

# **Bylaws of the Yukon Teachers' Association**

**As amended April 2017**

## **1. MEMBERSHIP**

### **1.1. Categories of membership**

- a. Active Membership
  - i. Active membership shall be open to any person who is a member of the bargaining unit.

### **1.2. Limitations**

- a. For purposes of this Bylaw, "office in the Association" means position for which election is required in these Bylaws.
- b. Only Active Members may vote, run for, or hold office in the Association.
- c. Any person who is on leave from employment in any capacity in these set out Bylaws remains eligible for Active Membership but must pay any applicable fee according to the schedule currently in force.
- d. A person who is an Active Member at the time of election or appointment to office in the Association and who, prior to the commencement of the term of office loses eligibility for Active Membership, may assume office only if the person reacquires Active Membership prior to the commencement of the term of office, failing which the office shall be declared vacant.
- e. If a person holding office in the Association becomes ineligible for Active Membership or otherwise ceases to be an Active Member during the term of office, the position is deemed to be vacant.
- f. The Executive has the authority to determine and declare, after notice to the individual concerned and a reasonable right to respond, that a position has become vacant pursuant to this Bylaw, and to act pursuant to these Bylaws to fill such a vacancy.

### **1.3. Membership Year**

- a. For Active Members, the membership year for the Association shall be from the date of the member's hiring until the beginning of the following school year. For subsequent school years, the membership shall be from the beginning of the member's school year until the beginning of the following school year.

### **1.4. Exclusion**

- a. Officials of the Department of Education and School Boards shall not be eligible for membership in the Association.
- b. Officials being interpreted as Superintendent and/or Directors of School Boards or anyone with the power to hire and fire.
- c. Members who are seconded below the level described above shall be eligible to maintain their membership.

### **1.5. Right to Examine Records and Books**

- a. All Active Members shall have the right to examine the books and records of the Association except for those records which, because of their nature, are deemed by the Executive or other governing body to be confidential.
- b. Examination of books and records shall be done during posted office hours or at any other mutually satisfactory time in the office of the Association.

### **1.6. Obligations of the Members**

- a. All members of the Association shall be bound by the bylaws and policies of the Association.

**1.7. Interpretation of Bylaws**

- a. Should a dispute arise regarding the interpretation or application of these bylaws other than disputes arising from the Code of Ethics, the matter shall be referred to the Executive. The Executive shall provide the requested interpretation which shall be authoritative subject only to the right of the Active Members to request Central Council or AGM to review the Executive's decision. The Central Council or AGM shall hear the parties in the dispute and issue a final decision on the matter. Members are required to seek resolution of disputes as provided in this bylaw.

**2. FINANCES**

**2.1. Fees**

- a. Each Active or Associate Member shall pay an annual fee according to the scale of fees then in force, such as is determined by the Annual General Meeting.
- b. Should an Annual General Meeting, for any reason, fail to adopt a fee for any category of membership, the fee for the subsequent year shall remain at the scale in force at the time of the Annual General Meeting.

**2.2. Fiscal Year**

- a. The financial year shall be from April 1st to March 31st.

**2.3. Signing Officers**

- a. The Association shall maintain a bank account in a chartered bank at Whitehorse in the Yukon Territory;
- b. all cheques and banking documents must have two signatures;
- c. at least one of the two required signatures must be the President, the Vice-President, the Treasurer, or the Professional Development Chairperson of the Association;
- d. A maximum of two Association staff members may be approved by the Executive as additional signing authorities.

**2.4. Special Funds**

- a. The Association, through an Annual General Meeting or Special General Meeting, may create a Salary Indemnity Fund, a Benevolent Fund or any other fund designed to promote the general welfare of the members.
- b. The policies governing the operation and administration of such funds shall be determined by the Executive.

**2.5. Contingency Fund**

- a. If in the opinion of the Executive, an emergency arises whereby funds from the Contingency Fund are needed, the Executive is empowered to draw the necessary monies. However, such a decision shall be subject to review and ratification by the Central Council and/or AGM.

**2.6. Appointment of Accountant**

- a. The Annual General Meeting authorizes, by ordinary resolution, the Executive to appoint a professional accountant each year.
- b. He/she shall be the professional accountant of the Association until such time as he/she is replaced or the appointment is otherwise terminated.
- c. A professional accountant may be removed by ordinary resolution of an Annual General Meeting or Special General Meeting.

**2.7. Financial Statements**

- a. The professional accountant shall prepare financial statements in accordance with generally accepted accounting principles.
- b. The financial statements shall consist of a balance sheet and a statement of revenue and expenditures and include a statement of amounts paid as remuneration or loaned to any member. They shall be approved by the Executive.
- c. These financial statements, as signed by at least two members of the Executive and the professional accountant, shall be laid before the Annual General Meeting of the Association.

**2.8. Budgets and Expenditures**

- a. No expenditures in excess of the total budget expenditures for each fund, as approved at the AGM, shall be made.
- b. Reallocation of funds from one line item to another within the same fund may be done with Executive or Central Council approval.

**3. MEETINGS**

**3.1. Annual General Meeting**

- a. The Annual General Meeting of the Association shall be held once a year during the fourth weekend in April.
- b. Should this weekend provide a scheduling conflict, the Executive is empowered to set the date of the AGM one week earlier or one week later than the fourth weekend in April. Not less than 21 days of notice shall be given of any date change.
- c. The voting body at an Annual General Meeting or Special General Meeting shall consist of the Active Members of the Association in good standing. Active Members may, only to the extent permitted by these bylaws, cast votes at an Annual General or Special General Meeting by written authorization of proxy.
- d. The business of the Annual General Meeting shall be:
  - i. Receipt of reports;
  - ii. Receipt of financial statement and establishment of the scale of fees;
  - iii. Nomination of officers;
  - iv. Election of officers;
  - v. Authorize the appointment of auditors or professional accountants;
  - vi. General business;
  - vii. The reading and adoption of the previous AGM minutes;
  - viii. The presentation, if necessary, of amendments to the Bylaws when presented as extraordinary resolutions.
- e. The Annual General Meeting shall be governed by the standing rules of the Association as set forth in policy.
- f. Nominations of the officers, other than the President of the Association will be accepted up to the time of election, which shall take place in the second session of the AGM.

**3.2. Special General Meeting**

- a. Special General Meetings shall be held upon the decision of the Executive, or through the Executive, by written request of 20% of the Active Membership.
- b. Such meetings may be called in order to determine matters which cannot await the next Annual General Meeting except for matters relating to Collective Agreement negotiations.
- c. Notice of a Special General Meeting shall be given or sent to each member entitled to vote at the meeting not less than 21 days before the meeting and the notice shall specify the place, day and hour of the meeting, and, in case of special business, the general nature of the business.
- d. The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
- e. The Special General Meeting shall be governed by the standing rules of the Association as set forth in policy.

**3.3. Quorum**

- a. For Executive Meetings
  - i. Quorum shall be a majority of the members thereof.
- b. Annual or Special General Meetings
  - i. Quorum to commence Annual General Meetings and Special General Meetings shall be 25% of the membership in person or proxy representing at least 60% of the schools or work sites of members. If quorum is not obtained, then Bylaw v shall be in effect.

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- ii. Quorum under Bylaw i must be present to pass the budget, financial statements, an annual fee, elect officers other than the President and Ethics Committee members, and to pass any extraordinary resolutions. In the event that such a quorum is lost, the meeting shall not vote on the above items.

- iii. In the case where no vote has occurred, the Executive is empowered to call another meeting in accordance with Bylaw v or to conduct a mail ballot of members on these issues.
- iv. Provided that the meeting has commenced with a quorum under Bylaw i, any business not listed in ii shall require a quorum of the members present provided at least 60% of the schools or work sites are represented.
- v. In the event that the quorum under Bylaw i is not obtained in order to commence the meeting, any Annual General Meeting is deemed to be adjourned for 14 days to recommence at a time and place to be decided by the Executive with the members present at that time to constitute a quorum. Any Special General Meeting is deemed to be terminated.
- vi. In the event that an Annual General Meeting is deemed to be adjourned by this Bylaw, the President shall by noon of the third subsequent school day, arrange for notice to be posted in all schools of the date, time and place the meeting will be resumed and the business to be completed at it.

**3.4. Notice of Intention to Present an Extraordinary Resolution**

- a. Extraordinary resolutions may be presented at Annual General Meetings or Special General Meetings called for that purpose provided that active members receive written notice of the extraordinary resolution at least 21 days prior to the date of the meeting. Extraordinary resolutions must be passed by the vote of not less than 75% of the members voting at the Annual General Meeting or Special General Meeting.

**4. EXECUTIVE**

**4.1. Members**

- a. The Executive shall consist of the President, Vice President, a Past President, the Treasurer, and the Chairperson of the following Standing Committees: Employment Relations; Policy; Professional Development; Membership; and Public Relations.
- b. The President shall be elected in accordance with Bylaw 8.4.
- c. The Past President for purposes of Bylaw a shall be the most recent President of the Association who is:
  - i. currently an Active Member;
  - ii. not otherwise an Executive member; and
  - iii. willing to serve on the Executive for that school year.
- d. Prior to June 30th, the President or President-elect shall canvass the past presidents and identify the Past President according to the above criteria. Should no past president meet the criteria, the position of Past President will be left vacant for that year.
- e. Remaining members of the Executive shall be elected at the Annual General Meeting or, in the event of a vacancy, in accordance with Bylaw 8.6 on By-Elections.

**4.2. Duties and Powers**

- a. The Executive shall, subject to the action of the Annual General Meeting, or Special General Meeting of the Association, or a meeting of the Central Council, exercise all the powers of the Association, the direction and supervision of its business, and the conduct of the affairs of the Association.
- b. The Executive shall attend to the business of the Association between Annual General Meetings, Special General Meetings or meetings of the Central Council.
- c. Members of the Executive shall carry out those duties listed under their position and/or the duties assigned to their standing committee. As well, they shall, from time to time, carry out such other reasonable duties as directed by the Executive, Central Council or Annual or Special General Meeting.
- d. The Executive has power to retain a solicitor for the Association whenever necessary.
- e. The Executive shall, from time to time, appoint such staff as is required to carry out the functions of the Association.

**4.3. Expenses and Remuneration**

- a. The members of the Executive shall be reimbursed for all expenses necessarily and reasonably incurred while attending to the affairs of the Association as defined in policy.
- b. In addition to the above, those officers who are employees of the Association shall be remunerated in accordance with the Association's Collective Agreement and-policy.

**4.4. Terms of Office**

- a. All Executive offices shall run for a term of one year commencing July 1st in the year elected.

**4.5. Incoming Executive**

- a. Newly elected persons shall act only as observers at Executive meetings until June 30<sup>th</sup> in the year elected.

**4.6. Executive conflict of interest**

- a. A conflict of interest shall be deemed to arise in the following situations:
  - i. Where an Executive member makes a decision or does an act motivated by other or additional considerations than the "best interests of the Association";
  - ii. Where an Executive member personally contracts with the Association;
  - iii. Where an Executive member learns of an opportunity for profit which might be valuable to him or her personally or to another society or corporation of which her or she is a member;
  - iv. In the situation of a secondment of an Executive member to the Department of Education or other department in the Government of Yukon, where the Executive member learns of an opportunity for an advancement which might be valuable to him or her personally or to the Government of Yukon to which he or she is seconded, which is not in the best interests of the Association.
- b. If a conflict of interest situation is thought to exist, the Executive member must declare that conflict of interest and must refrain from voting, at an Executive meeting, on any motion, which would put him or her in a conflict. The member may, however, vote at a general members' meeting in his or her own interests.
- c. If the Executive member does not declare a possible conflict of interest and votes or takes action at an Executive meeting, and a conflict is subsequently found to exist, the Executive member shall be liable to the Association and subject to such actions as are deemed appropriate.

**4.7. Indemnification**

- a. The Association shall indemnify and save harmless each and every member of the Executive of the Association and each and every individual serving on behalf of the Executive from any claim or judgment against the Association or any named member of the Executive or individuals serving on behalf of the Executive of the Association whatsoever and in any way related to activities, decisions or other matters carried out while that member was acting in good faith as part of that member's duties as a member of the Executive or as an individual serving on behalf of the Executive.

**5. CENTRAL COUNCIL**

**5.1. Members:**

- a. All members of the Executive Committee and representatives from each school or work site on the basis of the following formula:

YTA MEMBERS	YTA REPRESENTATIVES
1 – 22	1
23 – 37	2
38 – 52	3
53 – 67	4
68 – 82	5
83 +	6

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- b. The members of each designated school shall elect representatives subject to above. Names shall be submitted to the Executive.
- c. All Active Members not assigned to a school staff shall elect representatives subject to a and submit the names of same to the Executive.
- d. Council representatives may be replaced by an alternate representative either appointed or elected by the respective area membership. The alternate representative will have full voting privileges.

**5.2. Meetings**

- a. The President shall call a special meeting of the Central Council upon demand, in writing, of at least 40% of the area or school representatives.

**5.3. Duties and Powers**

- a. The Central Council may, both at its own discretion, or at the request of the Executive, consider any question affecting the Association, and direct the Executive accordingly.
- b. Central Council representatives shall act as a liaison between members in their respective schools or areas and the Central Council.

**5.4. Expenses**

- a. The Central Council Representatives shall be reimbursed for all expenses necessarily and reasonably incurred while attending to the affairs of the Association as defined in policy.

**6. OFFICERS AND DUTIES**

**6.1. The President shall:**

- a. exercise general supervision over the affairs of the Association;
- b. ensure that there is a chair to preside over Annual General, Central Council, Executive, and Special General Meetings;
- c. be ex-officio member of all committees except the ethics and election committees, be an ex-officio member of all sub-associations;
- d. suggest agenda items for meetings;
- e. act as a check to see that-Association policy is adhered to;
- f. be the legal custodian of the property of the Association;
- g. conduct the official correspondence of the Association;
- h. present to the Annual General Meeting a comprehensive report of the activities of the Association during the past year;
- i. act as official spokesperson of the Association; and
- j. oversee all archives of the Association, and ensure a record of all meetings, general or otherwise, of the Association and its Executive is prepared and preserved and includes the duties of the position description of the President found in the YTA Policy Manual. -

**6.2. The Vice-President shall:**

- a. perform all the duties of the President in the President's absence or incapacity;
- b. assist the President in the execution of his/her duties wherever possible;
- c. serve on Finance and Public Relations Committees.

**6.3. The Treasurer shall:**

- a. present annually to the Annual General Meeting, for its approval, a budget of anticipated revenues and expenditures for the forthcoming year;
- b. have the books reviewed annually by a professional accountant;
- c. submit to the Annual General Meeting, a report of the accounts and financial condition of the Association and of all monies received and expended in the time elapsing from the last Annual General Meeting;

- d. submit to regular Executive Meetings, on at least a monthly basis, a report of the accounts and financial condition of the Association, and of all monies received and expended since the last report at a regular Executive Meeting;
- e. submit to each Central Council meeting a statement of the fiscal condition of the Association;
- f. be chairperson of the Finance Committee.

**6.4. Past President shall:**

- a. advise the President and Executive on matters that come before the Association;
- b. be a member of the Finance Committee;
- c. chair the Professional Relations committee as needed.

**7. COMMITTEES AND SUB-ASSOCIATIONS**

**7.1. Chairpersons for Standing Committees and Executive Committees**

- a. The chairperson of each of the following committees is an elected member of the Executive: Membership, Employment Relations, Policy, Professional Development, Public Relations, and Finance.
- b. The Treasurer shall be the chairperson of the Finance Committee.
- c. The immediate Past President or, if he/she is not available, any Past President, or member appointed by the Executive shall be the chairperson of the Professional Relations Committee.

**7.2. Chairpersons for Appointed Committees**

- a. The chairperson of Appointed Committees shall be appointed by the Executive Committee.

**7.3. Committee Membership and Terms**

- a. All Standing Committee members shall be chosen by the chairperson of the committee, subject to approval by the Executive.
- b. All Standing Committees shall be dissolved on June 30th.
- c. Appointed Committee members shall be ratified by the Executive in conjunction, when possible, with the Chair of the committee.
- d. Appointed committees shall dissolve at the end of their mandate.

**7.4. Sub-Associations**

- a. The Executive may at any time approve the formation of a sub-association provided the objectives for the sub-association and any other subsequent amendments thereof are approved by the Executive.
- b. All voting members of a sub-association must be active members.
- c. All Executive members of a sub-association must be Active Members.

**8. ELECTIONS AND VOTING**

**8.1. Voter Eligibility**

- a. Only members holding Active Membership who are not in arrears in payment of dues are eligible to vote at Annual General Meeting and Special General Meetings of the Association.

**8.2. Voting Procedure**

- a. Proxy voting will be accepted at both Annual and Special General Meetings, but not at Central Council Meetings, for all types of voting and shall be governed by the following rules:
  - i. An Active Member may hold no more than four proxy voting cards, except in the case of Old Crow where one Active Member may hold enough voting cards to allow all active members in Old Crow to have their votes recognized;
  - ii. Proxy forms shall be filled in, and signed, by the Active Member granting the proxy. No Active Member shall grant more than one proxy form.
- b. Voting at elections shall be by secret ballot.

- c. Voting on matters in which the Executive or Central Council desires the opinion of all members, other than at the AGM and Special General Meeting, may be conducted by mail, telephone or other methods deemed suitable to the membership.

**8.3. Defeated nominees**

- a. Defeated nominees for Executive positions may run for any subsequent Executive position upon giving notice to the Election Committee.

**8.4. Election for President**

- a. The process for Election for President is located in the YTA Policy Manual and can only be changed as per Bylaw 9.1a.

**8.5. Executive Vacancies**

- a. The Executive has the authority to determine and declare that any elected position provided for in these bylaws is vacant subject to the following conditions:
  - i. As provided for in Bylaw 1.2 (Limitations);
  - ii. Upon submission of written notice of resignation from the position accepted by the Executive;
  - iii. When an individual abandons the office, as evidenced by failure to attend three consecutive meetings without reasonable excuse; such action only to be taken after reasonable notice to the individual and opportunity to reply; or
  - iv. On an extraordinary basis, by vote of at least 75% of all members of the Executive, on the basis that the individual has engaged in gross misconduct of a kind that is wholly incompatible with continuing to hold office in the Association, only after notice to the individual of the particulars of the misconduct and an opportunity to reply, and subject to the right of the individual to appeal to the next meeting of the Central Council.
- b. In the event that a position is declared vacant by the Executive pursuant to a the following shall apply:
  - i. If the vacancy is declared subsequent to the Annual General Meeting but before the end of that same school year, the position may be left vacant for the remainder of the school year unless the Executive determines that the interests of the Association require that a by-election be held.
  - ii. If the vacancy occurs between July 1<sup>st</sup> and March 1<sup>st</sup>, a by-election shall be called to fill the position, as determined by the Executive.
  - iii. In any vacancy occurring after March 1<sup>st</sup>, the Executive may fill the position by appointment in the interests of the Association.
- c. Notwithstanding b, if the position of President is declared vacant at any time in the term of a President, the current Vice-President shall assume the Presidency immediately and a by-election shall be held for the position of Vice-President.

**8.6. By-Elections**

- d. When conducting a by-election to fill a vacant position, the Executive shall adhere to the following process:
  - i. The President or Designate provides notice to all members by posting in schools and work places of the vacancy and a deadline for nominations, which shall be one week from the posting of the notice.
  - ii. If, by the deadline, no nominations for the position are received, the Executive shall, by motion, appoint an active member to the position for the balance of the term/existing school year.
  - iii. If by the deadline, one nomination is received, the Executive shall declare the nominee elected to the position for the balance of the term/existing school year.

- iv. If by the deadline more than one nomination is received, the Executive shall conduct a by- election for the position by vote of the membership at schools and workplaces. The Executive may, by resolution, establish the procedures for the conduct of the vote, but all members shall receive reasonable notice of the date of vote and information about the candidates, and the voting shall be by secret ballot.
- v. A Candidate for by-election must receive fifty per cent plus one of the valid votes to be elected. In the event that there are three or more candidates nominated and one candidate does not receive a majority of the votes cast, the winner will be chosen in a run- off election, conducted according to this bylaw, between the two candidates having received the most votes.
- e. The person elected shall serve for the balance of the term/existing school year.

#### **8.7. Tie Vote**

- f. The Chief Electoral Officer shall prepare their ballot and put it in a sealed envelope marked "Chief Electoral Officer's vote". This vote will not be cast unless the count of votes results in a tie vote. At this time, before any of the results have been announced publicly, the Chief Electoral Officer's vote will be cast to break the tie.

### **9. LIMITATION OF POWER**

#### **9.1. Amendments**

- a. The Bylaws may be amended only at an Annual General Meeting, or a Special General Meeting called for that purpose. A resolution must be passed by the vote of not less than 75% of members voting and of which not less than 21 days notice has been given.
- b. Amendments to the Bylaws may be made effective as of a time specified in the special resolution, and if no date is specified, become effective July 1st following the Annual General meeting at which they are passed.

#### **9.2. Borrowing Power**

- a. The borrowing powers of the Association shall be determined by the decision of the Executive endorsed by an extraordinary resolution of the membership.

#### **9.3. Recall of Officer(s)**

- a. Any elected Executive officer may be subject to recall if twenty percent of the membership petitions the Executive.
- b. Such recall elections shall be held not more than thirty days after presentation of petition.
- c. Recall shall be by two-thirds vote.
- d. The recalled officer shall not be prohibited from standing for election to fill the office from which he/she has been recalled.

#### **9.4. Referral of Policy**

- a. Any policy matter passed by the Executive or Central Council shall be referred to the membership for approval upon petition of twenty percent of the membership.
- b. All action on the referred policy shall cease pending the outcome of the referendum.

### **10. CODE OF ETHICS**

#### **10.1. Adoption of Code of Ethics**

- a. In accordance with the requirements of the *Teaching Profession Act* the Association shall by resolution of an Annual General Meeting adopt a Code of Ethics, which shall be binding on all members.

#### **10.2. Membership of Ethics Committee**

- a. The Code of Ethics shall be administered by the Ethics Committee which shall be composed of 12 active members elected by the Annual General Meeting and shall be guided by procedures adopted by an Annual General Meeting.
- b. No person serving as an Executive member shall be a member of the Ethics Committee.

- c. Any person elected or appointed to the Executive who is currently serving on the Ethics Committee is considered to have resigned from the Ethics Committee.

**11. RATIFICATION OF COLLECTIVE AGREEMENT**

**11.1. Voting Procedure**

- a. All members of the Bargaining Unit are eligible to vote on ratification of the collective agreement.
- b. Voting on collective agreements shall be by secret ballot.
- c. No proxy vote shall be allowed.
- d. A collective agreement must be approved by a majority of the ballots cast before the Association enters into it.

**12. SEAL**

- 12.1.** The Association shall not use a seal in the conduct of its official business.