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## AMAPCEO BY-LAWS

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*Incorporating all amendments adopted as of November 1<sup>st</sup>, 2017 and as ratified by the Delegates on December 8, 2017.<sup>1</sup>*

By-law 1	Elections
By-law 2	Establishment of Districts and Communities
By-law 3	Establishment of an Audit Committee
By-law 4	Member Dispute Resolution
By-law 5	Representation of Retired Members
By-law 6	Associate Members
By-law 7	Leaves Affecting AMAPCEO Officials
By-law 8	Indemnification of AMAPCEO Directors, Officers and Other Officials
By-law 9	Code of Conduct for AMAPCEO Officials
By-law 10	Trial and Discipline

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<sup>1</sup> **Explanatory Notes** (not forming part of the Constitution or By-laws):

At a special conference held on June 8<sup>th</sup>, 2016, the Delegates adopted a series of constitutional and by-law amendments, as well as transitional resolutions, to establish a new governance and representation structure, which was implemented with effect from January 1<sup>st</sup>, 2017.

The following by-laws incorporate the changes approved at the June 8<sup>th</sup> conference, at the June 23<sup>rd</sup>, 2016 meeting of the former Provincial Council (amendments to By-law 1), at the February 15<sup>th</sup>, 2017 meeting of the Board of Directors (amendments to By-laws 2 and 7), at the May 17<sup>th</sup> meeting of the Board of Directors (affecting By-laws 1, 4 and 10), and at the November 1<sup>st</sup>, 2017 meeting of the Board (affecting By-law 1).

This version of the by-laws includes those amendments made by the Board of Directors in 2017 that were ratified by the Delegates on December 8, 2017.

In addition, however, on March 22, 2018, the Board adopted an amendment changing “Chapter” to “Community” wherever it occurs in the by-laws. This amendment, while becoming effective immediately, is subject to ratification at the next Delegates’ Conference (scheduled for December 2018), at which time the Board intends to propose similar amendments to change “Chapter” to “Community” in the Constitution.

## **AMAPCEO By-law 1: Elections**

Originally adopted on June 23, 2016

Last revised by the Board of Directors on November 1, 2017 and as ratified by the Delegates on December 8, 2017

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### **A. Introduction**

1. The purpose of this by-law is to consolidate in a single document all election rules for Executive Officers, Delegates, Alternate Delegates, members of ADC committees and members of the Board of Directors, as directed by resolution of the Delegates on June 8<sup>th</sup>, 2016.
2. This by-law is enacted under the authority of and should be read in conjunction with Articles 14, 20, 22, 54 and 55 of the AMAPCEO Constitution.

### **B. Elections and Credentials Committee**

4. The Elections and Credentials Committee shall consist of five members of the Association elected by the Delegates' Conference. The term of office of members of the Elections and Credentials Committee shall be two years, beginning on January 1<sup>st</sup> following the ADC at which they are elected. Vacancies on the committee that occur during the term may be filled by the Delegates, either at a meeting of the Delegates or by mail ballot, in which case the term of office of someone elected to fill a vacancy shall be for the remainder of the original term of the vacant position, effective from the date of election by the Delegates. Decisions of the committee shall be made by majority vote. The Committee shall elect one of its members to be Chair.
5. The Elections and Credentials Committee shall supervise elections for the following positions: Executive Officers; Directors; member of the Audit Committee, Elections and Credentials Committee and other ADC committees, unless indicated otherwise in their terms of reference; Delegate; and Alternate Delegate. The Chair of the Elections and Credentials Committee shall function as the Chief Returning Officer for all elections under the Committee's supervision.
- 6.1 Members of the Elections and Credentials Committee are prohibited from being nominated for any position on the Board of Directors while serving as members of the Committee. A resignation from a member of the Committee for the purpose of being nominated for a position on the Board must be submitted in writing to the Secretary of the Association no later than September 1<sup>st</sup> of each year.
- 6.2 Members of the Board of Directors are prohibited from being nominated for or from serving on the Elections and Credentials Committee while serving as members of the Board.
7. The Elections and Credentials Committee shall approve the final form of all nomination forms and ballots for positions and shall ensure appropriate security for ballots before, during and after voting.
8. All nominations shall be signed by the candidate. Nomination forms will be date-stamped when received. The nomination form for a candidate for President, Vice-President, Secretary and Treasurer shall

contain (in addition to the signature of the candidate), the signatures of at least five other members-in-good-standing endorsing the nomination. The signatures and membership status of the candidate and, where required, those endorsing the nomination, shall be verified according to procedures approved by the Elections and Credentials Committee.

9. Following each election, the Elections and Credentials Committee shall provide the Secretary of the Association with a report on the election, attesting to the accuracy of the results and including a high level summary of any election-related issues ruled on by the Elections and Credentials Committee, and any additional relevant information as the Committee may determine. The report shall also be provided to all Delegates. All ballots and nomination forms shall be destroyed under the supervision of the Chair of the Elections and Credentials Committee immediately following the election, unless a recount has been requested, in which case the ballots and nomination forms shall be destroyed following a recount.

10. The Committee may make such additional rules for the conduct of elections as are deemed appropriate, provided such rules are consistent with this By-law and are disclosed to the Delegates and made public for members before being implemented.

11. For any election, the Elections and Credentials Committee may be assisted by staff of the Association who may be authorized by the Committee to conduct appropriate administrative tasks associated with the nomination and election process, including contacting candidates to confirm their eligibility and their willingness to be nominated.

12. Upon election to the Committee, members will be provided with appropriate training and orientation on their roles and responsibilities under the Constitution and the Elections By-law, including generic training on nominations, elections, constitutional interpretation and due process.

13. The Committee shall oversee the preparation and regular updating of, and approve, a "Members' Guide to AMAPCEO Elections" to assist members and candidates in understanding the nomination and election process. The Guide should also include relevant information about election rules, specify how members can communicate with the Committee and indicate clearly that the Committee will use its best efforts to make accommodation available for voters or candidates who self-identify to the Chief Returning Officer.

14. For any election, the nominations shall not be confidential at any time and candidates shall be permitted to withdraw their nominations at any time up to the election. For clarity, while the names of candidates nominated shall not be confidential, the names of nominators/endorsers will not be released as part of the nomination disclosure.

15. The Committee or its designates shall supervise the counting of ballots for any election under this by-law and shall announce the results. The Committee shall be the sole arbiter of any disputes that might arise under this by-law.

**C. Election of Delegates and Alternate Delegates**

16. By April 15 of each year, the Secretary of the Association shall advise each District Executive of the number of members in good standing registered in the District as at April 1 for the purpose of calculating the number of Delegates to which the District (and any Communities within the District) are entitled in the election for that year.

17. The Elections and Credentials Committee shall post a call for nominations to fill open Delegate positions on the first working day following May 1<sup>st</sup>. The nomination period shall remain open until the last working day in May, with the specific time for the receipt of nominations on that day to be established by the Committee.

18. If there are more candidates nominated than there are open Delegate positions, the Committee shall cause to have distributed an electronic ballot to all eligible voters in the District (or Community) during the first two weeks of June, specifying a voting deadline no earlier than five working days after the ballots are sent to voters.

19. The two-year terms of Delegates shall be staggered so that approximately one-half expire each year. Further, approximately one-half of each District's/Community's Delegates shall expire each year.

20A. Vacancies in Delegate positions are either temporary or permanent. A temporary vacancy is one in which there is an incumbent who was elected to the position but who is temporarily unable to fulfill the responsibilities of the position (including attending a Delegates' Conference). A permanent vacancy is one in which either no one was elected to the position or the incumbent has resigned or is no longer eligible to hold the position. An Alternate Delegate may be appointed by majority vote of the District Executive Committee to fill either a temporary or a permanent Delegate vacancy if the vacancy exists at least four weeks in advance of a Delegates' Conference. In such an event, the District Executive must seek nominations from the membership before making an appointment. The Elections and Credentials Committee may specify additional procedures and timelines to govern the appointment of Alternate Delegates, including authorizing a form to be completed by the District Executive Committee to facilitate the appointment of Alternate Delegates. The Alternate Delegate so appointed shall have the same rights and obligations of a Delegate but will serve a term of office that extends only to the Conference immediately following his or her appointment.

20B. A permanent vacancy in a Delegate's position that exists before the close of nominations (i.e., the last working day in May) will be included in the list of open Delegate positions to be filled during the next immediate nomination and election cycle. The original term of office of the vacant Delegate position will determine the length of term to be filled: if the vacancy occurred during the first year of a two-year term, the position will be filled for the remainder of the original term, i.e., the final year of the two-year term. If the vacancy occurred in the final year of the original term, the position will be filled for a new two-year term.

21. The deadline for appointing any Alternate Delegate shall be four weeks before the start of a Conference.

22. Additional Delegates to which a District may be entitled by virtue of Section 20(c) of the Constitution shall be allocated to Communities within the District by majority vote of the District Executive Committee, and the District Executive shall notify the Elections and Credentials Committee of the allocation in writing by a deadline to be specified by the Committee to enable the additional position(s) to be included in the call for nominations.

#### **D. Election of Executive Officers**

23. Members of the Association may be nominated for election to more than one executive officer position but may only accept election to one position.

24. In each election, a separate ballot shall be conducted for each position in the following order: President, Vice-President, Secretary and Treasurer, and the results for President shall be announced before conducting the next ballot for Vice-President, and so on.

25. Candidates' names shall be displayed in alphabetical order by surname. The only other information that should appear with each candidate's name, i.e., surname followed by given name(s) and/or initials as indicated by the candidate, will be: (a) the candidate's bargaining unit and (b) the candidate's District.

26. Following the close of nominations, each candidate for an executive officer position will be entitled to receive a list of Delegates (with home contact information) in order to contact Delegates for campaign purposes. Access to and use of the list by candidates will be subject to the Association's policies on protection of privacy of members' personal records.

27. The "brief written statement and statement of views" that candidates are entitled to append to the Committee's report that is pre-circulated to all Delegates (cited in Article 55.8 of the Constitution) shall be restricted to one side of one 8.5" x 11" sheet of paper. The Committee shall specify a reasonable deadline by which the statements are to be submitted to the Committee for inclusion in its report.

28. Each candidate for President, Vice-President, Secretary and Treasurer shall be entitled to address the Delegates for up to fifteen minutes and will speak in alphabetical order of surname by position. A member of the Committee will time each candidate.

29. The Elections and Credentials Committee and the Board of Directors shall collaborate on the amount of time that should be made available for a candidate question-and-answer session at the Conference, taking into account the number of candidates and the other business on the ADC agenda. As a general guideline, approximately one half-hour should be available for questions for officer candidates. Each question shall be submitted in writing and shall be signed by the questioner and will be read by a member of the Elections and Credentials Committee. The Committee may edit questions and may combine similar questions. Questions may be directed to specific candidates, but all candidates running for the same position shall be permitted to respond to each question. Time limits shall be imposed by the Committee before the session on each question and the response from each candidate.

30. The time for voting shall be specified on the ADC agenda and any other business of the Conference must be suspended to permit voting at the specified time. Under no circumstances will voting be re-scheduled before the specified time. The Chair of the Conference shall remind Delegates of the voting time and procedure and appropriate notices shall be posted clearly inside and outside the meeting room.

31. The Delegates may determine from time to time whether paper ballots or electronic voting technology will be used for voting at the ADC.

32. *If paper ballots are being used:*

At the time fixed for voting, whether for executive officer positions or on an ADC committee, the doors will be tiled and no one will be permitted to enter or leave the room until voting is concluded. The ballots will be distributed while Delegates are seated or at the time of registration and Delegates will be asked to mark their ballots at their seats, taking such precautions as they may to protect their privacy while seated. The ballots will then be collected from Delegates while they remain seated, with each Delegate placing his or her ballot in the ballot box that will be carried from table to table. The Committee, accompanied by any scrutineers, shall leave the meeting room to count the ballots. Members of the Elections and Credentials Committee who are themselves candidates for any office shall not participate in the counting of votes for that office and additional Delegates may be appointed by the ADC to assist in the counting of ballots as required.

33. *If electronic voting technology is being used:*

At the time fixed for voting, whether for positions as executive officers or on an ADC committee, the doors will be tiled and no one will be permitted to enter or leave the room until voting is concluded. The technology to be used for voting will be distributed to Delegates either at the time of registration or at their seats with due regard for security and privacy and Delegates will be asked to cast their votes at their seats, taking such precautions as they may to protect their privacy while seated. The votes will be tallied using the authorized technology under the supervision of the Elections and Credentials Committee, although members of the Elections and Credentials Committee who are themselves candidates for any office shall not participate in the supervision of the vote for that office.

34. Each candidate for an executive officer position is entitled to nominate one scrutineer, who shall be permitted to observe the counting of ballots (if paper ballots are used) or to observe the voting process (if electronic voting is being used), in either case under the supervision of the Elections and Credentials Committee. Any scrutineer so appointed must be either a Delegate or a Delegate-at-Large.

#### **E. Election of Directors to the Board of Directors**

35. In scheduling the Fall nomination and election dates for executive officers and Directors, the Elections and Credentials Committee shall ensure that the election process for Directors is completed, and

Delegates advised of the results, before the start of the Annual Delegates' Conference.

36. Someone elected as a Director who is not already a Delegate or Alternate Delegate to the next following Delegates' Conference is entitled to be appointed by the Board as a Delegate-at-Large to any Conference that occurs between the date of his or her election and the start of his or her term.

37. The two-year terms of Directors shall be staggered so that approximately one-half expire each year.

38. Following the close of nominations, candidates for Director in each District shall be provided with the following support from AMAPCEO:

- (a) the organization of at least one telephone town hall to which all members in a District are invited and during which candidates will be permitted to deliver a 5-minute speech and engage in a moderated question-and-answer session;
- (b) the opportunity to submit a video candidate statement and have it posted on the AMAPCEO website;
- (c) the opportunity to submit a written candidate statement and have it posted on the AMAPCEO Website;
- (d) the opportunity to have circulated a written candidate statement with the ballot distributed to voters.

39. The Elections and Credentials Committee shall oversee the provision of the supports referenced in Section 38.

40. Candidates shall be listed in alphabetical order of surname on the ballot, showing given name(s) and initials(s) as indicated by the candidate. The candidate shall also be identified on the ballot by the name of his or her bargaining unit.

41. If there are more than one candidate nominated for the position of Director, the Committee shall cause to have distributed an electronic ballot to all eligible voters in the District, specifying a voting deadline no earlier than five working days after the ballots are sent to voters.

#### **F. By-elections**

42. For all by-elections, the Elections and Credentials Committee shall cause to have distributed an electronic ballot to all eligible voters for the by-election, specifying a voting deadline no earlier than five working days after the ballots are sent to voters. All candidates shall be given an opportunity to submit a written candidate statement to be both posted on the AMAPCEO website and distributed along with the ballot, as described in Article 38.

43. For by-elections for an executive officer or Director, candidates will also be given the opportunity to participate in at least one telephone town hall, give a 5-minute speech and engage in a moderated

question-and-answer session, as described in Article 38.

### **G. ADC Committee Elections**

44. Candidates for ADC Committees in elections to be held at a Conference shall be entitled to have a written statement similar to the one specified for executive officer candidates circulated in advance of the Conference by the Elections and Credentials Committee.

45. Candidates for ADC committees in elections to be held at the ADC shall be nominated during the same nomination period and with the same nomination deadline as candidates for the executive officers.

### **H. Miscellaneous**

46. The President shall be an *ex officio* member of all bargaining teams.

47. In announcing the results of any vote, the chair of the Delegates' Conference shall announce the number of votes received by each candidate, together with the number of spoiled ballots.

### **I. Interpretations**

48. For purposes of clarity, "reasonable means" as it appears in the Constitution shall be construed to include communication by electronic mail or posting on the AMAPCEO Web site and "mail" shall include "electronic mail or e-mail", including a link to a ballot that is sent to voters electronically.

49. For purposes of clarity, "write-in" ballots (i.e., ballots bearing the names of candidates other than those whose listing on the ballot has been approved by the Elections and Credentials Committee) are not permitted and must be counted as spoiled ballots.

50. For purposes of clarity, a member's District or Community membership, and the right to be nominated for District or Community office and to vote in District or Community elections, stems from his or her home position in the AMAPCEO bargaining unit. Members in good standing who hold acting assignments or secondments outside their home position remain registered as members of the District or Community that corresponds to their home position.

51. Notwithstanding Section 50, the Executive Committee of a District divided into Communities seeking to fill a Delegate vacancy under the provisions of Section 20A may appoint as an Alternate Delegate for a Community a member in good standing from another Community in the District, provided there is no one with a home position in the affected Community available for appointment.

52. For purposes of clarity, if, at the close of nominations for any Association-wide or District/Community or committee position, the number of nominations received is fewer than or equal to the number of open positions to be filled by election, the individual or individuals nominated for the position (provided they meet the eligibility requirements to be a candidate) shall be declared elected by acclamation.



53. Unless indicated otherwise, all ADC committees are to be elected by a plurality of votes, with no requirement for election by a majority of votes. If there is a tied vote for the final position on any committee, including Delegates elected to District Executive Committees, the tie shall be resolved by the flip of a coin.

54. For any election or by-election falling within the jurisdiction of the Elections and Credentials Committee, all candidates and other members in good standing will be governed by the following campaign rules: (a) no candidate or any other member in good standing may use employer or AMAPCEO resources (e.g., funds, supplies, equipment, services, membership lists, staff or facilities) to communicate with voters for purposes of campaigning, except as provided in this by-law; (b) no candidate or any other member in good standing may campaign for office during normal working hours; (c) all candidates are obliged to observe the applicable Activist Codes of Conduct and Equity Statements with regard to member behaviour, including statements made in written or other campaign material.

55. With the exception of elections held among Delegates, the deadline by which a new member can be added to the voters' list for an election is the deadline for the close of nominations for that election.

56. For Delegate elections, only Delegate vacancies identified by the close of nominations will be included in the imminent election.

## **AMAPCEO By-law 2: Establishment of Districts and Communities**

Originally adopted by the Delegates on June 8<sup>th</sup>, 2016

Last amended by the Board of Directors on February 15<sup>th</sup>, 2017 and as ratified by the Delegates on December 8, 2017

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### **Part A - Introduction**

1. The purpose of this by-law is to establish Districts and Communities under the authority of Sections 14 and 15 of the AMAPCEO Constitution and to allocate Delegates under the authority of Section 22.4.

### **Part B – Districts and Communities**

2. The following 12 Districts are hereby established, with Communities as indicated. The boundaries of the Districts and Communities are as described in the Governance Report of the Board of Directors, tabled with the Delegates on June 8, 2016.

<b>Districts</b>	<b>Communities</b>
Northern Ontario	Thunder Bay
	Sault Ste. Marie
	Sudbury
	North Bay
Eastern Ontario	Durham Region
	Peterborough
	Ottawa
	Kingston
Western Ontario	Guelph
	London
	Windsor
	St. Catharines/Niagara
	Hamilton/Burlington
	Halton/Peel/Barrie/Penetanguishene

<b>Districts</b>	<b>Communities</b>
GTA North	North York/Newmarket/Aurora
	Downsview
Midtown	Bloor
	St. Clair
Bay Street	
College Park	
Jarvis	
University/Toronto South	
Mowat/Hearst	
Ferguson/Whitney	
Frost/Hepburn	

**Part C – Bargaining Unit Delegates**

3. Under the authority of Section 22.4 of the Constitution, the following additional Delegates are appointed to represent specific bargaining units:

<b>Bargaining Unit</b>	<b>Number of Delegates</b>
Office of the Provincial Advocate for Children and Youth (OPACY)	1
Waypoint Centre for Mental Health	1
Public Health Ontario (PHO)	1
Health Quality Ontario (HQP)	1
Ontario Arts Council (OAC)	1
Office of the French Language Services Commissioner (OFLSC)	1

4. All members represented by the designated bargaining units, regardless of their work location, are eligible to participate as voters and candidates for the designated additional Delegate positions.

**Part D – Temporary Workplace Relocations**

5. The Board of Directors shall have the authority to adopt policies to regulate the assignment of members to Districts or Communities during temporary workplace relocations.

## **AMAPCEO By-law 3: Establishment of an Audit Committee**

Originally adopted on November 12, 1996

Incorporating amendments adopted as of June 8<sup>th</sup>, 2016

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### **Part A - Introduction**

1. The purpose of this by-law is to establish an Audit Committee, pursuant to the following resolution approved on June 23, 1996, by the Delegates' Conference of the Association of Management, Administrative and Professional Crown Employees of Ontario (AMAPCEO):

“That the Delegates’ Conference authorizes the Provincial Council to adopt a by-law to establish an independent Audit Committee, with general responsibility for monitoring and evaluating financial policies, the accounts of the Association and the auditors' report, as well as other duties as assigned by the [former] Provincial Council, the Board of Directors or the Delegates. The committee shall report annually to the Delegates' Conference but should report from time to time between meetings of the Delegates to both the Board of Directors and the [former] Provincial Council. The detailed composition, selection process and terms of reference should be contained in the by-law.”

2. This by-law is made under the authority of Section 25.5 of the Association's Constitution.

### **Part B - Terms of Reference**

3. An Audit Committee is hereby established with general responsibility for monitoring and evaluating financial policies, compliance with generally accepted accounting principles, the accounts of the Association and the auditors' report, as well as other duties as assigned by the Board of Directors or the Delegates.
4. The committee shall report annually to the Delegates' Conference but should report from time to time between meetings of the Delegates to the Board of Directors.
5. The committee shall have the following specific duties and authority:
  - 5.1 To recommend the processes and procedures required to engage an audit firm.
  - 5.2 To recommend to the Board the external audit firm to be engaged.
  - 5.3 To review, question and comment on the results of the audit (and management's

response to the auditors' opinion) before audited financial statements are submitted to the Board.

- 5.4 To meet with the auditors at either the request of the committee or at the request of the auditors, and to hold at least one routine meeting (and others as the committee may determine) with the auditors without Board members or Association staff being present.
- 5.5 To review financial policies and internal control procedures and determine the external auditors' views on these procedures and to report to the Board and to the Delegates' Conference regarding existing financial policies and/or internal control procedures.
- 5.6 To safeguard the independence of the audit function by assessing the scope and quality of the audit work performed and the fees paid to the auditors for both audit and non-audit services, and to comment on any non-audit services provided by the auditors.
- 5.7 To review with Board members and with the auditors the appropriateness of AMAPCEO's accounting and financial reporting.
- 5.8 To have access to all relevant documents (including all correspondence exchanged between the auditors and AMAPCEO Board members or staff), and have authority to meet with any AMAPCEO employees, as considered necessary to perform the above-noted responsibilities.
- 5.9 To recommend to the Board and/or the Delegates' Conference additional or special audits as the committee may deem appropriate.
- 5.10 After consultation with the Constitution Committee, to recommend to the Board and/or the Delegates' Conference a code of ethics/conflict of interest, which may include a process for investigating and reporting on perceived questionable or unethical behaviour or perceived conflicts of interest in the Association.
- 5.11 To advise the Board and/or the Delegates' Conference on additional responsibilities that might be assigned to the committee, including whether value-for-money auditing should become part of the committee's mandate.
- 5.12 To maintain Committee meeting minutes for Auditor review which reflect the duties in the Committee's terms of reference.

**Part C - Election of Committee Members**

6. The committee shall consist of a minimum of three and a maximum of five members elected by the Delegates' Conference. Any member in good standing is eligible to be elected to and serve on the Audit Committee except (a) currently-serving members of the Board of Directors and (b) former members of the Board of Directors whose Board membership ended less than twelve months immediately preceding the Delegates' Conference at which the Audit Committee election is being held. Members shall serve two-year terms and members' terms shall expire on a staggered basis, so that three members are elected one year and two members are elected in the other year. Members may be re-elected for more than one term of office. Vacancies that occur during the year shall be filled through a by-election conducted among the Delegates by the Elections and Credentials Committee.
7. The Elections and Credentials Committee shall supervise the process for nominating and electing members to the Audit Committee.
8. The Treasurer of the Association shall act in the capacity of principal advisor to the Audit Committee, attending and speaking (without the right to move or second motions, to be counted for purposes of quorum or to vote) in meetings, as determined by the committee.
9. The committee shall elect annually from among its members a chair, a vice-chair and a secretary.

## **AMAPCEO By-Law 4: Member Dispute Resolution**

Adopted by the Board of Directors on May 17, 2017 and as ratified by the Delegates on December 8, 2017

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### **Part A - Introduction**

1. AMAPCEO recognizes that disputes between members may arise from time to time. The purpose of this By-law is to establish procedures for the resolution of such disputes.
2. At the Delegates Conference held in June 2016, the Delegates unanimously approved a resolution adopting a “Member Dispute Resolution Policy” for the resolution of disputes between AMAPCEO members, and the process for the imposition of corrective measures, including discipline where necessary.
3. This By-law is enacted under the authority of Section 42 (k) of the AMAPCEO Constitution, which specifies that the Board shall “have the authority to adopt by-laws and by-laws adopted by the Board of Directors shall be ratified by a majority of votes cast by the Delegates.”

### **Part B – Scope**

4. The nature of disputes falling within the scope of this By-law includes:
  - 4.1 Conflict between members with respect to actions taken or statements made in the workplace, provided such conflict, disagreement or complaint would not constitute a dispute under the member’s Collective Agreement. For example, this policy will not be used for one member to accuse another member of workplace harassment unless that alleged harassment relates to internal AMAPCEO business.
  - 4.2 Disputes between members with respect to actions or statements made in a member’s capacity as a member of the Association (i.e. related to one’s membership and participation in AMAPCEO);
  - 4.3 Disputes or complaints that form the basis for potential action under Section 10 of the Constitution;
  - 4.4 Disputes or complaints arising from the AMAPCEO nomination and elections process (both at the District level and Association wide).

### **Part C - Principles**

5. In adopting the AMAPCEO Constitution and By-laws, all members and Officers should strive to act with integrity and respect for the human rights of others, and in accordance with democratic principles and process.
6. A Code of Conduct is in place for both the Board of Directors and all AMAPCEO activists.



Within the Code of Conduct exist a duty to treat other AMAPCEO members and staff with respect when acting in their roles as AMAPCEO activists, in all AMAPCEO meetings and interactions.

### **Informal Dispute Resolution**

7. In keeping with AMAPCEO's labour relations approach, it is anticipated that where possible, an attempt will be made to resolve disputes informally prior to any application of this By-law and associated policies. Accordingly, parties in disputes will be encouraged to resolve their differences through informal means. Within this context,
8. AMAPCEO will:
  - 8.1 Promote the resolution of disputes through dialogue, cooperation, respect and understanding.
  - 8.2 Consider requests for assistance in resolving disputes between members, including mediation or facilitated discussion.
9. Members will:
  - 9.1 Attempt to resolve differences or disputes through informal collaborative, cooperative means instead of using adversarial methods of filing formal complaints.
  - 9.2 Seek assistance with conflict resolution without filing formal allegation of misconduct.
10. Where appropriate, a formal investigation process may be put on hold to allow the parties to seek an informal resolution to their dispute.
11. Where the parties in dispute have attempted to resolve the matter informally and are unsuccessful, mediation will be encouraged by the Panel of Member Peers described below.

### **Part D - Terms of Reference**

#### **Member Roster**

12. A Member Roster consisting of six (6) AMAPCEO members in good standing shall be established by the Board of Directors on a biennial basis.
13. The Member Roster will be used, when required, to convene a Panel of Member Peers to consider disputes and to recommend corrective actions.
14. Any member in good standing is eligible to become part of the Roster, so long as they do not also hold office as a member of the Board of Directors.
15. In establishing the Member Roster, the Board of Directors shall:

- 15.1 Solicit applications by interested candidates from the AMAPCEO membership on a biennial basis;
- 15.2 Consider primarily the skills and experience of the member candidates;
- 15.3 Where possible, attempt to find a balance of members across districts and/or bargaining units;
- 15.4 Fill vacancies, when they occur without undue delay; and
- 15.5 Ensure that required orientation and training is provided to the members.

### **Panel of Member Peers**

- 16. The Member Roster shall be used to establish designated Panels of Member Peers, consisting of three (3) members, as required, to consider disputes and to recommend appropriate corrective action(s).
- 17. Each Panel of Member Peers shall be designated in such a manner as to ensure an unbiased consideration of each case, and shall be provided assistance, advice and resources, as required.
- 18. The Panel of Member Peers may:
  - 18.1 recommend mediation.
  - 18.2 recommend investigation.
  - 18.3 determine remedy or corrective actions short of suspension and expulsion from Office or the membership.
- 19. The Panel of Member Peers shall make decisions that are not arbitrary, biased, or in bad faith.
- 20. Corrective measures that involve discipline as set out in By-law 10, suspension or expulsion from Office or the membership shall follow the process described in this By-law under Misconduct.

### **Misconduct**

- 21. Formal allegations of misconduct warranting discipline as set out in By-law 10 must be submitted in writing to the Executive Committee, clearly stating the allegation(s).
- 22. Where the complaint is determined to be frivolous, or without merit, the Executive Committee may dismiss the complaint.
- 23. Where the matter is resolved through the informal dispute resolution process, there shall not generally be a requirement to designate a Panel of Member Peers.
- 24. In all other instances the circumstances shall be considered to determine the most appropriate course of action including designating a Panel of Member Peers, seeking third-party mediation or a third-party investigation.

25. Where an investigation is warranted, the services of a third-party investigator will be engaged from a Board-approved list.
26. The investigator will submit a preliminary report to AMAPCEO, and a copy of the investigator's preliminary report will be provided to all complainants and respondents, who will be given an opportunity to comment in writing on the investigator's report.
27. The investigator's final report, along with any written submissions of the parties, shall be provided to the Panel of Member Peers for consideration.
28. No member shall be suspended or expelled from office or membership unless an investigation has been conducted.

### **Third Party Neutral**

29. Where an external mediation or external investigation is warranted, a third-party neutral shall be engaged to dispose of the matter as expeditiously as possible.
30. A list of third-party neutral mediators, investigators and appeals officers will be approved by the Board of Directors.

### **Part E – Process Filing a**

#### **Complaint**

31. Complaints under this by-law must be filed in writing, within three (3) months of the alleged incident; no anonymous complaints will be considered under this By-law. Complaints may be filed online through the AMAPCEO website on e-form.
32. The following details must be included in the written complaint:
  - 32.1 name of the complainant, respondent and witnesses (if applicable);
  - 32.2 date and location of the alleged incident;
  - 32.3 details of the complaint, including a description of the event or situation giving rise to the complaint;
  - 32.4 the grounds under which the complaint is being filed; and
  - 32.5 the resolution sought.

#### **Timelines**

33. Within 30 days of receiving a complaint, a preliminary assessment will be completed. This preliminary assessment will determine if the complaint falls within the scope of this By-law and

associated policies, and if there are grounds to proceed. This may include requesting further information from the complainant.

34. If the complaint falls within the scope of this By-law, and there are grounds to proceed, the complainant and respondent will attempt to resolve the dispute through the Informal Dispute Resolution process within 30 working days.
35. The respondent will be provided a copy of the complaint, applicable By-laws, policies and procedures.
36. If the dispute is unresolved through the Informal Dispute Resolution process, the Executive Committee will convene a Panel of Member Peers within 30 working days to consider and attempt to resolve the dispute.
37. The Panel of Member Peers may determine remedy or corrective actions short of suspension and expulsion from Office or membership. Corrective actions could include an apology, a reprimand and warning, education or training, or prohibition from serving on AMAPCEO committees.
38. If the Panel of Member Peers recommends that the dispute proceed to mediation, the Executive Committee will review and either uphold or reject the recommendation. In their decision, the Executive Committee will consider:
  - 38.1 if all affected parties are agreeable to attempt to resolve the conflict through mediation;
  - 38.2 there has been adequate assessment of the circumstances and the information provided supports proceeding with mediation; and
  - 38.3 a resolution is assessed to be reasonable and attainable.
39. If the Panel of Member Peers' recommendation to proceed to mediation is approved, AMAPCEO will notify all parties within 30 working days and arrange for mediation.
40. If the Panel of Member Peers makes the recommendation that the dispute proceed to investigation, the Executive Committee of the Board of Directors will review and either uphold or reject the recommendation
41. If the Panel of Member Peers' recommendation to proceed to investigation is approved, AMAPCEO will notify all parties within 30 working days and arrange for an investigator.
42. Investigations will be completed within 30 working days. The investigator's role is to examine the allegations of the complainant, interview witnesses, collect and review data. An investigator can decide if there is sufficient evidence to support the complainant's allegations, and whether or not misconduct is found.
43. If either party does not provide information or documents, or refuses to participate in the

investigation, AMAPCEO may:

43.1 continue with the process of investigation;

43.2 conclude that the respondent accepts all of the allegations in the complaint;

43.3 make findings and recommendations based on the information and documents gathered.

44. Within the 30 day investigation period, a draft report will be provided to the complainant, respondent and the appropriate AMAPCEO body. The complainant and respondent will have 15 working days to provide a response to the draft report.
45. AMAPCEO members are allowed representation, if they choose, throughout all parts of the process.
46. AMAPCEO members involved in an investigation will be entitled to paid Association leave under the appropriate clause in their Collective Agreement. AMAPCEO members who are complainants, respondents or witnesses will also be entitled to paid leave under the appropriate clause in their Collective Agreement for the time required to participate in an investigation.

#### **Part F - Bad Faith Complaints**

47. Complaints made in bad faith are those where the Complainant knows the complaint to be false. While such cases are uncommon, they are considered serious and may be dealt with under the Code of Conduct and/or By-law 10, Trial and Discipline.

#### **Part G - Appeals**

48. Within thirty (30) days of receipt of any decision imposing suspension or expulsion the member(s) may appeal by written submission to the Executive Committee.
49. Upon receipt of an appeal, an experienced lawyer and third-party neutral shall be mandated to dispose of the appeal as expeditiously as possible.
50. The third-party neutral will establish the process to be followed in each case, ensuring procedural fairness and a review of the facts and all arguments made by the parties.

#### **Part H – Reports**

51. A report of all disputes will be provided to the Board of Directors and the Annual Delegates' Conference. Reports to the Delegates may consist of a summary without revealing the names of complainants or respondents.

## **AMAPCEO By-Law 5: Retired Members**

Originally adopted on February 18, 1998; incorporating amendments adopted as of June 8<sup>th</sup>, 2016

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### **Part A - Introduction**

1. The purpose of this by-law is to facilitate continuing participation and input by retired members in the affairs of AMAPCEO.
2. In this by-law, “retired member” has the same meaning as in Section 9.1 of the AMAPCEO Constitution.
3. The Secretary of AMAPCEO shall maintain as part of the Association’s membership register a list of retired members.

### **Part B - Annual Caucus**

4. At least eleven (11) weeks before every Annual Delegates’ Conference, the Secretary shall give notice of an Annual Caucus of Retired Members.
5. The notice shall specify the date, time and place of the caucus, and may be given in the Association newsletter or by such other reasonable means as the Secretary considers appropriate.
6. The caucus shall be held at least five (5) weeks before the Annual Delegates’ Conference.
7. The caucus shall be open to everyone whose name appears on the list of retired members at the start of the caucus and to any member of the Board of Directors who wishes to attend.
8. Persons entitled and wishing to register as retired members at the start of the caucus shall be entitled to so register (subject to completion of the appropriate form and payment of the appropriate fee) and to participate (and vote) in the meeting.
9. Retired members who have registered (including completion of the appropriate form and payment of the appropriate fee) at least one (1) week in advance of the meeting may attend the meeting by teleconference at their own expense subject to making prior payment arrangements satisfactory to the Secretary.
10. A quorum for the conduct of all business shall be six (6) members attending (including those attending by teleconference) and, subject to Article 13 of this by-law, all decisions shall be made by majority vote, openly cast.

11. At the start of the meeting, the caucus shall select one of its members to preside, who shall retain his or her right to vote on all questions and who shall record the attendance and decisions of the caucus.
12. The purpose of the caucus shall be to review contributions made to the Association by retired members over the preceding year; to discuss matters of interest to retired members; to formulate concerns and recommendations; and to select a representative to attend Delegates' Conferences over the upcoming year.

### **Part C - Caucus Representative**

13. The person elected as Caucus Representative shall be the person receiving the largest number of votes, with tie votes to be broken by lot.
14. Any retired member whose name appears on the list of retired members at the start of the caucus shall be eligible to be elected as representative, provided that if the member is not in attendance at the meeting, he or she must have previously indicated his or her willingness to serve.
15. The person elected by the Annual Caucus as its representative shall be deemed to be one of the Delegates-at-large appointed by the Board of Directors.
16. The caucus may elect an alternate to attend the Delegates' Conference in the event that the representative is unable to attend.
17. The results of the election process, including the number of votes received by each candidate, shall be recorded by the presiding officer and communicated forthwith to the AMAPCEO Secretary.
18. In the event that the person elected and his or her alternate (if any) is unable to attend a Delegates' Conference, the Board of Directors may appoint another retired member to attend.

### **Part D - Effective Date and Abeyance**

19. This by-law takes effect on April 1, 1998.
20. The by-law is held in abeyance if there are not at least twenty (20) retired members enrolled on the date on which notice would otherwise be given under Section 4 of the by-law.

## **AMAPCEO By-Law 6: Associate Members**

Originally adopted on September 29, 2004

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### **Part A - Introduction**

1. The purpose of this by-law is to establish the category of “associate membership” in AMAPCEO.
2. This by-law is enacted under the authority of Section 9.2 of the Constitution, which specifies that “The Board of Directors may, by by-law, establish a special class of membership for [employees who hold an acting assignment or acting appointment in a bargaining unit represented by the Association but whose home position is outside a bargaining unit] to specify the extent to which they may participate within the Association in a non-elective and non-voting capacity”.

### **Part B - Associate Membership**

3. Employees represented by the Association who are seconded into or who hold an acting assignment or acting appointment in a bargaining unit but whose permanent or home position is outside a bargaining unit are eligible to become Associate Members in the Association by completing the appropriate membership application form approved by the Board of Directors. Such applications shall be addressed to the Secretary of the Association and shall be decided by the Board of Directors according to a process determined by resolution of the Board. Any associate member may resign from associate membership at any time by giving written notice to the Secretary, who shall so inform the Board of Directors at its next meeting.
4. Section 10.1 of the Constitution shall apply to associate members.
5. Upon admission to associate membership in the Association, an associate member will be registered by the Secretary in a Community according to the process specified in Sections 11.1 and 11.2 of the Constitution.
6. Associate members will be entitled to be notified of all Community meetings and shall be entitled to receive Association communications that are routinely sent or available to members in good standing.
7. As specified in Section 9.2 of the Constitution, associate members shall be entitled to attend and speak at Community meetings but are not entitled to (a) be counted for quorum at any meeting, (b) move or second motions, (c) vote on any matter at any meeting, (d) stand for or serve in any elective office within the Association.
8. An Associate Member who subsequently is appointed to a home position in an AMAPCEO bargaining unit shall automatically have his or her associate membership revised to full membership status effective from the date of the change in home position status.



## **AMAPCEO By-Law 7: Leaves Affecting AMAPCEO Officials**

Originally adopted on June 22, 2005

Incorporating amendments adopted as of June 8<sup>th</sup>, 2016 and February 15<sup>th</sup>, 2017, and as ratified by the Delegates on December 8, 2017

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### **Part A - Introduction**

1. Notwithstanding the rights of members in good standing as specified in Section 8 of the Constitution, the purpose of this By-law is to establish a policy to address the potential for conflicts of interest and/or conflicts in time commitment that might arise on the part of elected AMAPCEO officials who are on a secondment, acting assignment or leave of absence outside their AMAPCEO bargaining unit or outside their District, or who are facing criminal charges during their term of office.

### **Part B – Policy on AMAPCEO Officials Acting Outside Their Bargaining Unit or Their Workplace**

1. Delegates, Alternate Delegates, Delegates-at-Large, Members of ADC Committees, Members of the Board of Directors and Members of District Executive Committees shall not carry out the duties and responsibilities of their AMAPCEO positions while on a secondment, leave or acting assignment outside an AMAPCEO bargaining unit if the secondment, leave or acting assignment is longer than thirty-one days in duration. The maximum period that an elected official will be permitted to hold office while not carrying out his or her duties and responsibilities under this section shall not exceed six months, after which time a vacancy in the position shall be declared if the incumbent has not yet returned from his or her secondment, leave or acting assignment.
2. Any AMAPCEO elected official who receives an employer's approval of a secondment, leave or acting assignment outside an AMAPCEO bargaining unit of thirty-one days or longer has an obligation to immediately notify either the President or the Secretary of the Association of the relevant change in workplace status.
3. For clarity, a secondment, leave or acting assignment outside a bargaining unit does not include, and this policy does not apply to, Association leave granted to an elected official under a Collective Agreement for the purpose of conducting Association business.
4. Members of the Board of Directors and Delegates (including Alternate Delegates) and Members of District Executive Committees who have chosen to permanently exit the workplace but who may still be on salary continuance shall resign their AMAPCEO elective positions as early as possible

following the end of the day of their last day at work, but in any event, the position shall be deemed to be vacant not later than 60 days from that date.

**Part C – District Directors Acting Outside Their Districts**

5. The above-noted provisions [in Paragraphs 1 and 2 of Part B] will also apply to District Directors who accept a secondment, leave or acting assignment of longer than thirty-one days elsewhere in an AMAPCEO bargaining unit but outside the District Director's home District. The maximum length of such a temporary leave shall not exceed six months, after which time a vacancy in the position shall be declared if the incumbent has not yet returned from his or her secondment, leave or acting assignment.

**Part D – AMAPCEO Officials Facing Criminal Charges**

- 6.1 Members of the Board of Directors, Delegates and members of District Executive Committees who have been charged with an offence under the Criminal Code of Canada have a duty to make full and timely disclosure of this fact to the Secretary of the Association.
- 6.2 *Delegate or Member of District Executive Committee*

Whether or not such disclosure has been made, if the Secretary of the Association is advised, and can subsequently confirm, that a criminal charge has been laid against a Delegate or a member of a District Executive Committee, the Secretary shall add to the agenda of the next meeting of the Board of Directors a notice of motion to grant a temporary leave to the affected member, during which he or she would cease performing the duties and responsibilities of his or her AMAPCEO position(s). A copy of the notice of motion will be provided to the affected member with a reasonable deadline (no less than five days) stipulated for response before the Board meeting.

6.2.1 Unless the affected member files a written objection to consideration of the motion within five days of receiving the notice, the motion must be placed before the Board for a vote if, in the opinion of the Board, the criminal charge has the potential to interfere with the capacity of the affected member to provide effective representation of members or otherwise carry out his or her responsibilities to members, or where the Board believes that the affected member's efforts to continue carrying out his or her responsibilities while facing the charge may be detrimental to the interests of AMAPCEO and its members. If approved by a majority of members voting, the temporary leave takes effect immediately and remains in effect for either six months or until the legal proceedings related to the criminal charges are concluded, whichever occurs first (unless, in the meantime, the term of office expires or a resignation is submitted or the member is otherwise removed from office.) The maximum length of such a temporary leave shall not exceed six months, after which time a vacancy in the position shall be declared if the incumbent has not yet returned.

6.2.2 If the affected member files (within the specified timeframe) a written objection to

consideration of the motion to grant the leave, the Board may then consider what other steps to take as permitted by the Constitution and by-laws.

6.3 Member of the Board of Directors

Whether or not such disclosure has been made, if the Secretary of the Association is advised, and can subsequently confirm, that a criminal charge has been laid against a member of the Board of Directors, the Secretary shall add to the agenda of the next meeting of the Board of Directors a notice of motion to grant a temporary leave to the affected member, during which he or she would cease performing the duties and responsibilities of his or her AMAPCEO position(s). A copy of the notice of motion will be provided to the affected Board member with a reasonable deadline (no less than five days) stipulated for response before the Board meeting. The affected Board member shall not attend or otherwise participate in the Board meeting at which the affected member's case is under discussion.

6.3.1 Unless the affected member files a written objection to consideration of the motion within five days of receiving the notice, the motion must be placed before the Board for a vote, if, in the opinion of the Board, the criminal charge has the potential to interfere with the capacity of the affected member to provide effective representation of members or otherwise carry out his or her fiduciary responsibilities to members, or where the Board believes that the affected member's efforts to continue carrying out his or her responsibilities while facing the charge may be detrimental to the interests of AMAPCEO and its members. If approved by a majority of members voting, the temporary leave takes effect immediately and remains in effect for either six months or until the legal proceedings related to the criminal charges are concluded, whichever occurs first (unless, in the meantime, the term of office expires or a resignation is submitted or the member is otherwise removed from office.) The maximum length of such a temporary leave shall not exceed six months, after which time a vacancy in the position shall be declared if the incumbent has not yet returned.

6.3.2 If the affected Board member files (within the specified timeframe) a written objection to consideration of the motion to grant the leave, the Board may then consider what other steps to take as permitted by the Constitution and by-laws.

## **AMAPCEO By-law 8: Indemnification of Directors, Officers and Other Officials**

Originally adopted on January 29, 2008

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Each director, officer and other official of the Association and her or his heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times be indemnified and saved harmless out of the funds of the Association from and against:

- (1) all costs, charges and expenses whatsoever that such director, officer or other official sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against her or him for or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him or her in or about the execution of the duties of her or his office; and
- (2) all other costs, charges and expenses she or he sustains or incurs in or about or in relation to the affairs of the Association;

except such costs, charges or expenses as are occasioned by her or his own wilful neglect or default, or failure to act honestly and in good faith with a view to the best interests of the Association.

## **AMAPCEO By-law 9: Code of Conduct for AMAPCEO Officials**

Originally adopted by the Delegates on November 28, 2009

Incorporating amendments adopted as of June 8<sup>th</sup>, 2016

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### **A. Activist Code of Conduct**

All elected and appointed representatives and officials<sup>2</sup> of AMAPCEO (referred to hereafter as “activists”) have:

1. A responsibility to AMAPCEO and, as such, are expected to act honestly, in good faith, with due care and diligence and in the best interests of the organization as a whole;
2. A duty to make full and timely disclosure of any real or potential conflicts of interest that might arise between their responsibilities as an AMAPCEO activist and their personal or private interests including personal disputes filed under a collective agreement;
3. A duty to avoid using their positions as AMAPCEO activists or using confidential information obtained in those roles to advance or benefit their personal or private interests;
4. A duty to make full and timely disclosure of any developments (including those that occur outside the workplace) that might compromise the activist’s ability to carry out their roles and responsibilities;
5. A duty to avoid encouraging the offer of, and to refuse, gifts, hospitality or other benefits, the acceptance of which could influence their judgement or the performance of their duties;
6. A duty to respect confidential information that is disclosed to them in their capacity as AMAPCEO activists;
7. A duty to attend required meetings of bodies to which they are elected or appointed; to prepare adequately for those meetings by reading agenda and other material; and to give advance notice and explanation in cases where they are unable to attend;
8. A duty to treat other AMAPCEO members and staff with respect, when acting in their roles as AMAPCEO activists, both in AMAPCEO meetings and outside meetings. For example, without limiting the generality of the foregoing, activists have a duty to avoid:
  - Disrupting meetings by making continual interruptions or whispered asides;

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<sup>2</sup> “Representatives and officials” include any member of AMAPCEO holding elective office, at any level, as well as any member appointed to an office or committee.

- Making offensive or abusive remarks directed at other members or staff;
- Using unparliamentary language, inflammatory words or a harsh tone;
- Impugning the motives of other members or staff;
- Ignoring the legitimate direction of the presiding officer at AMAPCEO meetings.

The provisions of this Code apply to the conduct of activists at all times during their term of office (although any confidentiality restrictions continue to apply even after the conclusion of one's term of office unless a particular item has become public or if members have otherwise been released from compliance with confidentiality on a particular matter). The Code applies, in other words, to an activist's conduct outside AMAPCEO's governance and membership meetings and outside the AMAPCEO offices, and includes the member's workplace, off-site social interactions, public meetings or events, private meetings or events, teleconferences, written or verbal communications and social media (including, without limiting the generality of the foregoing, Facebook, Twitter, blogs, websites, e-mail, instant messaging or texting).

Activists who are uncertain about the application of any element of this Code to their own circumstances, or who wish to make a required disclosure, should contact the Secretary of the Association, either directly or through the Executive Director.

Any member deemed to be in violation of the Code of Conduct would be dealt with according to the appropriate sections of the AMAPCEO Constitution, by-laws and policies and/or Robert's Rules of Order.

## **B. Attendance at Meetings**

1. Members of the Board of Directors (or of committees of the Board or the Annual Delegates' Conference) who (a) have been absent from two or more meetings of the body on which they sit and (b) have not explained their absence, either before or after the meeting, to the satisfaction of the body on which they sit, shall temporarily cease performing their duties (including attending further meetings) until they provide an explanation for their absence to the affected body. The affected member shall be given a reasonable opportunity to explain his or her absence. If a satisfactory explanation is not provided by the affected member within a reasonable timeframe, the Secretary of the Association shall formally advise the Board in order to give the Board an opportunity to consider what further steps should be taken.
2. The number of meetings attended by each member of the Board of Directors, and any cases where a member has temporarily ceased performing his or her duties as outlined in Paragraph 1, above, shall be noted in an appendix to the Board's annual report tabled with the ADC.

## **AMAPCEO By-Law 10: Trial and Discipline**

Adopted by the Board of Directors on May 17, 2017 and as ratified by the Delegates on December 8, 2017

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### **Part A – Introduction**

1. This by-law is enacted in accordance with section 10.1 of the Constitution. It refers only to matters conducted under this section and does not apply to any other proceedings that may exist elsewhere in the Constitution.
2. AMAPCEO will not impose discipline against a member unless an investigation has been conducted and a trial is held, except as otherwise stated in the Constitution. The Board of Directors shall take into consideration any investigator's report along with any written submissions of the parties related to the report or any verbal testimony heard during the trial.
3. The Board and the Executive Committee shall not make decisions that are arbitrary, discriminatory or in bad faith.

### **Part B – Misconduct**

4. Any member who engages in the following misconduct may be subject to trial and discipline in accordance with this By-law:
5. Violating the Association's Constitution and By-Laws;
6. Working in the interests of another union against AMAPCEO;
7. Failing to respect an AMAPCEO picket line;
8. Working behind a picket line during a work stoppage when under no legal duty to do so, or unless authorized by AMAPCEO;
9. Engaging in any strikebreaking activity including lockouts, during an AMAPCEO labour dispute;
10. Violating AMAPCEO's Constitution, By-laws, or policies regarding the fair and proper conduct of elections in a manner deemed by the Elections and Credentials Committee to warrant investigation and corrective measures;
11. While holding elected office in AMAPCEO, failing to perform the duties or obligations of their office in good faith, or performing those duties in a way that could reasonably be understood to breach AMAPCEO's duty of fair representation;
12. While holding elected office, helping another organization seeking to represent or negotiate on behalf of AMAPCEO members;

13. While holding an AMAPCEO elected or activist position breaching confidentiality by disclosing details of confidential Board or Executive Committee proceedings or disclosing members' personal information;
14. Coercing, intimidating or deliberately interfering with any official of AMAPCEO from carrying out their obligations or duties or exercising their rights under the constitution and bylaws;
15. Publishing or circulating, by mouth or other means, false reports or deliberate misrepresentations concerning AMAPCEO;
16. Slandering, or libeling any officer or member of AMAPCEO;
17. Taking legal action, or encouraging members to take legal action, against AMAPCEO, its officers or members (unless it is over the right to fair representation) before trying to resolve the matter through the Member Dispute Resolution policy;
18. Fraudulently receiving money payable to AMAPCEO or misappropriating funds or properties of the Association.

#### **Part C – Trial Committee**

19. If the Board decides that the matter is to proceed to trial, the Board shall designate the Executive Committee of the Board of Directors to serve as a Trial Committee. Any member who, for the complaint in question, is the complainant, respondent or witness shall not serve on the Trial Committee.
20. Prior to the appointment of the Trial Committee, on the request of any party or on its own motion, the Board may:
  - 20.1 amend any time period indicated in this by-law;
  - 20.2 appoint another Director, where under section 21, a member of the Executive Committee is unable to serve on the Trial Committee.
21. The Trial Committee shall choose from among them a Chair. The Secretary of the Association shall serve as the Secretary for the Trial Committee. If the Secretary of the Association is unable to serve on the Trial Committee, another member of the Trial Committee shall be selected to serve as the committee's secretary.

#### **Part D – Trial Process**

22. Once AMAPCEO receives a recommendation to proceed to a trial, the following procedures shall be followed:



23. The Association shall consider the matter within 15 days and decide if the matter is to proceed to trial or is to be dismissed. A decision to proceed to trial requires the support of at least two-thirds (2/3) of the Board of Directors, otherwise, the complaint is dismissed.
24. Within 20 working days of the Board striking the Trial Committee, the Trial Committee shall convene a hearing into the charge. The Secretary shall present the charge to the Committee.
25. Both the complainant and the respondent shall be entitled to notice of the hearing at least 15 working days prior to the hearing, have the right to attend and have the right to be represented by a member in good standing. Neither the complainant nor the respondent shall be represented by legal counsel. However, either party may obtain legal counsel at their own expense. The hearing shall be held in camera.
26. AMAPCEO members who are complainants, respondents or witnesses will be entitled to paid leave under the appropriate clause in their Collective Agreement for the time required to participate in a trial.
27. The Complainant and Respondent have the right to be present at the trial, to call witnesses and to cross examine witnesses called by the other side.
28. The trial shall be held in accordance with the current version of Robert's Rules of Order, and principles of natural justice.
29. Providing the respondent is given the opportunity for a fair hearing, and in accordance with Article 28 above, the Trial Committee shall be entitled to determine its own procedure. Participants will be made aware of all applicable procedures.
30. The Trial Committee may amend, on the request of any party or on its own motion, any time period indicated in this by-law. In addition, the Trial Committee shall be empowered to render decisions concerning the interpretation of the Constitution and By-laws as necessary to come to a decision.
31. The Trial Committee can accept oral or written evidence, provided the complainant and respondent receive a fair and impartial hearing.
32. The Trial Committee may convict the respondent of the charge or dismiss the complaint. A conviction requires a majority support of the members of the Committee, otherwise, the complaint is dismissed.
33. If the Trial Committee convicts the respondent, the Committee shall determine the appropriate penalty. The penalties available to the Trial Committee are:
  - 33.1 censure.
  - 33.2 suspension for a set period of time less than 2 years.

33.3 expulsion from the Association.

34. The decision on the appropriate penalty shall be made on the basis of a majority vote of the members of the Trial Committee.

**Part E – Appeal**

35. Within 30 working days of a decision of the Trial Committee imposing suspension or expulsion from the Association, the respondent and/or complainant shall be entitled to appeal the decision of the Trial Committee as to the disposition of the complaint and any penalty awarded. The appeal shall be in written form. The appeal process will be to a third party neutral as outlined in By-law 4, Member Dispute Resolution.

**Part F – Review and Reports**

36. Any expulsion from the Association shall be reviewed, upon application, by the Board of Directors every two years. Upon review the Board shall have the ability to continue or set aside the expulsion. The Board shall report the results of the review to the next Delegates' Conference.