

# CONSTITUTION

## Article I – NAME

The name of the organization is the “Professional Employees Association”.

## Article II – OBJECTS

The objects of the Association are:

1. To serve as Bargaining Agent for employees included in the Association membership, to regulate relations between these employees and their employers by means of collective bargaining including such matters as professional status, working conditions, general welfare and salaries and other remuneration.
2. Without restricting the generality of the foregoing, to encourage, promote and maintain enlightened and innovative principles of labour relations including:
  - a. Creation of working conditions whereby work and the provision of services become a source of personal and professional satisfaction:
  - b. Recognition and encouragement of employees’ motivations, potential for development, capacity for assuming responsibility and readiness to work for organizational goals;
  - c. Recognition of the principle of participation by and consultation with employees in joint undertakings to accomplish organizational objectives and goals subject to the public interest;
  - d. Recognition and encouragement of employees’ capacity to use a high degree of imagination, ingenuity and creativity in achievement of organizational goals.
3. To maintain and promote a professional standard of service among professional employees.
4. To maintain and promote full professional and working relationships between various professional categories, among members of the Association, and between members of the Association supervisory staff and other salaried employees and their trade unions and associations.
5. To prepare briefs, organize seminars and perform research and educational functions with respect to professional status and responsibilities and relations with employers.

6. To have power to recognize categories of employees as chapters of Association.
7. To do any other things as may be necessary for the welfare of the members of the Association.

### Article III – HEADQUARTERS

The business of the Association shall be conducted chiefly in the City of Victoria, BC and in other areas where members are employed.

### BY-LAWS

#### **Article I – MEMBERSHIP**

1. Membership shall be open to:

- a) Employees who are licensed to practice under any Act or eligible for membership in any association of professional employees described in any such Act and persons registered as students or trainees under the provisions of any such Act, provided that such professional employees come within the definition contained in Article I 1 (b) of these By-laws.
- b) Employees who are not presently licensed to practice under any Act but who, in the opinion of Association, come within the following definition of a professional employee:

“An employee engaged in the exercise of a predominantly intellectual skill in which they use discretion and judgment and the results of which cannot necessarily be measured or standardized by units or by time and who has been qualified by knowledge of an advanced type in a field of science or learning customarily, but not necessarily, acquired by prolonged course of specialized intellectual instruction and study in or with an institution of higher learning or a hospital”.

- c) Employees not included in (a) or (b) above who work for employers of persons included in (a) or (b) above, provided:
  - (i) That collective bargaining law requires their inclusion in bargaining units represented by the Association, and
  - (ii) That employees included in (a) and (b) above constitute a majority of the employees in any bargaining unit the Association represents.

2. Membership will not be open to persons excluded from collective bargaining.
3. Persons desiring to become members of the Association shall make application in writing in the format prescribed together with the payment of an Admission Fee in an amount as may be determined from time to time by the Association Executive. Applicants shall furnish the Secretary-Treasurer with such information regarding their professional qualifications and job functions as may be required.
4. The Association Executive may examine applications for membership, and if, in the opinion of the Association Executive, the applicant is not qualified for membership in the Association, the application shall be rejected.
5. Changes to Membership Dues shall be recommended by convention of the Association. The method of payment shall be established by the Association Executive. When a resolution or question which involves a change in the dues of the Association comes before a convention of the Association and is carried at that meeting, such questions or resolution shall, prior to implementation, be made the subject of a referendum subject to the provisions of Article VI and the requirement that at least 50 per cent of the membership participate in the referendum. When ten per cent of the membership sign a petition The Association Executive shall make the dues the subject of a Referendum, subject to the provisions of Article VI and this article. The Association Executive may also initiate a referendum to change membership dues, subject to the provisions of Article VI and this article. Special levies on all or part of the membership may be assessed by the Association Executive for the purpose of assisting a bargaining unit of the Association faced with a strike.
6. In the event that any member fails to pay any dues or levy, as herein provided by virtue of Section 5, for a period of sixty days after the same is due, they shall cease to be a member of the Association. They may be restored to membership by paying such dues or levies which are in arrears, at the discretion of the Association Executive.

## Article II – ASSOCIATION GOVERNING AUTHORITY

1. The convention when in session shall be the legitimate source of all authority in the Association except where otherwise restricted by the Constitution and By-laws.
2. When the Association is not meeting in convention, the Association Executive, subject to the provisions of the Constitution and By-laws, shall be the governing body of the Association.

## Article III – CONVENTIONS

1. There shall be a Triennial Convention of the Association.
2. The place and date of the convention shall be fixed by the Association Executive to occur in April, May or June. The deadline to submit resolutions is to be printed in Association publications at least sixty (60) days prior to convention.
3. Accredited delegates to the convention shall be elected by and from the chapters by methods determined in chapter by-laws, on the following basis:
  - a) Chapters shall be entitled to one delegate for each 50 members or part thereof.
  - b) A chapter with less than 50 members which is without a chapter member on the Association Executive shall be entitled, as of right, to one additional delegate.
  - c) Members of the Association Executive shall be delegates to the convention as of right.
4. All traveling, salary and subsistence expenses of the delegates attending the Association's convention shall be paid for out of funds of the Association at a rate to be determined by the Association Executive.
5. Each Chapter shall complete credentials for each of the chapter delegates and alternates on a form provided by the Association Executive and cause the credentials to be delivered and received at the Association's headquarters at least sixty (60) days before the date of the convention.
6. Delegates' credentials shall be distributed by the Association to

the chapter executives and shall state the number of members of the chapter who are in good standing at a date to be determined by the Association Executive.

7. A member of the Association may submit resolutions to convention provided that the member and at least one other member of the Association sign each resolution.
8. A chapter executive may submit its own resolutions to convention.
9. The Association Executive may submit its own resolutions to convention.
10. All resolutions for submission to convention must be delivered to and received at the Association's headquarters at least forty-five (45) days before convention.
11. The Association Executive shall arrange that copies of resolutions received by the deadline be forwarded to all chapters at least twenty (20) days before convention.
12. The Association Executive shall arrange that each delegate to convention be sent a copy of all resolutions that have been received by the deadline, together with a copy of reports (President, Secretary-Treasurer and Executive Director, along with the audited financial statements) to be submitted to the convention, at least twenty (20) days before convention.
13. A resolution or question except a resolution to amend the Constitution and By- laws may be presented from the floor of the convention if two-thirds majority of the members present and voting vote to admit it.
14. Except as herein provided the meetings shall be conducted in accordance with Robert's Rules of Order.

#### Article IV – CHAPTERS

1. The Association Executive may recognize chapters of the Association made up of members sharing certain employment or professional characteristics.
2. Each chapter shall be entitled to appoint an Association Executive member from the chapter executive to be notified of, and to attend, all meetings of the Association Executive, subject to (4) below.

3. Chapters shall be entitled to appoint an additional Association Executive member for each additional 400 members or major part thereof.
4. The Association Executive may determine which chapters shall combine for this purpose of representation on the Association Executive and the number of Association Executive members to be elected. The combined chapters shall be entitled to jointly appoint at least one Association Executive member from those chapters.
5. Each chapter shall notify the Association headquarters of its representative(s) to the Association Executive, by letter, prior to the representative(s) attending Association Executive meetings.
6. Each chapter constitution and by-laws shall make provision for a minimum of three officers: Chairperson, Vice-Chairperson, and Secretary or Secretary- Treasurer.

#### Article V – ASSOCIATION EXECUTIVE

1. The Association Executive referred to herein shall consist of the President, First Vice-President, Second Vice-President and Secretary-Treasurer (the Table Officers) and chapter representatives appointed in accordance with Article IV. All Members of the Association Executive shall be members in good standing with the Association.
2. Except as herein otherwise provided, the affairs of the Association shall be managed by the Association Executive and it may employ persons or pay for such assistance as it may require, and otherwise use the funds of the Association in furthering the interests of members.
3. The expenses of members of the Association, while engaged in Association work, may be authorized by the Association Executive and shall be paid out of the funds of the Association.
4. The President, First Vice-President, Second Vice-President, and Secretary- Treasurer shall be elected by secret ballot by majority vote of all the accredited delegates present and voting at the Association's Triennial Convention.

All Table Officers will be elected for a three-year term.

5. Any member of the Association Executive shall be eligible for re-election or reappointment unless disqualified.
6. A member of the Association Executive, if resigning, shall do so in writing to the Secretary- Treasurer of the President.
7. Any Table Officer may be removed at any time by a two-thirds majority vote of the members of the Association in a secret ballot. When ten per cent of members of the Association sign a petition the Association Executive shall instruct that a ballot be prepared and distributed by an employee of the Association and not by any member of the Association Executive.
8. In the event of a member of the Association Executive being convicted of a criminal offense, or being declared mentally incompetent, the person may thereupon be disqualified from holding office on the Association Executive by unanimous vote of all the other members of the Association Executive.
9. In the event of a vacancy between conventions in the office of President, First Vice-President, Second Vice-President, or Secretary-Treasurer, the Association Executive shall elect by majority vote from amongst the Association Executive a person to fill the office.
10. A quorum of the Association Executive shall be a majority of Association Executive members.
11. Meetings of the Association Executive may be called at any time by the President or in the President's absence or incapacity by a Vice-President or by any two members of the Association Executive.
12. Notice of meeting of the Association Executive shall be sent to each member of the Association Executive and to chapter chairpersons not less than forty- eight hours prior to the time of the meeting. In cases of emergency, any two members of the Association Executive may call a meeting. Meetings may take place by electronic means.
13. Except as herein provided the Association Executive meetings shall be conducted in accordance with Robert's Rules of Order.

## Article VI – REFERENDA

1. The Association Executive may of its own motion submit any question to a referendum vote of all, or part of, the Association membership.
2. Any questions, motions or resolution submitted for referendum shall be so framed as to be capable of a direct affirmative or negative answer and all members in good standing shall be entitled to vote.
3. Where a referendum is to be taken, the questions, motion or resolution shall be forwarded to each member of the Association who is entitled to vote. Ballots shall be forwarded to all members on the same day. The voting shall be secret. Notice as to the time within which, and the method by which the ballots must be returned shall appear with the ballot. A simple majority of the votes counted shall prevail except for Article I (5) relating to changes to membership dues, Article X (6) relating to debentures and Article XIV relating to amending the constitution.
4. Prior to the sending out of ballots, the Association Executive shall appoint a minimum of two Scrutineers and as the ballots are received, they shall be made available by the Secretary-Treasurer to the Scrutineers, reviewed, and after the expiration of the time for receiving ballots, the Scrutineers shall proceed to count the ballots. As soon as possible after their report has been made, the Secretary-Treasurer shall forthwith inform each member of the Association of the results.
5. On recommendation by the bargaining unit Negotiating Committee, negotiated collective agreements shall be submitted for ratification by members in the bargaining unit concerned. Ratification shall be by simple majority of those voting.

## Article VII – PRESIDENT AND VICE-PRESIDENTS

1. The President shall preside at meetings of the Association and of the Association Executive and perform such other functions as are required by these By-laws. In the absence of the President, a Vice-President shall act for the President. In the absence of the President and both the Vice-Presidents, a Chairperson shall be elected by the meeting.

## Article VIII – SECRETARY-TREASURER



1. The Secretary-Treasurer shall be responsible for keeping a record of all the proceedings of the meetings of the Association and the Association Executive. The minutes of the Association Executive shall be made available to Association members, the Association's auditors, and any other persons authorized in writing by the Association Executive.
2. The Secretary-Treasurer shall cause the sending out of notices of all meetings of the Association and the Association Executive in accordance with the provisions of these By-laws.
3. The Secretary-Treasurer or such other person as the Association Executive may designate shall keep a list of all members of the Association.
4. The Secretary-Treasurer shall cause to have proper accounts and records kept of all financial transactions and shall be custodian of such books and records.
5. The Secretary-Treasurer shall have the care and custody of the Fund of the Association and shall deposit the same in the name of the Association in its bank or other financial institutions.
6. The Secretary-Treasurer shall cause to have kept an accurate account of all monies received and disbursed in a form satisfactory to the Association Executive and the Association's auditors and shall make the Association's books and records available at all times to the members of the Association Executive, the auditors and when required, to any other persons authorized in writing by the Association Executive.
7. The Association Executive of its own motion may from time to time establish the sum of money which the Secretary-Treasurer may pay from petty cash.
8. The Secretary-Treasurer shall cause the preparation of an Annual Statement of the Association's financial position as soon as possible after the close of each fiscal year. This statement shall be so prepared as to give a clear and reasonable statement of the Association's financial position and shall be in such forms as the Association Executive and the Association's auditors may require. It shall be submitted for audit and certification as soon as possible after the close of the fiscal year, and shall be placed before the Convention of the Association.
9. The Secretary-Treasurer shall perform such other duties as the

Association Executive may require.

#### Article IX – AUDITORS

1. The auditors of the Association shall be appointed by the Convention.
2. The auditors shall submit a report of their audit and the financial position of the Association to the Convention.

#### Article X – BANKING AND INVESTMENT

1. The bank or other financial institution of the Association shall be such as the Association Executive may from time to time determine.
2. All money, cheques and drafts on the Association shall be deposited to its credit in its bank or other financial institution promptly after receipt thereof.
3. Cheques drawn on the Association's accounts or cheques or drafts for deposit to the Association's credit, shall be signed by any two of the President, the Vice-Presidents and the Secretary-Treasurer, and in the absence of any of them, by such members of the Association Executive as the Association Executive may by resolution appoint.
4. The Secretary-Treasurer shall make out or obtain receipt in not less than duplicate for all monies paid to or paid by the Association respectively and shall keep one of such copies on file.
5. The Association Executive may invest any of the funds of the Association not required for current expenditures.
6. The Association may borrow or raise or secure the payment of money in such a manner as it thinks fit and in particular by the issue of debentures. The debentures shall not be issued without the sanction of a two-third majority of the membership in a referendum subject to Article VI of the By-laws.
7. In event of disbanding the Association, all assets shall be used to the benefit of its members.

#### Article XI – SIGNING OFFICERS

1. Except as herein otherwise provided, all documents requiring execution on behalf of the Association shall be signed by any two table officers.

#### Article XII – COMMITTEES

The Association Executive shall have authority to appoint any member of the Association to serve on any committees. The Association Executive shall establish the duration of all such appointments.

1. The members of the Association appointed subject to Article XII (1) may represent the Association on committees involving agencies or individuals outside the framework of the Association.
2. The members of the Association appointed subject to Article XII (1) may serve on such committees as the Association Executive may from time to time deem necessary for the operation of the Association.

#### Article XIII – FISCAL YEAR

1. The Fiscal year of the Association shall end on the 31<sup>st</sup> day of December in each year.

#### Article XIV – AMENDMENTS

1. The Constitution and By-laws may be amended by a two-thirds majority of the delegates voting in Convention.
2. The Constitution and By-laws may be amended by a two-thirds majority vote by referendum in accordance with Article VI if five per cent of Association members, in good standing, sign a petition that such an amendment be put to a membership referendum.
3. Notwithstanding the above, the Constitution and By-laws may be amended by a two-thirds majority vote by referendum in accordance with Article VI if the Association Executive decides that such an amendment be put to a membership referendum.

As amended at the PEA's 15th Constitutional Convention: May 9 & 10, 2024