

NATIONAL ENERGY BOARD GROUP CONSTITUTION AND BY-LAWS

PREAMBLE

These By-Laws, in general, pertain to matters of Group organization not covered by the By-Laws and policies of The Professional Institute of the Public Service of Canada and are made pursuant to those By-Laws and policies.

DEFINITIONS

"Employer" shall be as defined in the Group's collective agreement.

"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).

"NEB" means the National Energy Board Group.

"President" means President of the Group unless otherwise specified.

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

BY-LAW 1 NAME

The name of this Group shall be the PIPSC National Energy Board Group, hereinafter referred to as the "Group."

BY-LAW 2 GROUP AIM

The aim of the Group shall be to further the professional interests of its members; to protect the status and standards of their professions; to formulate and express the views of the members on matters affecting them, and to ensure that the interests of the Group are represented in all proceedings of the employer and of the Institute that may affect the Group. The Group Executive shall speak for the Group in dealing with the Institute. This in no way infringes on the right of an individual to approach the Institute on their own behalf.

BY-LAW 3 MEMBERSHIP

- 3.1 Every member who belongs to the Group and who is a Regular member of the Institute shall also be a Regular member of the Group.
- 3.2 Every Regular member of the Group who becomes a Retired member of the Institute shall also become a Retired member of the Group.

BY-LAW 4 RIGHTS OF MEMBERS

- 4.1 All members shall be eligible to hold office, nominate members for positions on the Group Executive, propose amendments to the Constitution and By-Laws of the Group, and vote in Group affairs.
- 4.2 All members shall be eligible to attend and speak at General Meetings of the Group.
- 4.3 Only Regular members shall be eligible to vote on matters related to collective negotiations, including the method of dispute resolution and the ratification of proposed collective agreements.

BY-LAW 5 FINANCES

- 5.1 Group Finances:** Group finances shall be consistent with Institute policies.
- 5.2 Fiscal Year:** The fiscal year of the Group shall be the calendar year.
- 5.3 Expenditures:** The Group Executive shall expend such monies as it considers necessary for the conduct of the business of the Group.
- 5.4 Group Funds:** 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 signatory cannot also be the payee.
- 5.7 Records** A written account shall be kept of all expenditures.
- 5.8 Reviewing:** As required, review and verification procedures shall be carried out by members of the Institute who are not responsible for the administration of Group funds.

BY-LAW 6 GROUP EXECUTIVE

- 6.1 Role:** The Group Executive shall exercise the authority of and act on behalf of the Group on all matters subject to this constitution between general meetings of the Group.
- 6.2 Composition:** The Group Executive shall be elected by and from the Group members. The Group Executive shall be composed of a President, a Vice-President, a Secretary, a Treasurer and Members-at-Large up to the maximum permitted by Institute By-Laws.
- 6.3 Term of Office:** The term of office shall be two (2) years, 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 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 Group Executive.
- 6.6 Voting:** Decisions shall be by majority vote.
- 6.7 Vacancies:**
 - 6.7.1** If the position of the President becomes vacant for any reason, the Vice-President shall become 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 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 considered to have resigned from the Executive.
- 6.8 Duties**
 - 6.8.1 President** The President shall call and preside at all meetings of the Group and of the Group Executive and shall present to the Annual General Meeting a report on Group activities.
 - 6.8.2 Vice-President** The Vice-President shall assist the President in the performance of their 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 Group and of the Group Executive. The Secretary shall record minutes of meetings, including attendance, maintain records and correspondence of the Group and of the Group Executive, and shall ensure that a copy of minutes is filed with the Institute.
- 6.8.4 Treasurer** The Treasurer shall maintain the financial records of the Group as required by Institute policy, prepare a financial report for each meeting of the Group Executive and each General Meeting of the Group, submit a detailed financial statement to the Institute as required, and prepare the request for the annual allowance of the Group. Copies of the financial report shall be available to all 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 Executive. Copies of Committee reports shall be filed with the Group Secretary. Committees shall be dissolved by majority vote of the Executive.

BY-LAW 7 ELECTIONS

- 7.1** The Group Executive shall appoint an Election Committee to receive nominations for positions on the Group Executive, and to conduct the election. Any member of the Election Committee who becomes a candidate in the election shall resign from the Election Committee.
- 7.2 Procedure for Nominations**
- 7.2.1** The Election Committee shall distribute a request for nominations to all members of the Group at least two (2) weeks prior to the closing date for nominations.
- 7.2.2** Nomination forms must be received at the National Office of the Institute by the close of business on a date to be determined by the Election Committee. In the event that insufficient nominations are received to fill the vacancies, the Election Committee shall attempt to obtain the names of additional persons willing and able to serve sufficient to fill the remaining vacancies. If none are forthcoming, the Group Executive may appoint someone to that position.
- 7.2.3** Nominations must be supported by at least two (2) members of the Group and the nominee must indicate a willingness to serve if elected.
- 7.2.4** The Election Committee shall scrutinize the nominations for eligibility and, if necessary, arrange for ballots to be distributed to all members eligible to vote in the election.
- 7.3 Election Procedure**
- 7.3.1** The Chair of the Election Committee shall serve as Returning Officer and shall establish procedures for the efficient conduct of an election, the counting and tabulating of ballots and all matters directly related thereto not otherwise specified in these By-Laws.
- 7.3.2** Ballots must be distributed at least two (2) weeks prior to the date set as the deadline for the return of ballots.
- 7.3.3** Ballots must be received at the National Office of the Institute by the close of business on a date to be determined by the Election Committee.
- 7.3.4** The candidate receiving the highest number of votes for a position shall be declared elected.
- 7.3.5** The Election Committee shall ensure the membership is informed of the results of the election as soon as possible.

- 7.3.6** The newly elected Executive shall take office immediately following the announcement of the results of the election.

BY-LAW 8 GENERAL MEETINGS OF THE GROUP

8.1 Annual General Meeting

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

- 8.1.2** The Group Executive shall call an Annual General Meeting of the Group 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 four (4) weeks prior to the date of the meeting.

- 8.1.3 Quorum** The lesser of fifty (50) members or ten percent (10%) of the Regular members shall constitute a quorum.

- 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 Election Committee
New Business, including Proposed By-Law Amendments

- 8.1.5 Voting on Motions** All members present at the Annual General Meeting are eligible to vote. Each member shall have one (1) vote. Virtual attendance will be permitted, and these attendees may also vote. Decisions shall be by a simple majority vote.

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

8.2 Special General Meetings

- 8.2.1** A Special General Meeting of the Group shall be called by the Group Executive or at the written request of at least 10% of the Group members. This meeting shall be held within six (6) weeks of such call 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 are prescribed for the Annual General Meeting.

BY-LAW 9 RULES OF PROCEDURE

At any meeting of the Group or 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 any 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 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 Group Executive. Proposed amendments may be submitted by any member of the Group. The notice of the 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 for review.
- 10.4** This Constitution and By-Laws and any amendments thereto shall take effect upon ratification by the Group membership and approval by the Institute.
- 10.5** These Constitution and By-Laws are adopted simultaneously in both English and French, each version being equally authoritative.

BY-LAW 11 COMMITTEES

11.1 Committees

- 11.1.1** The Group Executive may strike committees as it sees fit to carry out its duties, with the exception of the Negotiating Team and Election Committee. All Committees must take direction from and report to the NEB Group Executive and each Committee Chair must be a member of the Group Executive. Committees shall be dissolved by majority vote of the Executive.

11.2 Election Committee

See Bylaw 7.1

- 11.3 The Negotiating Team** shall normally be chaired by the Group President. The Group President, through the Group Executive, is responsible to nominate members of the Team from the Group Executive and the Regular members. The Chair will try to ensure equitable representation keeping in mind the regional and classification makeup of the Group. The membership of the Team is subject to the approval of the Executive.

- 11.3.1 Consultation** The Group Executive shall consult the members of the Group before the negotiations begin.

- 11.3.2 Ratification** The Bargaining Team shall submit the Tentative Agreement to the Group Executive for consideration. If a majority vote of the Group Executive is in support of any Tentative Agreement, the Tentative Collective Agreement will then be submitted to the general membership for approval or rejection. Ratification is subject to a majority vote of the Regular members voting.

- 11.3.3 Joint Bargaining** When the Group participates in joint bargaining, the Institute By-Laws and Regulations regarding ratification in joint bargaining will take precedence over Group By-Law 12. When the Group participates in joint bargaining, representation on the Bargaining Team shall be in accordance with the rules and procedures adopted for joint bargaining by the Institute.

BY-LAW 12 REGULATIONS

- 12.1** The 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 Group.

- 12.2** 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 Group Executive, but not earlier than the date they were approved by the Institute.
- 12.3** Each such Regulation shall be presented to the next General Meeting of the Group and may be rescinded or amended by such meeting. These constitute changes to the Regulations and shall be subject to Article 12.2.

BY-LAW 13 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
5 November 2024**