

**ALBERTA COLLEGE OF ART AND DESIGN FACULTY ASSOCIATION  
CONSTITUTION & BYLAWS**

# ALBERTA COLLEGE OF ART AND DESIGN FACULTY ASSOCIATION CONSTITUTION & BYLAWS

## CONSTITUTION

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## CONSTITUTION

### ARTICLE C1 NAME

- C1.1 The name of the corporation is the Alberta College of Art & Design Faculty Association as defined by the Post Secondary Learning Act of the Province of Alberta (hereinafter referred to as “the Association”).

### ARTICLE C2 OBJECTIVES

- C2.1 To maintain and promote the professional status of the Association’s Members at the Alberta College of Art & Design.
- C2.2 To promote the establishment of working conditions for Members which will make possible the highest level of professional service to the community.
- C2.3 To act as the sole bargaining agent for Members with the Board of Governors or other bodies, and to enter into agreements with these bodies on behalf of Members concerning terms and conditions of work and employment.
- C2.4 To promote full consideration of the Members’ professional expertise in all aspects of the academic/administrative functions of the Alberta College of Art & Design.
- C2.5 To provide representation on commissions, boards and any other bodies dealing with matters concerning Members.
- C2.6 To encourage excellence in teaching and academic services to students of the Alberta College of Art & Design and the community at large.
- C2.7 To advise, assist and protect Members in the discharge of their professional duties and relationships.
- C2.8 To support the essential academic components of the Alberta College of Art & Design.
- C2.9 To protect and promote academic freedom and ethics as defined in the Association’s Statement of Academic Freedom and Statement of Ethics.
- C2.10 To manage the assets and liabilities of the Association on behalf of Members.
- C2.11 To deal with matters considered by Members to be in the interests of the Association.
- C2.12 That the foregoing be interpreted in the context of the unique situation of art and design education.

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## ARTICLE C3 STATEMENT OF ETHICS

- C3.1 This statement of ethics applies to all Members and recommends them to:
- a. work with members of the College community in a collegial manner;
  - b. abide by the policies and procedures established for the orderly conduct of College affairs while at the same time pursuing changes which would, in their judgment, improve the College;
  - c. fulfill the contractual and academic obligations to the College and perform these duties with the strictest integrity;
  - d. honour and uphold all verbal and written commitments respecting their professional responsibilities and obligations;
  - e. not speak on behalf of the Association without the knowledge or consent of the Association or its Executive;
  - f. provide input into governance issues, management decisions, working conditions and the allotment of resources, materials and services;
  - g. actively help and encourage colleagues in their professional development and in their work on divisional and College objectives;
  - h. be fair and objective in their dealings with other Members;
  - i. avoid public criticism of a colleague's faculty function;
  - j. not knowingly make false statements about a colleague nor purposely undermine student or faculty confidence in a colleague;
  - k. remain as current as is reasonably possible in their respective disciplines of teaching, counselling and research;
  - l. have the freedom to teach, research, and speculate; all of the preceding leading to the encouragement of the free exchange of ideas;
  - m. respect the dignity and rights of all persons without prejudice. Faculty will not discriminate against or harass other Members or students;
  - n. not divulge information about a student received in confidence or in the course of professional duties except as required by law, or with the prior consent of the student, or where, in the judgment of the faculty Member, to do so is in the best interest of the student;
  - o. maintain appropriate professionalism in any situation in which there may be vested, personal or familial interest or situation that might jeopardize academic objectivity;

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- p. not unfairly jeopardize the present or future career or employment of a colleague or student; and
- q. notify the Association of any intention to commence a legal action against another Member or Members of the Association, in matters of professional responsibilities or obligations;
- r. promote and monitor healthy and safe working conditions.

### **ARTICLE C4 STATEMENT OF ACADEMIC FREEDOM**

- C4.1 No Association member may be denied the right to freedom of speech, assembly, religion, press, or belief unless such freedoms are expressed in a manner, which conflicts with that member's responsibilities and duties to the College or Association.
- C4.2 While the Member has the responsibility to abide by and show reasonable respect for the rules and regulations established for the administration of the College, the Member also has the right to seek reforms to improve the functioning of the College.
- C4.3 Freedom to express their opinion about the institution, the faculty association, the administration or the system in which they work.
- C4.4 No Member may be penalized for exercising this right to academic freedom.
- C4.5 The Association has an obligation to defend a Member's right to academic freedom. The Association shall not knowingly infringe upon that right.
- C4.6 The Member has the right to produce and disseminate the results of research and/or creative work through exhibition, publication, lecture and other appropriate means.
- C4.7 While the Association member has an obligation to acknowledge any institutional or academic debt incurred during research, the member holds copyright on the results of that research.
- C4.8 The Member has the right to decide course content, class materials, teaching methodologies and evaluation systems providing that they adhere to, and do not conflict with, course descriptions and outlines, budget allocations, and College policies.

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## BYLAWS

### ARTICLE 1 DEFINITIONS

**ANNUAL GENERAL MEETING** - an annual meeting of Members as outlined in Article 10

**APPROVED** - shall mean unless otherwise specified, a simple majority vote of Members in good standing and present.

**ASSOCIATION** - shall mean the Alberta College of Art & Design Faculty Association.

**BOARD OF GOVERNORS** - shall mean the Board of Governors of the Alberta College of Art & Design.

**COLLECTIVE AGREEMENT** - shall mean a Collective Agreement as ratified by the Association and the Board of Governors

**COLLEGE** - shall mean the Alberta College of Art & Design.

**EMPLOYER** - shall mean the Board of Governors of the Alberta College of Art & Design.

**EXECUTIVE BOARD** - shall mean the Executive Board of the Alberta College of Art & Design Faculty Association as defined in Article 5.

**FACULTY ASSOCIATION** - shall mean the Alberta College of Art & Design Faculty Association as identified in Article 2.2.

**GENERAL MEETING** - any meeting of the Membership at which the expected and normal business of the Association is carried out.

**MEMBERSHIP** - shall mean Members in good standing as defined in Article 3 of the Association Constitution and Bylaws.

**NOTICE** - unless specified otherwise, shall be a notice in hard copy and/or digital form distributed to Members.

**ACADFA** - shall mean the Alberta College of Art & Design Faculty Association as constituted under the Post Secondary Learning Act.

**PRESIDENT** - shall mean the President of the Alberta College of Art & Design Faculty Association.

**SECRETARY** - shall mean the Secretary of the Alberta College of Art & Design Faculty Association.

**VICE PRESIDENT/TREASURER** - shall mean the Vice President and Treasurer of the Alberta College of Art & Design Faculty Association.

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## ARTICLE 2 LOCATION, AUTHORITY AND LEGALITY

- 2.1 The office of the Association shall be maintained at the City of Calgary in the Province of Alberta at such specific location as may be determined by the Executive Board of the Association.
- 2.2 The Association is established and recognized as the corporation empowered to act as a professional association on behalf of Members as set out in the Post Secondary Learning Act; of the Province of Alberta, and as governed by the Constitution & Bylaws of the Association.
- 2.3 Complete copies of all minutes, books and records of the Association shall be kept in the Association office and available to all Members in good standing.

## ARTICLE 3 MEMBERSHIP

- 3.1 The Members of the Association are the academic staff members of the College as defined by the Post Secondary Learning Act and the Collective Agreement between the Board of Governors and the Faculty Association.
- 3.2 Members designated as academic staff shall include:
- permanent faculty and faculty hired on a contractual basis who teach credit courses;
  - non-instructional academic staff including counsellor(s) and librarian(s);
  - others appointed to positions to which academic status has been assigned.
- 3.3 When a Member has his or her employment at the Alberta College of Art & Design terminated, membership in the Association shall continue for sixty (60) days with no levy of dues.
- 3.4 Termination of membership or disability leave will not prevent the Association from acting on the former Member's behalf at the discretion of the Association.
- 3.5 A Member in Good Standing is an academic staff member of the Alberta College of Art & Design who has fulfilled the requirements of Articles 3.1 and 3.3, and whose dues are paid in full.
- 3.6 During Collective Bargaining negotiations all Sessional, Replacement and Extension members employed at the commencement of negotiations, shall continue membership in the association until ten (10) days after the Collective Agreement is ratified. No dues will be levied during non-salaried periods of time.

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## ARTICLE 4 DUES

- 4.1 Dues for Members are proposed by the Executive Board and ratified by secret ballot. Written notice of the proposal will be given at least seven (7) days before the vote.
- 4.2 Membership dues are paid by monthly payroll deduction.
- 4.3 Membership dues are not refundable.
- 4.4 Members on unassisted leave will remain in good standing upon payment of 10% of their normal dues calculated over the length of their leave and payable from their last pay cheque.
- 4.5 A Member may be excused from paying regular monthly dues for good and reasonable cause as determined by the Executive Board.

## ARTICLE 5 THE EXECUTIVE BOARD

- 5.1 The Executive Board shall consist of a:
  - President and Chair of the Board
  - Vice President/Treasurer
  - Secretary
  - ACADFA Negotiations Chair
  - ACADFA Representative to the Faculty Professional Affairs Committee
  - Grievance Advisor
  - Communications Officer
  - ACADFA Representative to Academic Council
  - ACADFA Representative to the Board of Governors (non-voting)
  - ACADFA Sessional Representative
- 5.2 Half of the Executive Board shall be elected at the Annual General Meeting, for rotating two-year terms as follows:
  - Odd Years: President
  - Secretary
  - ACADFA Negotiations Chair
  - Communications Officer
  - Even Years: Vice President/Treasurer
  - ACADFA Executive Sessional Representative
  - ACADFA Executive Representative to Professional Affairs Committee
  - Grievance Advisor
  - ACADFA Executive Representative to Academic Council
  - Every 3 Years: ACADFA Executive Representative to the Board of Governors (2013/16/19/22/25/28/31/34/37/40/43)
- 5.3 Members of the Executive Board shall retain their positions from one Annual General Meeting to the next meeting two years hence, with the following exceptions:



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- a. the President, whose term will continue through June 30 to facilitate an orientation period for the President Elect;
  - b. the ACADFA Negotiations Chair, whose term of appointment will follow the negotiating schedule should it overlap the structure outlined in Article 5.2;
  - c. the Faculty Representative to Academic Council, whose term will conform to the Academic Council Bylaws;
  - d. the ACADFA Board of Governors Representative, whose term will be three (3) years to conform to the Post-Secondary Learning Act
- 5.4 All members of the Executive Board shall be voting Members except for the ACADFA Executive Representative to the Board of Governors. A quorum for meetings of the Executive Board shall be five (5) voting members.
- 5.5 Any two members of the Executive Board may call a meeting of the Executive Board.
- 5.6 Should the President leave office, resign or cease to be qualified to hold office, the Vice President/Treasurer shall assume the office of the President until the next General Meeting or AGM when a new President shall be elected. The Vice President/Treasurer office, thereby vacated, shall be promptly filled by appointment of the Executive Board.
- 5.7 The Executive Board may create ad hoc committees for special purposes.
- 5.8 The Executive Board may retain consultants on a temporary basis to assist in carrying out the responsibilities of the Executive Board.
- 5.9 No officer or member of the Executive Board shall be remunerated for services rendered to the Association except when an officer is deloaded as outlined in Article 7 of the Collective Agreement, or by approval of the Association.
- 5.10 A Member may be reimbursed for reasonable expenses incurred on the business of the Association.
- 5.11 Only Members of the Association shall be eligible to hold office.
- 5.12 The ACADFA Negotiations Chair may be dismissed at the discretion of the Executive Board.

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5.13 The Executive Board (subject to the direction of the Members) has the following responsibilities:

- a. the overall governance and direction of the Association as outlined in Article C2 of the Constitution;
- b. carrying on the affairs of the Association as a Board responsible to the Members;
- c. interpreting and advising Members regarding the Constitution & Bylaws, and the Collective Agreement;
- d. representing the interests of the Membership in grievance matters;
- e. promoting and maintaining relations with other institutions, universities and associations;
- f. maintaining communications with Members regarding Association affairs.

5.14 The Executive Board may designate responsibility and authority to some other member in good standing, on an interim basis on behalf of the Executive or any one Member thereof.

### **ARTICLE 6      REMOVAL, RESIGNATION, AND APPOINTMENT**

- 6.1 In the event of a Member or Members resigning or otherwise vacating an office, or in the event of new committees or subcommittees of the Association being struck, or positions created, the Executive Board shall appoint members as required, excepting where the office of President is involved.
- 6.2 When the Association has the right to appoint a Member to an office, committee or sub-committee (internal or joint), or other organization, that has not been created pursuant to the Association Constitution & Bylaws, or where a Member so appointed resigns or otherwise vacates such appointment, the right to appoint or to reappoint such person shall be exercised solely by the Executive Board.
- 6.3 Any Member of the Executive Board, or any Member elected or appointed to a committee by the Executive Board, may be removed from office by means of an Extraordinary Resolution as outlined in Article 12 of the Association Constitution & Bylaws.

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## ARTICLE 7 OFFICERS

- 7.1 PRESIDENT - shall be Chief Executive Officer, and
- a. shall chair the Executive Board;
  - b. shall be an ex officio member of all Association committees;
  - c. shall be responsible, with the Secretary, for agenda;
  - d. shall act as official spokesperson, signatory for correspondence of the Association and in all internal and external college contracts, except in those cases where an alternative is designated;
  - e. shall be a member of the Finance and Personnel Committees;
  - f. is empowered to co-sign cheques;
  - g. is empowered to co-sign the Collective Agreement ratified by the Association.
  - h. shall be a permanent or part-time permanent faculty member.
- 7.2 VICE-PRESIDENT/TREASURER
- a. shall assist the President and shall carry out the duties of the President in his or her absence;
  - b. shall chair the Finance and Personnel committees;
  - c. shall supervise the preparation of an annual statement of the financial transactions of the Association;
  - d. shall ensure accurate financial records are maintained;
  - e. shall assist in the preparation of budgets;
  - f. is empowered to co-sign cheques;
  - g. shall ensure the dues relating to Membership are in order;
  - h. shall perform such other duties as the President or the Executive Board may assign.
- 7.3 SECRETARY
- a. shall be responsible for preparation and custody of the minutes of General, Annual General and Executive Board meetings;
  - b. shall maintain an up-to-date list of Members;

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- c. shall assist the President in the preparation of agenda;
- d. shall ensure a current copy of the Constitution & Bylaws of the Association is maintained and available in the Association Office;
- e. shall ensure that all Members have access to the current collective agreement;
- f. shall be a member of the Finance and Personnel Committees and shall chair the Ethics and Bylaws committees;
- g. is empowered to co-sign cheques.

### **7.4 THE ACADFA NEGOTIATIONS ADVISORY COMMITTEE CHAIR**

- a. shall form and chair the Negotiations team;
- b. shall report to the President on matters concerning the Collective Agreement;
- c. shall be the Chief Negotiator and lead the Negotiating Team during collective bargaining;
- d. shall report to the Membership on the current status of negotiations as appropriate.
- e. shall appoint advisors to the negotiations team as needed.
- f. shall act as a representative to the ACIFA Negotiations Advisory Committee.

### **7.5 ACADFA REPRESENTATIVE TO FACULTY PROFESSIONAL AFFAIRS COMMITTEE**

- a. serve on the ACAD Faculty Professional Affairs Committee and the ACADFA Professional Practice Committee;
- b. shall act as a liaison between ACADFA Executive Board and Professional Affairs Committee.
- c. shall be a permanent or permanent part-time faculty member.
- d. shall act as a representative on the ACIFA Professional Affairs Committee.

### **7.6 GRIEVANCE ADVISOR**

- a. shall form and chair a Grievance Advisory Committee if required;
- b. shall provide consultation to Members on the interpretation of the Collective Agreement;

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- c. shall inquire into grievances issues or concerns brought to the Association's attention by Members and assess whether contravention of the Collective Agreement has occurred;
- d. shall conduct and manage each formal grievance within the limits of the authority delegated by the Executive Board;
- e. shall report to the President on the status of grievances.

### 7.7 COMMUNICATIONS OFFICER

- a. shall prepare and distribute a newsletter and e-Bulletin to Members at regular intervals throughout the academic year;
- b. shall consult with the Executive Board as to the content of newsletters;
- c. shall solicit input from Members as to the content of newsletters;
- d. shall ensure notices regarding Executive Board and General Meetings are included in the eBulletin.
- e. shall be the Chief Returning Officer.
- f. shall oversee the website

### 7.8 ACADFA REPRESENTATIVE TO ACADEMIC COUNCIL

- a. shall consult with and, as far as possible, convey the points of view and interests of the Membership but is not obliged to vote on matters brought before the council in line with any consensus or majority view discernible among Members;
- b. shall report to the Executive Board on matters concerning the Association.

### 7.9 ACADFA REPRESENTATIVE TO THE BOARD OF GOVERNORS

- a. shall consult with and, as far as possible, convey the points of view and interests of the Members but is not obliged to vote on matters brought before the Board in line with any consensus or majority view discernible among Members;
- b. shall report to the Executive Board on matters concerning the Association.

### 7.10 ACADFA EXECUTIVE SESSIONAL REPRESENTATIVE

- a. shall consult with and, as far as possible, convey the points of view and interests of Sessional Members but is not obliged to vote on matters brought before the Faculty Association Executive in line with any consensus or majority view discernible between Sessional Members.

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- b. shall report to the Executive Board on matters concerning the Association.
- c. shall be a Sessional faculty member.

## ARTICLE 8 COMMITTEES

- 8.1 The Alberta College of Art & Design Faculty Association shall be able to form as necessary, the following Committees:

Negotiations Committee  
Professional Practice Committee  
Ethics Committee  
Grievance Committee  
Bylaws Committee  
Finance Committee  
Personnel Committee

- 8.2 Additional committees may be formed by the Executive Board to address Association needs as they arise. Chairs shall be appointed by the Executive Board.

### COMMITTEE STRUCTURE

- 8.3 The President of the Executive Board shall be an ex officio member of all Association committees.
- 8.4 The Chairperson of each committee, with the exception of the Finance and Personnel Committees, shall appoint the members of each committee, ensuring appropriate representation as outlined in Association Policy and Procedures.
- 8.5 The Finance and Personnel Committees shall consist of the President, Vice President/Treasurer and Secretary of the Association.

## COMMITTEE RESPONSIBILITIES

- 8.6 The NEGOTIATIONS COMMITTEE shall:
- a. review the existing Collective Agreement;
  - b. consult with various college constituencies regarding possible changes to the collective agreement;
  - c. investigate and prioritize the feasibility of proposed changes and, where possible, document precedents to support such changes;
  - d. report to the Executive Board through its Chair.
  - e. conduct collective bargaining and/or subsequent arbitration.

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- 8.7 The ACADFA PROFESSIONAL PRACTICES COMMITTEE shall promote professionalism among Members. To that end it shall:
- a. support participation in College, civic, provincial, national and international associations, councils, and professional groups;
  - b. recommend and/or sponsor professional development activities for Members;
  - c. report to the Executive Board through its Executive Representative.
- 8.8 The ETHICS COMMITTEE, chaired by the Secretary, shall assist Members in maintaining the ethical standards outlined in the Association's Statement of Ethics. To that end it shall:
- a. provide consultation to Members on the interpretation of the Statement of Ethics;
  - b. inquire into ethical disputes brought to the committee's attention by Members and assess whether contravention of the Statement of Ethics has occurred;
  - c. develop recommendations to avoid similar ethical disputes in the future;
  - d. deal with ethical disputes in a timely manner;
  - e. hold information pertaining to ethical disputes in confidence;
  - f. report to the Executive Board through its Chairperson.
- 8.9 The GRIEVANCE COMMITTEE shall:
- a. aid Members concerning grievance procedures with the Employer;
  - b. review individual grievance cases with respect to possible legal implications and/or actions;
  - c. recommend to the Executive Board possible inclusion of a lawyer's professional services relating to a specific grievance;
  - d. conduct research and analysis into matters concerning contract language and potential grievances;
  - e. report to the President through its Chairperson.

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- 8.10 The BYLAWS COMMITTEE is responsible for ensuring that the Constitution Bylaws of the Association currently reflect its needs and procedures. To those ends it shall:
- a. review the existing Constitution & Bylaws to ensure that they are in keeping with the Executive Board's policies;
  - b. publish proposed changes in accordance with the Extraordinary Resolution bylaw;
  - c. after ratification, retain the approved Constitution & Bylaws in the Association office;
  - d. report to the Executive Board through the Secretary.
  - e. be comprised of the Secretary (chair), President and Office Manager (non-voting).
- 8.11 The FINANCE COMMITTEE shall:
- a. conduct an audit by two (2) non-office holding Members appointed by the Executive Board;
  - b. report to Members in the form of written financial statements with an audited statement presented at the Fall General Meeting;
  - c. present to Members a projected annual budget at the Annual General Meeting for approval;
  - d. prepare quarterly financial statements to present to the Executive Board;
  - e. consult with the President regarding long-term investments (reserves).
  - f. be comprised of President, VP Treasurer, Secretary and the Office Manager (non-voting).
- 8.12 The PERSONNEL COMMITTEE, shall:
- a. evaluate the employee's performance in accordance with the contract of employment;
  - b. appoint a mediator or arbitrator for any formal grievances between the employer and the employee;
  - c. facilitate hiring or dismissing employee(s);
  - d. have the opportunity to establish terms of employment, but must consult with the employee prior to alteration of the contract.
  - e. be comprised of President, VP Treasurer and Secretary.



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## ARTICLE 9 GENERAL MEETINGS & MAIL-IN BALLOTS

- 9.1 Robert's Rules of Order will be the model for the conduct and procedure in all meetings of the Association.
- 9.2 The Membership shall be the final authority of the Association. Voting will be conducted at General Meetings or by mail-in and/or electronic ballot.
- 9.3 A regularly scheduled General Meeting of the Association shall be held during the first six weeks of the fall and winter semesters. The time and place of meetings shall be made known to the Membership not less than six (6) working days in advance.
- 9.4 If the Executive Board determines it necessary to hold a General Meeting, it may be called by the president or Secretary, if and when the Executive Board determines it necessary.
- 9.5 A General Meeting shall be called by the President or Secretary upon receipt of petition signed by one-quarter (25 %) of Members, excluding members of the Executive Board, setting forth the reasons for calling such a meeting.
- 9.6 Written notice of such a meeting, including the reasons for calling the meeting shall be given to each Member two (2) working days prior to the meeting.
- 9.7 Items for the agenda may be placed there by Members provided they are given to the President or Secretary in writing at least two (2) days prior to the meeting.
- 9.8 20% of the Members, excluding those on leave or unassisted leave, shall constitute a quorum at General Meetings.
- 9.9 One-half (50%) of the Members, excluding those on leave or unassisted leave, shall constitute a quorum in respect to matters relating to changes in the Collective Agreement.
- 9.10 If a quorum is not present the Executive Board may use mail-in or online ballot for voting purposes or shall select a meeting date within two (2) weeks and those Members present shall constitute a quorum.
- 9.11 Voting on any motion shall be by "show of hands," unless a previous motion or bylaws stipulates otherwise.
- 9.12 A motion shall be declared carried when approved by a simple majority of voting Members.
- 9.13 The Executive Board may appoint a parliamentarian to assist in the conduct of Association Meetings.
- 9.14 Elections will be conducted by the Communications Officer who will be non-voting except in the case of a tie.

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## ARTICLE 10 ANNUAL GENERAL MEETINGS

- 10.1 The Annual General Meeting shall be held within ten (10) working days of the last scheduled day of classes in the winter semester prior to the end of Sessional faculty contracts.
- 10.2 Year-end Executive and Committee reports shall be presented to Members.
- 10.3 Unaudited financial statement shall be presented to Members with audited statements to follow at the next fall General Meeting.
- 10.4 The Officers, and Faculty Association representatives to Academic Council and Board of Governors shall be elected. Upon election, officers will assume their respective offices with the following exceptions:
  - a. the President Elect, who shall assume responsibilities on July 1;
  - b. the Chair of the Negotiations Committee whose term of appointment will follow the negotiating schedule;
  - c. the Academic Council Representative whose term will conform to the Academic Council Bylaws.
- 10.5 A meeting of the past Executive Board and newly elected Executive Board shall be held within two weeks of the Annual General Meeting.
  - a. All relevant documentation relating to each position will be given to the newly elected member of that position.

## ARTICLE 11 ELECTION OF OFFICERS

- 11.1 Officers of the Association shall be elected at the Annual General Meeting.
- 11.2 Voting shall be by secret ballot under the supervision of the Communications Officer.
- 11.3 The Communications Officer shall be the arbitrator in any disputes concerning elections.
- 11.4 The election of Officers shall take place in the following order:
  - President
  - Vice President/Treasurer
  - Secretary
  - Chairperson of Negotiations Committee
  - ACADFA Executive Representative to the Professional Affairs Committee
  - Grievance Advisor
  - Communications Officer
  - ACADFA Executive Representative to the Board of Governors
  - ACADFA Executive Representative to the Academic Council
  - ACADFA Executive Sessional Representative

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- 11.5 Nominations will be received either from the membership in advance of the meeting or from the floor of the meeting. Nominees must be present at the meeting, or have provided written consent.
- 11.6 A candidate shall be declared elected when he or she has received a simple majority of the legal ballots cast by the Members present.
- 11.7 Where no candidate has received a simple majority of the ballots cast, the name of the candidate receiving the least number of votes shall be removed and voting shall continue until the required simple majority is reached.
- 11.8 Candidates shall be entitled to appoint scrutineers for the period of balloting and counting.
- 11.9 A ballot signed by the Communications Officer constitutes a legal ballot.

### **ARTICLE 12 EXTRAORDINARY RESOLUTION**

- 12.1 For an Extraordinary Resolution to be passed, fifty per cent (50%) of the membership must vote and, of that, there must be a simple majority of fifty per cent (50%) plus one vote.
- 12.2 Notice of the Extraordinary Resolution must be given at least two (2) weeks prior to the vote.
- 12.3 Amendments to the Constitution & Bylaws shall be conducted as follows:
  - a. The Constitution & Bylaws of the Association may not be rescinded, or amended, except by Extraordinary Resolution
  - b. Members may give written notice of an Extraordinary Resolution to amend the Constitution & Bylaws to the Secretary.
  - c. Amendments to an Extraordinary Resolution concerning the Constitution Bylaws must be given in writing to the Secretary at least two (2) weeks prior to the vote.
  - d. Copies of the proposed amendment to the Extraordinary Resolution must be given to the Membership at least one (1) week prior to the vote.
- 12.4 Removal of Officers shall be conducted as follows:
  - a. Any member of the Executive Board, with the exception of the Chief Negotiator or any member elected or appointed to an Association committee, may only be removed from office by an Extraordinary Resolution.

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- b. An Extraordinary Resolution to remove an officer must be initiated by way of a Notice of Petition delivered to the Secretary and signed by not less than twenty per cent (20%) of the Membership.
- c. Notice of Extraordinary Resolution to remove an officer shall be given within one week of receipt of the Notice of Petition.
- d. Ratification of the Notice of Extraordinary Resolution will occur no later than one week after notice is given.

### **ARTICLE 13 BORROWING POWERS**

- 13.1 For the purposes of carrying out its objectives, the Association may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures.
- 13.2 The powers of the Association under 13.1 shall only be exercised by a three quarters (75%) majority of voting Members provided that notice is given to the Membership ten (10) days prior to the vote and provided that such a notice contains particulars of the proposed action.

### **ARTICLE 14 WIND-UP OF THE ASSOCIATION**

- 14.1 In the event of the dissolution or wind-up of the Association, all assets shall be assigned to a successor organization of academic staff at the Alberta College of Art & Design. In the event that a successor organization is not in existence at the time of dissolution or wind-up, the assets shall be transferred to a person or corporation designated by the Executive Board as trustee. The trustee shall pay all liabilities and hold all remaining assets on terms and conditions established by the Executive Board pending the establishment of a successor organization. Should no successor organization be established within two (2) years of wind-up of the Association, assets of the Association shall be returned to the Membership, as at the date of wind-up, on a pro-rata basis.