units without delegates). If the referendum is inquorate at the original voting deadline, the CRO shall extend the deadline by at least 10 business days. The CRO and DROs shall enlist all elected representatives to canvas all members who have not yet voted and provide them with replacement ballots.~~

### 9.4 Referenda of the Membership as a Whole by Walk-in Ballot

In the event that the ~~Executive Board determines that~~ CRO approves the use of a walk-in ballot, ~~is to be held in a referendum of the membership as a whole pursuant to Article XVIII of the Constitution, the following procedures shall apply~~ the Election Procedure walk-in ballot process will be followed.

- ~~9.4.1 The Executive Vice President Member Services shall call a sufficient number of membership meetings at various locations across the province to allow all members to have an opportunity to attend, within thirty (30) days following the date of the~~

~~motion by the Executive Board, or the Society Council, whichever established the requirement for a ballot.~~

~~9.4.2 Each member in good standing attending the meeting shall receive a referendum ballot together with a plain envelope marked "Referendum" and an addressed return envelope at the conclusion of the meeting.~~

~~9.4.3 Individual members unable to attend the meeting due to vacation, out of town assignments, bona fide sickness, or death of an immediate family member, shall also receive a ballot.~~

~~9.4.4 Ballot boxes shall be provided at the meeting wherever possible. All addressed return envelopes shall provide for postage free delivery to the Society Office.~~

~~9.4.5 At least fifteen (15) business days shall be allowed from the date of the meeting to the date of closing for the ballot.~~

#### 9.5 Referenda of the Local Membership by Walk-in Ballot

In the event that a Local Committee determines that a walk-in ballot is to be held in a referendum of the Local membership pursuant to Article XIX of the Constitution, ~~the following procedures shall apply:~~ and the CRO approves, the Election Procedure walk-in ballot process will be followed.

~~9.5.1 The Local VP shall call a sufficient number of membership meetings at various locations to allow all members of the Local to have an opportunity to attend, within thirty (30) days following the date of the motion by the Local Committee which established the requirement for a ballot.~~

~~9.5.2 Each member in good standing of the Local attending the meeting shall receive a referendum ballot together with a plain envelope marked "Referendum" and an addressed return envelope at the conclusion of the meeting.~~

~~9.5.3 Individual members of the Local unable to attend the meeting due to vacation, out of town assignments, bona fide sickness, or death of an immediate family member, shall also receive a ballot.~~

~~9.5.4 Ballot boxes shall be provided at the meeting wherever possible. All addressed return envelopes shall provide for postage free delivery to the Society Office or Local address, as approved by the Deputy Returning Officer.~~

~~9.5.5 At least fifteen (15) business days shall be allowed from the date of the meeting to the date of closing for the ballot.~~

### 10.0 BYLAW X – GRIEVANCE APPEAL PROCEDURE

10.1 A Member shall have the right to appeal to the Society Grievance Appeal Board any decision related to the processing of a grievance by The Society or by a Local of the Society. Such an appeal is to be filed in writing to the **Principal Officer responsible for the Grievance Appeal Panel process. EVP Policy.** The decision of the Society Grievance Appeal Board on any such appeal shall be final and binding.

10.2 The Society Grievance Appeal Board shall include at least one Principal Officer ~~excluding the PO responsible for Grievance Coordination and Arbitrations, other than the Executive Vice President Member Services~~ and two Local Vice Presidents or Unit Directors, none of whom are members of the Appellant's Local. No member of the Society Grievance Appeal Board will be in a position of conflict of interest.

## 11.0 BYLAW XI – FINANCIAL AND OTHER CONTROLS

### 11.1 Contracts and Agreements

- a. The Executive Board ~~or its designate~~ shall have power to enter into contracts and agreements in the name of and on behalf of The Society.

### 11.2 Signing Authority

- a. The signature of at least one Principal Officer ~~together with the signature of and either another Principal Officer or a duly authorized member of the Executive Committee one of the Local V.P.s~~ shall be required on all cheques issued by The Society. ~~The signature of three signing officers shall be required for all cheques over \$100,000. The signature of 2 Principal Officers (acting as Directors of the numbered companies and Trusts) shall be required on all cheques issued by SEP on behalf of its numbered companies and Trusts.~~
- b. Any expenses of The Society shall be reviewed by the Staff Director or ~~his/her~~ ~~their~~ designate before authorization by the signing authority. ~~Any expenses of SEP's numbered companies or Trusts shall be reviewed by the Staff Director or their designate before authorization by the EVP Finance.~~

### 11.3 Reserve Policy

- a. The Society target for reserve funds (cumulative excess of income over expenses) shall be ~~a minimum of 50% of SEP's annual operating~~ expenses.

### 11.4 Investment Policy

~~Based on The Society's needs, all of its funds and those of its related numbered companies and Trusts must be invested according to the Investment Procedure(s).~~

- ~~a. At least 80% of Society reserve funds are to be invested, subject to the constraints of the Constitution, to obtain the highest possible return through utilization of a mix of low risk investment instruments. Upon approval by the Executive Board and with annual review, up to 20% of the reserve funds may be invested in other than low risk investments, always subject to Article 13.5.2 of the Constitution.~~
- ~~b. Low risk investment instruments shall be defined to include the following: federal or provincial government bonds, Government backed debt instruments, Crown Corporation bonds, Treasury bills, Guaranteed Investment Certificates from Schedule A Chartered banks, and commercial paper. All non government instruments must be issued by an organization having a minimum bond rating of AA (as rated by McGraw Standard and Poor's or other established bond rating agency using the same bond rating system in the event that McGraw Standard and Poor's are no longer in operation) or equivalent.~~
- ~~c. At least 70% of low risk investments shall be invested in instruments backed by either the federal or provincial governments, or the Canadian Deposit Insurance Corporation (CDIC). CDIC insurance limitations are to be considered with all eligible investments.~~
- ~~d. Low risk investment terms shall be set at the discretion of the Executive Vice President Finance Secretary Treasurer based on current interest rates and cash flow needs of the society; however, no term shall exceed 36 months (three years) for The Society reserve funds and 60 months (five years) for the Society Training Account.~~
- ~~e. At least 80% of the Society Training Account shall be invested in low risk investment instruments. Upon approval by the Executive Board and with annual review, up to 20% of the Society Training Account may be invested other than in low risk investments, always subject to Article 13.5.2 of the Constitution.~~

- ~~f. Investments, other than investments relating to the society reserve funds and the Society Training Account, made pursuant to letters of understanding (LOU) under collective agreements shall be invested as appropriate to the terms of each LOU, as approved by the Executive Board.~~
- ~~g. The services of an investment firm may be accessed at the discretion of the Executive Vice President Finance Secretary Treasurer in consultation with the Audit Committee of the Executive Board.~~
- ~~h. The Executive Vice President Finance Secretary Treasurer shall provide a report on all investments to the Executive Board (after review by the Audit Committee) at least twice per year. This report shall be provided to any Member on request.~~

#### 11.5 Financial Reporting

- a. The ~~Executive Vice President Finance Secretary Treasurer~~ shall provide a financial report to the Executive Board at least four times per year. These quarterly financial statements shall include the disclosure of any previously unreported liabilities, the status of any ongoing liabilities and a summary of any budget variances. These statements shall be reviewed by the Audit Committee before being presented to the Board.
- b. The ~~Executive Vice President Finance Secretary Treasurer~~ shall provide the Society Council representatives with a financial report at least twice per year. Any financial reports to the Council shall be made available to any Member upon request. At the Society Council immediately following the approval of The Society's annual statements by the Board pursuant to Article 22.3 of the Constitution, the financial report shall include The Society's audited statements.

#### 11.6 Audit Function

- a. The Audit Committee shall not perform the audit required under Article 22.2 of the Constitution but shall ensure that an appropriate audit is performed by the external auditor.
- b. A materiality limit shall be established annually by the External Auditor in consultation with the Audit Committee. The external auditor shall examine all transactions greater than these limits for compliance with the Management Control Framework (MCF) and may be asked by the Audit Committee to examine transactions below these limits.

#### 11.7 Management Control Framework (MCF)

- a. The financial controls of The Society shall be embodied in a document termed the Management Control Framework (MCF).
- b. Any revisions or amendments to the MCF shall be prepared under the auspices of the Executive Vice President-Finance.
- c. Any revisions or amendments to the MCF shall be reviewed by the Executive Committee and the Audit Committee, and approved by the Executive Board.
- d. The MCF shall require Executive Committee authorization for work program expenditures above the approved budget, subject to the MCF Financial Authority Register.
- e. The MCF shall require Executive Committee authorization for expenditure of contingency funds, subject to the MCF Financial Authority Register.

**12.0 BYLAW XII – RULES OF ORDER**

12.1 Proceedings of the Society Council and meetings of the Executive Board shall be conducted with reference to Robert’s Rules of Order.

**13.0 BYLAW XIII – UNIT COMPOSITION**

13.1 The composition of the Units of each Local shall be recommended by the applicable Local Committee and approved by the ~~Executive Vice President – Member Services – Principal Officer~~ responsible for Local Composition.

**14.0 BYLAW XIV – LOCAL CONFIGURATION**

14.1 A Local shall normally be established for each bargaining unit. Exceptions shall be decided by the Executive Board upon petition by the Local Committee involved.

**15.0 BYLAW XV – OATH OF OFFICE**

15.1 The “oath of office” below will be sworn in the presence of the Executive Board for any Society elected position requiring an oath of office. Signed copies will be kept on file.

“I, \_\_\_\_\_, promise to perform the duties of my office, as set out in the Constitution and Bylaws of The Society of Energy Professionals (IFPTE Local 160) faithfully and to the best of my ability for my term of office. I also promise to support and obey the Constitution and Bylaws, policies, principles, and goals of The Society of Energy Professionals. As an officer of the union, I will always promote the harmony and dignity of its sessions by counsel and example. I promise to turn over all property of the union to my successor at the end of my term and to relinquish my membership on any committee, board, or other governing or decision-making body, internal or external, associated with my position as an officer of The Society of Energy Professionals.”

Signed by: \_\_\_\_\_ Date: \_\_\_\_\_