



FEDERATION OF POST-SECONDARY EDUCATORS OF BC

CONSTITUTION OF FPSE HOLDING SOCIETY

BYLAWS OF FPSE HOLDING SOCIETY

CONSTITUTION OF THE FEDERATION OF POST-SECONDARY EDUCATORS OF BC

NOVEMBER 16, 2018

Societies Act

Constitution of FPSE Holding Society

Name: FPSE Holding Society

Purpose: to receive and hold funds for the benefit of the Federation of Post-Secondary Educators of British Columbia.

Member-funded Society: This society is a member-funded society. It is funded primarily by its members to carry on activities for the benefit of its members. On its liquidation or dissolution, this society may distribute its money and other property to its members.

Bylaws of FPSE Holding Society

Part 1 – Interpretation

- 1.1 In these bylaws, unless the context otherwise requires:
- (a) “directors” means the directors of the Society;
 - (b) “*Societies Act*” means the *Societies Act* of British Columbia, SBC 2015, c.18, and all amendments to it; and
 - (c) “FPSE” means the Federation of Post-Secondary Educators of British Columbia, and includes any successor entity.
- 1.2 Words importing the singular include the plural and vice versa; and words importing any gender include all genders.

Part 2 – Members

General Members

- 2.1 The general members of the Society shall be the non-voting members of the Presidents’ Council of FPSE.
- 2.2 A person shall automatically be admitted to general membership in the Society upon holding a position in FPSE specified in Bylaw 2.1.
- 2.3 A person shall automatically cease to be a general member of the Society as soon as they cease to be a non-voting member of the Presidents’ Council of FPSE.
- 2.4 A general member may not be expelled, and remains a member of the Society, as long as they hold the position in FPSE specified in Bylaw 2.1.
- 2.5 A general member is entitled to receive notice of, attend, and speak at all general meetings of the Society. They may not vote at general meetings.

Voting Members

- 2.6 The voting members of the Society shall be the voting members of the Presidents’ Council of FPSE.
- 2.7 A person shall automatically be admitted to voting membership in the Society upon holding a position in FPSE specified in Bylaw 2.6.
- 2.8 A person shall automatically cease to be a voting member of the Society as soon as they cease to be a voting member of the Presidents’ Council of FPSE.
- 2.9 A voting member may not be expelled, and remains a member of the Society, as long as they hold the position in FPSE specified in Bylaw 2.6.
- 2.10 A voting member is entitled to receive notice of, attend, speak at, and vote at all general meetings of the Society.

Non-Voting Members

- 2.11 The non-voting members of the Society shall be the local member organizations of FPSE.
- 2.12 Non-voting members are entitled to receive notice of general meetings of the Society but have no other rights. They may not attend, speak at, or vote at general meetings.
- 2.13 A non-voting member of the Society shall cease to be a member of the Society on ceasing to be a local member organization of FPSE.

Responsibilities of Members

- 2.14 Every member shall uphold the constitution and comply with these bylaws and any policies adopted by the directors from time to time.

Part 3 – Directors

- 3.1 The directors of the Society shall be those individuals who are the members of the Presidents' Council of FPSE. A director shall cease to be a director when such person ceases to hold a position on the Presidents' Council of FPSE.
- 3.2 A director of the Society, when exercising the powers and performing the functions of a director of the Society, must:
 - (a) act with a view to the purposes of the Society;
 - (b) act in the best interests of FPSE and its members; and
 - (c) act in accordance with any applicable policies or guidance adopted by FPSE.
- 3.3 The Society shall have no more than twenty-six directors, as follows:
 - (a) the President of the Society shall be the President of FPSE,
 - (b) the First Vice-President of the Society shall be the First Vice-President of FPSE,
 - (c) the Second Vice-President of the Society shall be the Second Vice-President of FPSE,
 - (d) the Secretary-Treasurer of the Society shall be the Secretary-Treasurer of FPSE, and
 - (e) the Directors-at-large of the Society shall be the two Members-at-large of FPSE and the immediate Past President of FPSE.
 - (f) the Presidents of local member organizations of FPSE.

A director shall cease to be a director when such person ceases to hold the specified position in FPSE.

- 3.4 Each director of the Society shall serve without fixed term for so long as such person holds one of the positions in FPSE specified in Bylaw 3.3.
- 3.5 The Society may reimburse any director for expenses incurred in the performance of their duties as a director.

Part 4 – General Meetings of Members

- 4.1 General meetings of the Society shall be held at the time and place, in accordance with the *Societies Act*, that the directors decide.
- 4.2 The following individual is entitled to preside as the chair of a general meeting:
- (a) the President,
 - (b) the Secretary-Treasurer,
 - (c) one of the other directors present at the meeting, if both the President and Secretary-Treasurer are unable to preside as the chair.
- 4.3 A quorum for any general meeting is sixty percent (60%) of the voting members.
- 4.4 At any general meeting, the vote shall carry by a simple majority, except for special resolutions.
- 4.5 Voting shall be open, conducted by roll call on demand, and recorded in the minutes. A motion to vote by secret ballot requires the support of two-thirds of voting members. If the meeting is being held in whole or in part by telephone or other communications medium, the directors must ensure that any vote must be conducted in a manner that adequately discloses the intentions of the voting members.
- 4.6 Voting by proxy is not permitted.
- 4.7 The directors may, in their discretion, decide to hold a general meeting in whole or in part by telephone or other communications medium if all of the persons participating in the meeting, whether by telephone, by other communications medium or in person, are able to communicate with each other.

Part 5 – Insurance and Indemnification

- 5.1 In this Part 5:
- (a) “eligible party”, in relation to the Society, means an individual who is or was a director, officer or senior manager of the Society or who holds or held an equivalent position in a subsidiary of the Society or who is a member of Presidents’ Council of FPSE and is acting in their capacity as such;
 - (b) “eligible proceeding” means a legal proceeding or investigative action, whether current, threatened, pending or completed, in which an eligible party or heir or personal or other legal representative of the eligible party, by reason of the eligible party being or having been a director, officer or senior manager of the Society, or holding or having held an equivalent position in a subsidiary of the Society,
 - (i) is or may be joined as a party, or
 - (ii) is or may be liable for or in respect of a penalty in, or expenses related to, the legal proceeding or investigative action;
 - (c) “expenses” includes costs, charges and expenses, including legal and other fees, but does not include penalties;

- (d) "penalty" means a judgment, penalty or fine awarded or imposed in, or an amount paid in settlement of, an eligible proceeding and "penalties" means all such judgments, penalties, or fines.
- 5.2 Subject to the *Societies Act*, the Society must indemnify an eligible party and their heirs and personal or legal representatives against all penalties to which such person is or may be liable, and the Society must, after the final disposition of an eligible proceeding, pay the expenses actually and reasonably incurred by such person in respect of that proceeding.
- 5.3 Subject to any restrictions in the *Societies Act*, the Society may indemnify any person.
- 5.4 The failure of an eligible party to comply with the *Societies Act* or these Bylaws or, if applicable, the former *Society Act* (British Columbia), does not invalidate any indemnity to which they are entitled under this Part.
- 5.5 The Society may purchase and maintain insurance for the benefit of any person (or their heirs or legal or personal representatives) who is or was an eligible party, employee or agent of the Society.

Part 6 – Signing Authority

- 6.1 A contract or other record to be signed by the Society must be signed on behalf of the Society:
- (a) by the President, or
 - (b) by the Secretary-Treasurer, or
 - (c) by another individual authorized by the directors to sign the contract or record on behalf of the Society.
- 6.2 All cheques drawn on the Society's accounts shall be signed by any two of the Secretary-Treasurer, President, First Vice-President, Second Vice-President, or a person named by the directors.

Part 7 – Auditor

- 7.1 The Society will be audited every year. The auditor's report shall be provided to FPSE.

Part 8 – Liquidation

- 8.1 Upon the winding up or dissolution of the Society for any reason whatsoever, any surplus, after payment of all debts, liabilities and obligations of the Society, shall be distributed among all the local member organizations of FPSE. Such distribution shall be in accordance with a formula approved by resolution of the directors.

Part 9 – Bylaws

- 9.1 These bylaws shall not be altered or added to except by special resolution.

CONSTITUTION OF THE FEDERATION OF POST-SECONDARY EDUCATORS OF BRITISH COLUMBIA

THIS CONSTITUTION IS ADOPTED AND AGREED TO by the signatories hereto, with effect as of November 16, 2018.

1. DEFINITIONS

In this Constitution, unless the context requires otherwise:

"Act" means the *Societies Act* of British Columbia as amended from time to time;

"Director" means a member of the Presidents' Council;

"Federation" means Federation of Post-Secondary Educators of British Columbia;

"General meeting" means a meeting of the member organizations of the Federation, whether an Annual General Meeting or a Special General Meeting;

"Officer" means a member of the Executive Committee;

"Presidents' Council" means the body described in Article 7.1 of this Constitution;

"Special resolution" means a resolution passed at a general meeting by at least 2/3 of the delegate votes cast.

2. NAME

The name of the Federation is the FEDERATION OF POST-SECONDARY EDUCATORS OF BRITISH COLUMBIA.

3. PURPOSES

The purposes of the Federation are:

- 3.1 To foster and promote the objectives of post-secondary education in British Columbia.
- 3.2 To improve the economic and professional welfare of post-secondary educators, including faculty and staff, by organizing, providing assistance and support.
- 3.3 To foster effective communication and cooperation between member organizations and with other constituencies within BC's post-secondary education system.
- 3.4 To work with other groups concerned with post-secondary education to create an environment which will better serve provincial and community needs.
- 3.5 To act as the voice for member organizations on matters of provincial or national scope, while recognizing the need to preserve the authority of member organizations in matters of local concern.
- 3.6 To seek effective representation on all relevant bodies dealing with policies affecting BC's post-secondary education system.

- 3.7 To encourage inter-institutional cooperation, rather than competition, among member organizations and their own members in post-secondary education.
- 3.8 To provide support, including a strike/lockout Defence Fund and a disputes policy, to achieve satisfactory resolution of disputes.
- 3.9 To foster cooperation between member organizations in matters of professional development activities.
- 3.10 To assist member organizations in labour relations with employers.

4. PRINCIPLES

The intent and effect of the Constitution, structure and operation of the Federation shall be such as to satisfy the following:

- 4.1 To represent the interests of its member organizations as established by the Annual General Meeting.
- 4.2 Maintenance of local autonomy on all issues not assigned by the Constitution to the provincial body.
- 4.3 Greater strength and credibility in making policy statements on a provincial level.
- 4.4 Increased ability to provide management and information services on a centralized basis.
- 4.5 Greater continuity of resources, services and personnel.
- 4.6 Coordinated relationships with other resource groups.
- 4.7 Stable commitment by member organizations.
- 4.8 Maintenance of the right of each member organization to adopt central bargaining or to retain local bargaining.
- 4.9 Recognition of, and respect for, the individual needs and interests of member organizations.
- 4.10 Authority for the Presidents' Council, between Annual General Meetings, to make policies in areas assigned to the Federation by the Constitution, provided such policies are not inconsistent with Annual General Meeting decisions.
- 4.11 Provision for, and encouragement of, exchange of information on economic welfare and other terms and conditions of employment, and provision of assistance in the area of labour relations.
- 4.12 Establishment and promotion of guidelines for professional and ethical standards for members.

5. MEMBERSHIP

5.1 MEMBERSHIP

- 5.1.1 The Federation shall have the following categories of membership, each with the rights and obligations set out in this Constitution:
 - (a) Member Organizations

(b) Honorary Lifetime Members

- 5.1.2 On the date of the execution of this Constitution by the signatories hereto, each of those signatories shall become a member organization of the Federation. A list of the member organizations as of that date is attached as Schedule "A".
- 5.1.3 New member organizations shall be granted membership in FPSE by vote of the Presidents' Council.
- 5.1.4 Each new member organization must, as a condition of membership, agree in writing to be bound by the Constitution of the Federation, as it may be amended or replaced from time to time.

5.2 MEMBER ORGANIZATIONS

- 5.2.1 A member organization shall represent faculty, or faculty and staff. It shall agree to pay the required dues and levies as established by duly authorized general meetings of this Federation and to abide by this Constitution. Member organizations have full privileges as hereinafter set forth and shall be entitled to services as described in the document "Services available to Member Organizations".
- 5.2.2 Member organizations shall have voice and vote at all general meetings of the Federation through their appointed delegates, as contemplated in Article 11.
- 5.2.4 A member organization is not in good standing if it fails to pay the required dues and levies for a period of three months, and the member organization is not in good standing for so long as those dues and levies remain unpaid.
- 5.2.5 Member organizations that are not in good standing shall lose their voting rights until they return to good standing.
- 5.2.6 A member organization shall cease to be a member of the Federation:
 - (a) on ceasing to represent faculty, or faculty and staff;
 - (b) on having been a member organization not in good standing for six consecutive months or longer; or
 - (c) on being expelled.
- 5.2.7 A member organization may be expelled by:
 - (a) A Special Resolution of the member organizations passed at a general meeting.
 - (b) The notice of Special Resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
 - (c) The member organization who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the Special Resolution is put to a vote.

5.3 WITHDRAWAL OF MEMBERSHIP

Subject to Article 13.4, any member organization may voluntarily withdraw from the Federation upon the provision of six (6) months' notice in writing of its intention to do so being given to the Federation at the address thereof. Such notice shall not be required in the event that the Federation, by decision of a general meeting, undergoes a change that is determined by the Presidents' Council to be a fundamental change in the nature of the Federation.

5.4 HONORARY LIFETIME MEMBERSHIP

- 5.4.1 In recognition of outstanding services to the purposes of FPSE, an individual who does not hold current membership in a member organization may be granted an Honorary Lifetime Membership in FPSE.
- 5.4.2 Nominations for Honorary Lifetime Membership shall come to the Annual General Meeting from the Presidents' Council.
- 5.4.3 Such membership shall have all the rights and privileges as determined by the Presidents' Council.

6. GENERAL MEETINGS

- 6.1 The Annual General Meeting of this Federation shall be held during either the month of May or June at a time and place to be determined by the Presidents' Council.
- 6.2 Notwithstanding 6.1, a Special General Meeting may be held to deal with specific, urgent situations and to set such policy as may be necessary in those situations.
- 6.3 A Special General Meeting may be called by any of the following:
 - (a) The President;
 - (b) A Presidents' Council resolution supported by at least 2/3 of votes cast at Presidents' Council;
 - (c) A petition signed by at least 2/3 of voting members of Presidents' Council.
- 6.4 Any individual who is a member of a member organization of this Federation may attend general meetings with voice but no vote.
- 6.5 Voting at general meetings shall be as provided by Article 11.
- 6.6 Each member organization of the Federation shall be given at least one (1) calendar month notice of a general meeting.
- 6.7 The Annual General Meeting shall be the chief policy and decision-making body of the Federation.

7. PRESIDENTS' COUNCIL

- 7.1 The Presidents' Council shall consist of the President, Secretary-Treasurer, First Vice-President, Second Vice-President, immediate Past President, Non-Regular Faculty Committee Chair, and the President or their delegate of each member organization. The President of the Federation shall chair meetings of the Presidents' Council.
- 7.2 The President shall be elected for a one year term at the Annual General Meeting and shall take office no later than September 1 following the Annual General Meeting. The exact date of transition will be determined by the Executive Committee upon recommendation by the incoming and outgoing Presidents. A President may stand for consecutive re-election.
- 7.3 The Secretary-Treasurer shall be elected separately for a one year term at the Annual General Meeting after the election of the President and shall take office no later than September 1 following the Annual General Meeting. A Secretary-Treasurer may stand for consecutive re-election.

- 7.4 The First Vice-President shall be elected for a one year term at the Annual General Meeting after the election of the President and shall take office following the Annual General Meeting. A First Vice-President may stand for consecutive re-election.
- 7.5 The Second Vice-President shall be elected at the Annual General Meeting for a one year term and shall take office following the Annual General Meeting. A Second Vice-President may stand for consecutive re-election.
- 7.6 The term of the immediate Past President shall be from the election of a successor President to the next general meeting.
- 7.7 The Non-Regular Faculty Committee Chair is elected by the Non-Regular Faculty Committee, from time to time and in accordance with FPSE policy. The Non-Regular Faculty Committee Chair shall have full voice but no vote at meetings of the Presidents' Council.
- 7.8 Two Members-at-Large shall be elected by voting members of Presidents' Council at the first meeting following the Annual General Meeting for a one-year term, and shall take office immediately. Members-at-Large must be members of Presidents' Council to retain office. Members-at-Large shall be elected so that the Executive includes at least one woman. Members-at-Large may stand for consecutive re-election.
- 7.9 Any individual who is a member of a member organization of this Federation shall be eligible for election as President, Secretary-Treasurer, First Vice-President, or Second Vice-President.
- 7.10 The Presidents' Council shall interpret and implement policy set out and decisions made at the Annual General Meeting. It shall be the governing body of this Federation between Annual General Meetings and shall be bound by this Constitution, and by rulings and directives of the Annual General Meeting or Special General Meeting.
- 7.11 The Presidents' Council shall assign responsibilities to its members.
- 7.12 The President and Secretary-Treasurer shall be responsible for engaging such staff members as are necessary and shall fix their remuneration within the budget limits established by the General Meeting, subject to the Collective Agreement between FPSE and CUPE 1004, or its successors. The direction of all staff members shall be under the President or the Secretary-Treasurer.
- 7.13 Any officer of the Federation may be removed at any time by Special Resolution.
- 7.14 Notwithstanding Article 11.8, the President, Vice-President, Second Vice-President, and Secretary-Treasurer shall be elected at the Annual General Meeting or Special General Meeting by a simple majority of delegate votes cast in a secret ballot. In the event that no one candidate has such a majority, the candidate with the lowest number of delegate votes shall be dropped from the ballot and another vote taken. This process shall continue until a majority is obtained. In the event that only one candidate stands for election for an Executive Officer position, that candidate will be declared elected by acclamation and no vote will be taken.
- 7.15 Presidents' Council shall serve as the directors of FPSE Holding Society.

8. EXECUTIVE COMMITTEE

- 8.1 The Executive Committee shall consist of the President, Secretary-Treasurer, First Vice-President, Second Vice-President, immediate Past President, and two Members-at-Large.
- 8.2 The Executive Committee shall report to and be responsible to the Presidents' Council.

- 8.3 The Executive Committee shall be responsible for implementing directives of the Presidents' Council and the Annual General Meeting.

9. DUTIES OF OFFICERS

9.1 THE PRESIDENT

- 9.1.1 The President shall be the chief executive officer of the Federation. They shall exercise supervision over the affairs of the Federation and preside at general meetings and at meetings of the Presidents' Council and the Executive Committee. They shall call meetings of the Presidents' Council at least six times each year. They shall call meetings of the Executive Committee at least four times each year. The President shall perform such other duties as are assigned by the Presidents' Council.
- 9.1.2 The President shall have the authority to interpret the Constitution of this Federation and their interpretation shall be conclusive and in full force and effect unless reversed or changed by the Presidents' Council or a general meeting. Full and final authority shall rest with the Annual General Meeting.
- 9.1.3 The President shall report on the administration of their office and on the affairs of the Federation to the General Meeting through the report of the Presidents' Council.
- 9.1.4 The President shall have full voice but no vote at meetings of the Presidents' Council.

9.2 THE SECRETARY-TREASURER

- 9.2.1 The Secretary-Treasurer shall be the chief financial officer of the Federation. The Secretary-Treasurer shall be in charge of books, documents, files and effects of the Federation which shall at all times be subject to inspection by the President and the Presidents' Council or any Federation member in good standing.
- 9.2.2 The Secretary-Treasurer shall prepare a financial statement of the Federation and of the FPSE Holding Society for each meeting of the Presidents' Council. They shall have the books of the FPSE Holding Society audited each year by a registered accountant selected and approved by the Presidents' Council. Such audits shall be furnished to the Presidents' Council and to the Annual General Meeting.
- 9.2.3 The Secretary-Treasurer shall, subject to the approval of the Presidents' Council, direct the FPSE Holding Society in its investment of the surplus funds of the Federation, in accordance with the relevant laws of British Columbia.
- 9.2.4 The Secretary-Treasurer shall be responsible for submitting from revenue any affiliation fees.
- 9.2.5 The Secretary-Treasurer is empowered to require member organizations to provide statistical data in their possession relating to the membership of the organization in order to establish membership strength for dues collection.
- 9.2.6 The Secretary-Treasurer shall issue the call for, and act as Secretary at, all General Meetings and shall cause the proceedings of all General Meetings and all sessions of the Presidents' Council and the Executive Committee to be recorded.
- 9.2.7 The Secretary-Treasurer shall submit a written report on the administration of their office to the Annual General Meeting.

- 9.2.8 The Secretary-Treasurer shall have full voice but no vote at meetings of the Presidents' Council.

9.3 THE VICE-PRESIDENT(S) AND MEMBERS-AT-LARGE

- 9.3.1 The Vice-Presidents shall have full voice but no vote at meetings of the Presidents' Council. The duties of the Vice-Presidents shall be as mutually agreed by the President and Vice-Presidents, or as allocated by the Executive Committee on the advice of the President and as approved by the Presidents' Council.
- 9.3.2 The duties of the Members-at-Large shall be as mutually agreed by the President and Members-at-Large, or as allocated by the Executive Committee on the advice of the President and as approved by the Presidents' Council.

9.4 THE IMMEDIATE PAST PRESIDENT

The immediate Past President's duties shall be as mutually agreed by the President and immediate Past President, or as allocated by the Executive Committee on the advice of the President and as approved by the Presidents' Council. They shall have full voice but no vote at meetings of the Presidents' Council.

9.5 VACANCIES

- 9.5.1 If the office of the President becomes vacant for any reason, the Secretary-Treasurer shall become President of the Federation until the next general meeting.
- 9.5.2 If the office of the Secretary-Treasurer becomes vacant for any reason, the First Vice-President shall become Secretary-Treasurer of the Federation until the next general meeting.
- 9.5.3 If the office of the First Vice-President or Second Vice-President becomes vacant, it will remain vacant until the next general meeting.
- 9.5.4 If the office of Member-at-Large becomes vacant, the Presidents' Council shall elect one of its members to fill the vacancy until the next general meeting.
- 9.5.5 Any vacancy on the Presidents' Council other than those already named in this article shall be filled by the member organization whose absent member causes the vacancy.

10. SIGNING AUTHORITY

- 10.1 A contract or other record to be signed by the Federation must be signed on behalf of the Federation:
- (a) by the President; or
 - (b) by the Secretary-Treasurer; or
 - (c) by one or more individuals authorized by Presidents' Council to sign the contract or record on behalf of the Federation.
- 10.2 All cheques drawn on the Federation's accounts shall be signed by any two of the Secretary-Treasurer, President, First Vice-President, Second Vice-President, or a person named by the Presidents' Council.

11. PROCEDURES AT MEETINGS (INCLUDING VOTING)

- 11.1 Voting at any general meeting shall be by a delegate voting system.
- 11.2 The number of delegate votes of each member organization shall be determined by the following calculation:
 - 11.2.1 Regardless of size, each member organization shall be awarded one delegate vote.
 - 11.2.2 In addition, each member organization shall be awarded further delegate votes on a proportional basis based on the immediately preceding FPSE fiscal year dues, such as determined by Presidents' Council.
 - 11.2.3 The Secretary-Treasurer shall inform member organizations of their delegate vote allocation as soon as practicable prior to the general meeting.
- 11.3 At any general meeting the vote shall carry by a simple majority of delegate votes cast, except for special resolutions.
- 11.4 At any Presidents' Council meeting, the vote shall carry by a simple majority of the number of presidents or authorized alternates voting.
- 11.5 At any meeting of the Executive Committee, the vote shall carry by a simple majority of votes cast. Each member of the Executive Committee shall have one vote.
- 11.6 A quorum at a general meeting shall be at least sixty per cent (60%) of the total allowable delegate votes.
- 11.7 A quorum at a Presidents' Council meeting shall be at least sixty per cent (60%) of the member organization presidents or authorized alternates.
- 11.8 Voting at a general meeting shall be open, conducted by roll call on demand, and recorded in the minutes. A motion to vote by secret ballot requires the support of two-thirds of the delegate votes cast.
- 11.9 Special Resolutions are required in the case of:
 - (a) removal of an officer;
 - (b) expulsion of a member organization;
 - (c) alteration to the formula for calculating dues;
 - (d) special assessments;
 - (e) borrowing powers;
 - (f) alteration or addition to the Constitution.
- 11.9.1 Each member organization of the Federation shall be given at least one (1) calendar month notice of a Special Resolution.

12. PRINCIPLES AND STANDARDS OF CONDUCT

- 12.1 This Federation shall give full recognition to the autonomy of its member organizations. All powers other than those that may be delegated to the Federation by general meetings shall remain with its member organizations whose fundamental autonomy and freedom shall be maintained by the Federation as its first priority.

- 12.2 Member organizations shall support any stance taken by the Federation on provincial issues.
- 12.3 The Federation shall promote legislation in the interests of its members.
- 12.4 The Federation shall provide upon request, wherever and whenever practicable, research, legislative, public relations, information, educational, legal, collective bargaining and contract administration services to its member organizations.

13. REVENUE

- 13.1 Revenue, investments and other property of the Federation may be held in the name of the FPSE Holding Society.
- 13.2 The revenue of the Federation shall be derived in part from monthly dues and levies charged to members of the Federation at rates to be determined by the Annual General Meeting, or a Special General Meeting called for that purpose.
- 13.3 Notwithstanding Article 13.2 or any other provision in this Constitution, the Presidents' Council may, by resolution, waive payment of dues by a member organization pending certification or negotiation of a first collective agreement.
- 13.4 Each member organization shall forward to the Federation, at least monthly, a statement showing the gross total salaries of persons currently paying dues to the member organization and the member organization shall remit the per capita amount payable from such dues, in accordance with this Constitution.
- 13.5 The Federation shall establish and maintain a Defence Fund to support members engaged in strike, lockout, or picket line recognition or for such other action in defence of the Federation as is approved by the Presidents' Council. Member organizations shall not be eligible to receive financial payments from the Fund until at least six (6) months after joining the Fund. Member organizations that receive support payments from the Fund shall continue to participate and pay into the Fund for at least two (2) years beyond the date of last receiving support payments.
- 13.6 The Federation shall develop a set of procedures to allow it to make support payments to member organizations participating in the Defence Fund and engaged in strike, lockout, or picket line recognition, providing that the member organization meets the conditions established and promulgated in advance by the Presidents' Council.
- 13.7 The fiscal year of the Federation shall end on March 31st of each year.

14. BORROWING POWERS

The Federation shall have such borrowing powers as may be determined at a general meeting by special resolution.

15. AMENDMENTS

- 15.1 This Constitution may be amended at a general meeting by special resolution.
- 15.2 All member organizations of the Federation will be bound by any amendments to this Constitution immediately upon their adoption as contemplated in Article 15.1.

16. CONSTITUTION BINDING

16.1 Each of the undersigned representatives of member organizations of the Federation, in consideration of the promises and agreements similarly made by each of the other member organizations, hereby on behalf of the undersigned and their assignees and successors, if any, accepts and agrees to abide by the foregoing Constitution, and each and every alteration, amendment or repeal thereof so long as the undersigned or their assignees or successors are member organizations of the Federation.

The following have executed this Constitution, signifying their acceptance and ratification of its terms as of the date first set out above:

On behalf of **Capilano University Faculty Association:**

Brent Calvert, President, CFA

On behalf of **Faculty Association of the College of New Caledonia:**

Bill Deutch, President, FACNC

On behalf of **Kwantlen Faculty Association:**

Bob Davis, President, KFA

On behalf of **University of the Fraser Valley Faculty and Staff Association:**

Sean Parkinson, President, UVFSA

On behalf of **Okanagan College Faculty Association:**

Sharon Mansiere, President, FACNC

On behalf of **Academic Workers' Union:**

Marja Burrows, President, AWU

On behalf of **Langara Faculty Association:**

Scott McLean, President, LFA

On behalf of **Thompson Rivers University Faculty Association:**

Tom Friedman, President, TRUFA

On behalf of **Douglas College Faculty Association:**

Erin Rozman, President, DCFA

On behalf of **College of the Rockies Faculty Association:**

Joan Kaun, President, CORFA

On behalf of **Vancouver Island University Faculty Association:**

Chris Jaeger, President, VIUFA

On behalf of **Selkirk College Faculty Association:**

Lui Marinelli, President, SCFA

On behalf of **Camosun College Faculty Association:**

Chris Ayles, President, CCFA

On behalf of **Vancouver Community College Faculty Association:**

Karen Shortt, President, VCCFA

On behalf of **North Island College Faculty Association:**

Shirley Ackland, President, NICFA

On behalf of **Nicola Valley Institute of Technology Employees' Association:**

Sharon McIvor, President, NVITEA

On behalf of **Emily Carr University of Art + Design Faculty Association:**

Christopher Hethrington, President, ECUFA

On behalf of **Thompson Rivers University Open Learning Faculty Association:**

Mark Salopek, President, TRUOLFA

On behalf of **Education and Training Employees' Association:**

Kevin Drager, President, ETEA

Schedule "A"
Member Organizations

LOCAL 1: CAPILANO FACULTY ASSOCIATION

LOCAL 2: THOMPSON RIVERS UNIVERSITY FACULTY ASSOCIATION

LOCAL 3: FACULTY ASSOCIATION OF THE COLLEGE OF NEW CALEDONIA

LOCAL 4: DOUGLAS COLLEGE FACULTY ASSOCIATION

LOCAL 5: KWANTLEN FACULTY ASSOCIATION

LOCAL 6: COLLEGE OF THE ROCKIES FACULTY ASSOCIATION

LOCAL 7: UNIVERSITY OF THE FRASER VALLEY FACULTY & STAFF ASSOCIATION

LOCAL 8: VANCOUVER ISLAND UNIVERSITY FACULTY ASSOCIATION

LOCAL 9: OKANAGAN COLLEGE FACULTY ASSOCIATION

LOCAL 10: SELKIRK COLLEGE FACULTY ASSOCIATION

LOCAL 11: ACADEMIC WORKERS' UNION (COAST MOUNTAIN COLLEGE)

LOCAL 12: CAMOSUN COLLEGE FACULTY ASSOCIATION

LOCAL 14: LANGARA FACULTY ASSOCIATION

LOCAL 15: VANCOUVER COMMUNITY COLLEGE FACULTY ASSOCIATION

LOCAL 16: NORTH ISLAND COLLEGE FACULTY ASSOCIATION

LOCAL 17: THOMPSON RIVERS UNIVERSITY OPEN LEARNING FACULTY ASSOCIATION

LOCAL 19: NICOLA VALLEY INSTITUTE OF TECHNOLOGY EMPLOYEES' ASSOCIATION

LOCAL 21: EDUCATION & TRAINING EMPLOYEES' ASSOCIATION

LOCAL 22: EMILY CARR UNIVERSITY OF ART & DESIGN FACULTY ASSOCIATION