

# **The Professional Institute of the Public Service of Canada**

## **DND NCR NR SUB-GROUP**

### **CONSTITUTION AND BY-LAWS**

#### **PREAMBLE<sup>1</sup>**

These By-Laws, in general, pertain to matters of Sub-Group organization not covered by the By-Laws and Regulations of The Professional Institute of the Public Service of Canada or of the **(name)** Group and are made pursuant to those By-Laws and Regulations.

#### **DEFINITIONS**

**"Institute and/or PIPSC"** means The Professional Institute of the Public Service of Canada.

**"Members"** means those who meet the requirements of By-Law 3 Membership.

**"(Group Acronym)"** means the (name of the Group) Group.

**"President"** means President of the Sub-Group unless otherwise specified.

**"Vice-President"** means Vice-President of the Sub-Group unless otherwise specified.

#### **BY-LAW 1 NAME**

The name of this Sub-Group shall be the PIPSC **(Group acronym) (location)** Sub-Group, hereinafter referred to as the "Sub-Group".

#### **BY-LAW 2 SUB-GROUP AIM**

The aim of the Sub-Group shall be to act within the jurisdiction of the Sub-Group to further the professional interests of its members, to protect the status and standards of their profession and to formulate and express the views of the members on matters affecting them. The Sub-Group Executive shall inform the national **(name)** Group Executive of the concerns of the Sub-Group relative to collective bargaining.

#### **BY-LAW 3 MEMBERSHIP**

**3.1** Every Regular member of the **(Group acronym)** Group working in **(location)** shall be a Regular member of the Sub-Group.

**3.2** Every regular member of this Sub-Group who becomes a retired member of the Institute and remains in **(location)** shall be a retired member of this Sub-Group<sup>2</sup>.

#### **BY-LAW 4 RIGHTS OF MEMBERS**

**4.1** All members shall be eligible to hold office, nominate members for positions on the Sub-Group Executive, propose amendments to the Constitution and By-Laws of the Sub-Group, and vote in Sub-Group affairs<sup>3</sup>.

**4.2** All members shall be eligible to attend and speak at General Meetings of the Sub-Group.

#### **BY-LAW 5 FINANCES**

**5.1 Sub-Group Finances:** Sub-Group finances shall be consistent with Institute policies.

**5.2 Fiscal Year** The fiscal year of the Sub-Group shall be the calendar year.

**5.3 Expenditures** The Sub-Group Executive shall expend such monies as it considers necessary for the conduct of the business of the Sub-Group.

**5.4 Sub-Group Funds** Sub-Group funds will be maintained in an account assigned by the Institute.

**5.5 Signing Officers:** Signing officers are elected or appointed by the Constituent Body executive with the decision being recorded in the

appropriate minutes. There should be a minimum of three signing officers.

**5.6 Signatures:** All cheques shall have the signatures of two signing officers. A signing officer cannot also be the payee.

**5.7 Records** A written account shall be kept of all expenditures.

**5.8 Auditing** As required, auditing and verification procedures shall be carried out by members of the Institute who are not responsible for the administration of Sub-Group funds.

## **BY-LAW 6 SUB-GROUP EXECUTIVE**

**6.1 Role:** The Sub-Group Executive shall exercise the authority of and act on behalf of the Sub-Group on all matters subject to this constitution between general meetings of the Sub-Group.

**6.2 Composition** The Sub-Group Executive shall be elected by and from the Sub-Group members. The Sub-Group Executive shall be composed of a President, a Vice-President, a Secretary, a Treasurer<sup>5</sup> and Members-at-Large up to the maximum permitted by Institute By-Laws<sup>6</sup>.

**6.3 Term of Office** The term of office shall be two (2) years<sup>7</sup> with the exception of the first election when half the members shall be elected for a two (2) year term and the remainder for a one (1) year term.

**6.4 Meetings** The Sub-Group Executive shall meet as frequently as is required, but at least twice a year.

**6.5 Quorum** A quorum shall consist of a majority of the members of the Sub-Group Executive.

**6.6 Voting** Decisions shall be by majority vote.

### **6.7 Vacancies**

**6.7.1** If the position of President becomes vacant, the Vice-President shall assume the

position of the President until the next election.

**6.7.2** If a position other than that of the President becomes vacant for any reason, the remaining members of the Executive may select an eligible member of the Sub-Group to fill that vacancy until the next election.

**6.7.3** Any member who is absent from two (2) consecutive meetings of the Executive without valid reason shall be deemed to have resigned from the Executive.

### **6.8 Duties**

**6.8.1 President** The President shall call and preside at all meetings of the Sub-Group and of the Sub-Group Executive and shall present to the Annual General Meeting a report on Sub-Group activities.

**6.8.2 Vice-President** The Vice-President shall assist the President in the performance of his duties and, in the absence of the President, perform the duties of that position.

**6.8.3 Secretary** The Secretary shall be responsible for sending notices of all meetings of the Sub-Group and of the Sub-Group Executive. The Secretary shall record minutes of meetings, including attendance, maintain records and correspondence of the Sub-Group and of the Sub-Group Executive and shall ensure that a copy of the minutes is filed with the Institute. The Secretary shall also be responsible for submitting reports as required by the relevant Institute and Group By-Laws and Constitutions<sup>8</sup>.

**6.8.4 Treasurer** The Treasurer shall maintain the financial records of the Sub-Group as required by Institute policy, prepare a financial report for each meeting of the Sub-Group Executive and each General Meeting of the Sub-Group, submit a detailed financial statement to the Institute as required, and prepare the request for the annual allowance of the Sub-Group. Copies of the financial report shall be available to all Sub-Group members.

**6.8.5 Members-at-Large** Members-at-Large

shall perform such duties as may be assigned by the Executive.

**6.8.6 Committees** The Executive may establish committees as necessary, with terms of reference and membership to be decided by the body that establishes them. Copies of Committee reports shall be filed with the Sub-Group Secretary<sup>9</sup>. Committees shall be dissolved by majority vote of the body that established them.

## **BY-LAW 7 ELECTIONS**

**7.1 Elections Committee** The Executive shall appoint an Elections Committee to receive nominations for positions on the Sub-Group Executive, and to conduct the elections. Any member of the Elections Committee who becomes a candidate in the election shall resign from the Elections Committee.

### **7.2 Procedure for Nominations**

**7.2.1** A call for nominations for election to the Sub-Group Executive shall be included with the notice of the Sub-Group Annual General Meeting. (**See 8.1.2**)

**7.2.2** Nominations may be submitted in writing or may be made from the floor of the Sub-Group AGM.

### **7.2.3 Reserved**

**7.2.4** The Elections Committee shall satisfy itself that the candidates for election are eligible and willing to serve.

### **7.3 Election Procedure**

**7.3.1** The election shall be at the Sub-Group Annual General Meeting (AGM).

**7.3.2** The Elections Committee shall serve as Returning Officers and shall establish procedures for the efficient conduct of an election, the counting and tabulating of ballots and all matters directly related thereto.

### **7.3.3 Reserved**

**7.3.4** The candidate receiving the highest number of votes for a position shall be declared elected.

**7.3.5** The results of the election shall be announced at the Sub-Group Annual General Meeting and subsequently distributed.

**7.3.6** The newly elected Sub-Group Executive shall take office at the close of the Sub-Group Annual General Meeting.

## **BY-LAW 8 GENERAL MEETINGS OF THE SUB-GROUP**

### **8.1 Annual General Meetings**

**8.1.1** The Annual General Meeting of the Sub-Group is its governing body. All members are entitled to attend.

**8.1.2** The Sub-Group Executive shall call an Annual General Meeting once each calendar year. The interval between such meetings shall not exceed fifteen (15) months. Members shall be notified of the meeting and of any proposed changes to this constitution at least three (3) weeks prior to the date of the meeting.

**8.1.3 Quorum** Fifty percent (50%) of the members in attendance at the beginning of the meeting shall constitute a quorum<sup>10</sup>.

**8.1.4 Agenda** The agenda shall include the following items:

Approval of the Agenda  
Adoption of the Minutes of the previous Annual General meeting  
Business Arising from the Minutes  
Report of the President  
Annual Financial Report  
Approval of Budget  
Report of the Elections Committee  
New Business, including By-Law Amendments

**8.1.5 Voting on Motions** All members present at the Annual General Meeting are eligible to vote<sup>11</sup>. Voting for positions on the Sub-Group Executive shall be by secret ballot. Otherwise, voting shall normally be by a show of hands. Each member shall have one (1) vote.

Decisions shall be by a simple majority vote.

**8.1.6 Filing of Documents** Each year, following the Annual General Meeting, the Sub-Group Executive shall submit a copy of the draft minutes, the annual financial report and the elections report to the Office of the Executive Secretary of the Institute prior to end of the calendar year.

## **8.2 Special General Meeting**

**8.2.1** A Special General Meeting of the Sub-Group shall be called by the Sub-Group Executive or at the written request of at least 10% of the Sub-Group members and shall be held within six (6) weeks of such decision or request.

**8.2.2** Only the matter(s) for which the Special General Meeting was called shall appear on the agenda.

**8.2.3** The same requirements shall apply to the notice, quorum, governance, attendance and voting at Special General Meetings as is prescribed for the Annual General Meeting.

## **BY-LAW 9 RULES OF PROCEDURE**

At any meeting of the Sub-Group, Sub-Group Executive or Committees thereof,, matters of procedure, insofar as they are not specifically provided for, shall be governed by a majority vote of the members present and voting on the matter of procedure. The Chair of such meeting shall first rule on a matter of procedure or order and shall, in the absence of any By-Law to the contrary, rely upon and be governed by the latest edition of the American Institute of Parliamentarians Standard Code of Parliamentary Procedure or “Le code des procédures des assemblées délibérantes” available at the meeting.

## **BY-LAW 10 CONSTITUTION AND BY-LAWS**

**10.1** These By-Laws may be amended at a General Meeting of the Sub-Group. Approval of proposed amendments requires a simple majority of those voting.

**10.2** All proposals for amendments to these

By-Laws shall be submitted, in writing, to the Sub-Group Executive. Proposed amendments may be submitted by any member of the Sub-Group. The notice of the Sub-Group meeting at which the amendments will be considered, shall include:

a) the article to be amended; and

b) the new wording.

**(See 8.1.2)**

**10.3** New Constitutions and By-Laws, as well as any amendments, shall be submitted to the Institute By-Laws and Policies Committee and the appropriate Group Executive for review.

**10.4** This Constitution and By-Laws and any amendments thereto shall take effect upon ratification by the Sub-Group membership and approval by the Institute.

## **BY-LAW 11 REGULATIONS**

**11.1** The Sub-Group Executive may make such Regulations, and any amendments thereto, not inconsistent with these By-Laws, as it deems necessary or convenient for the operating of the Sub-Group.

**11.2** All proposed Regulations and amendments thereto shall be submitted to the Institute for review and approval. They shall take effect on a date determined by the Sub-Group Executive, but not earlier than the date they were approved by the Institute.

**11.3** Each such Regulation shall be presented to the next General Meeting of the Sub-Group, and may be rescinded or amended by such meeting. These constitute changes to the Regulations and shall be subject to Article 11.2.

## **BY-LAW 12 CONTEXT AND GENDER**

In this Constitution and By-Laws, expressions in the masculine or feminine gender, in plural or in singular, may be substituted to give effect to the true meaning of the Constitution and By-Laws.

**Approved by the Board of Directors  
January 28, 2006**

**Approved by the Board of Directors  
March 22, 2007**

**Amendments approved by the BOD  
July 12-13, 2007**

**Amendments approved by the BOD  
March 28, 2009**

**Amendments approved by the BOD  
February 21, 2014**

## **SUB-GROUP MODEL**

<sup>1</sup> This model constitution and by-laws is intended to serve as both model and an interim constitution and by-laws for those Sub-Groups whose constitutions have yet to be approved and ratified.

<sup>2</sup> Retired member participation in Sub-Group activities shall be subject to that provided in the Group Constitution and By-Laws.

<sup>3</sup> Retired member participation in Sub-Group activities shall be subject to that provided in the Group Constitution and By-Laws.

<sup>4</sup> or Secretary-Treasurer.

<sup>5</sup> or Secretary-Treasurer.

<sup>6</sup> The size of the Sub-Group Executive is limited by Institute By-Law 10.2.3.

<sup>7</sup> Institute By-Laws permit a term of office of up to three years. If a three year term is selected, By-Law 6.2 will need to be amended to reflect the appropriate election process. For example, "The term of office shall be three (3) years, with half the members elected in one year and the remainder elected the following year. In years evenly divisible by three, there would be no election."

<sup>8</sup> By-Laws 6.8.3 and 6.8.4 are to be combined if the positions of Secretary and Treasurer are combined.

<sup>9</sup> or Secretary-Treasurer.

<sup>10</sup> This is considered a minimum. Any quorum requiring a higher number of members present will require another by-law to cover situations when quorum is not reached.

<sup>11</sup> Large Sub-Groups may restrict voting to AGM delegates.