

University of Toronto Faculty Association
General By-Laws

(As approved at the Annual General Meeting, April 24, 2007, with revisions approved at the Annual General Meeting -- April 20, 2011)

Article 1: Interpretation

- 1.1 Where there is a conflict between the University of Toronto Faculty Association Constitution and the University of Toronto Faculty Association By-Laws, the Constitution shall take precedence.
- 1.2 For purposes of these By-Laws, 'communication' shall be understood to mean transmission through both written and electronic media.

Article 2: The Executive Committee

- 2.1 The Executive Committee of the Association shall consist of the President, three Vice-Presidents, Treasurer, and Chairs of all Standing Committees plus up to three members-at-large. The President normally chairs the Executive Committee.
- 2.2 At the discretion of the President, a Counsel engaged by the Association may be an *ex officio* non-voting member of the Committee.
- 2.3 The Executive Committee is charged with carrying out the responsibilities of the Association, as formulated by Council, under the leadership of the President and put into effect by the Vice-Presidents and committees of the Association.
- 2.4 The Executive Committee solicits advice, when necessary, from committees and members, considers resolutions passed by committees, and makes recommendations to Council.
- 2.5 The Executive Committee meets at the call of the President (normally, every two weeks from September to June) to conduct the business of the Association on behalf of the Council. A quorum shall consist of a majority of its voting members, including the President or the President's designate.
- 2.6 The Executive Committee is accountable to the President of the Association and to Council.
- 2.7 An Office Staff Relations Committee shall be formed as a sub-committee of the Executive Committee. The committee shall consist of the President, Vice-President Grievances, Vice-President Salary & Benefits, the Treasurer, and one other member of the Executive Committee appointed by the Executive Committee. The Office Staff Relations Committee shall consider a variety of personnel matters as they arise including hiring, job descriptions, contract terms, performance reviews and terminations. Decisions will be determined by a majority vote. The Committee shall meet and report to executive on a regular basis, at least twice each academic term. The goal of the Committee is to

ensure that best practices are employed in the above-mentioned tasks and that the office is meeting the needs of the Association.

- 2.8 Members of the Executive Committee shall be indemnified and saved harmless from actions arising from or related to their authorized conduct as representatives of the Association.

Article 3: Terms of Reference for the President

- 3.1 The President of the Association is responsible for representing the Association's views to the people of Ontario, the governing bodies of the province, the University of Toronto Administration, appropriate labour and professional agencies, and the media on behalf of the Association.
- 3.2 The President is responsible for articulating the philosophy and policies that are promoted through the statements and actions of the Association. This responsibility includes the interpretation of Association positions on issues that affect the entire Association and its relations with other agencies within and beyond the University.
- 3.3 The President is responsible for the maintenance of accurate and timely minutes and the efficient tabulation and availability of all motions passed by General Meetings and Council.
- 3.4 The President is a principal signing Officer for the Association. Every payment in excess of \$10000 must be approved and signed by the President, and one other signing Officer.
- 3.5 The President shall monitor the fiscal health of the Association. This responsibility includes consulting with the Treasurer to create and maintain a responsible budget for all authorized Association business. The President must be consulted about all proposed budgets and changes to budget lines prior to their submission to the Executive.
- 3.6 The President or the President's designate has authority to speak for the Association. This normally includes approving the content of Association newsletters, media releases and websites that communicate the Association's views on issues of concern.
- 3.7 As the principal officer of the Association, the President has authority over the office staff and the day-to-day functioning of the Association.
- 3.8 At Executive Committee meetings, the President may chair or may ask a member of the Executive to be Chair. At Council Meetings, the President shall chair only in the absence of a Speaker. In both Council and Executive Council meetings, the Chair may vote only to break a tie.
- 3.9 The President is an *ex officio* member of all Association committees and of all negotiating teams.
- 3.10 The President represents the Association on the Joint Committee and, as required, attends meetings of the Governing Council, Academic Board, Business Board, the Pension Advisory Committee and other University bodies.

- 3.11 The President is responsible for informing his/her successor about current activities and policies of the Association, and for maintaining accurate written records of all actions and correspondence (including facsimile and electronic-mail) within her/his portfolio as well as for transmitting this information in an organized and timely fashion to a successor, in order to insure a smooth transition when the President completes the term of office.
- 3.12 The President shall not serve concurrently as President of CAUT, OCUFA or RALUT.

Article 4: Terms of Reference for the Past-President

- 4.1 Following the completion of the term of office, a President of the Association shall serve as Past-President during the succeeding presidential term(s).
- 4.2 The Past-President serves as an *ex officio* member of Council during the succeeding presidential term(s).
- 4.3 At the request of the President, and in the absence of a president-elect, the Past-President may act as the President's deputy during temporary absences of the President.
- 4.4 The Past-President may serve in special capacities at the request of the President, the Executive Committee or Council.

Article 5: Terms of Reference for the Vice-President, Salary, Benefits and Pensions

- 5.1 The Vice-President, Salary, Benefits and Pensions is responsible for identifying and negotiating improvements (under Article 6 of the Memorandum of Agreement) in salary, benefits and pensions for members of the Association.
- 5.2 The Vice-President chairs the Salary, Benefits and Pensions Committee, which oversees past and present salary, benefits and pension agreements at the University and monitors such agreements at other universities.
- 5.3 The Salary, Benefits and Pensions Committee shall include two retired members.
- 5.4 Upon consultation with the Committee, the Vice-President compiles a bargaining platform for salary, benefits and pension improvements for members of the Association, communicates this information to the Executive Committee, and presents it to Council for confirmation. Members of the Committee, as representatives of Council, shall maintain confidentiality on all negotiating matters.
- 5.5 The Vice-President recommends the composition of the Negotiating Team to Council. The Vice-President normally serves as Chief Negotiator; if not, the Vice-President should maintain close contact with the Chief Negotiator.
- 5.6 The Vice-President is responsible for presenting an accounting of the success of current negotiations to the Executive Committee and Council and, where appropriate, calling for confirmation of settlement terms by Council.

- 5.7 The Vice-President represents the Association at the Joint Committee, the University's Presidential Advisory Committee on Pensions, and the OCUFA Collective Bargaining Committee.
- 5.8 The Vice-President is a signing Officer for the Association.
- 5.9 The Vice-President reports to the Executive Committee and to Council.
- 5.10 The Vice-President is responsible for maintaining accurate written records of all actions and correspondence (including facsimile and electronic-mail) within her/his portfolio, and for transmitting this information in an organized and timely fashion to the President and, ultimately, to a successor.
- 5.11 The Vice-President shall not serve concurrently as President of CAUT, OCUFA or RALUT.

Article 6: Terms of Reference for the Vice-President, Grievances

- 6.1 The Vice-President, Grievances monitors and seeks remedies for violations of existing University of Toronto policies and terms of the Memorandum of Agreement.
- 6.2 The Vice-President chairs the Grievances Committee that oversees the grievance work of the Association. The Vice-President ensures the training and coordinating of staff and volunteers working on grievance cases.
- 6.3 The Vice-President consults with individual members of the Association about the process and probable outcomes of grievance procedures at various levels.
- 6.4 The Vice-President oversees initiating and maintaining case files and, where appropriate, consults with a Counsel engaged by the Association.
- 6.5 The Vice-President represents the Association at the Joint Committee and any other relevant University committees.
- 6.6 The Vice-President is a signing Officer for the Association.
- 6.7 The Vice-President reports to the Executive Committee and to Council.
- 6.8 The Vice-President is responsible for maintaining accurate written records of all actions and correspondence (including facsimile and electronic-mail) within his/her portfolio, and for transmitting this information in an organized and timely fashion to the President and, ultimately, to a successor.
- 6.9 The Vice-President shall not serve concurrently as President of CAUT, OCUFA or RALUT.

Article 7: Terms of Reference for the Vice-President, University and External Affairs

- 7.1 The Vice-President, University and External Affairs is responsible for monitoring matters pertaining to the Association's relationship with CAUT, OCUFA and other faculty

- associations, and advising appropriate committees within the Association regarding any matter which may have implications for the well-being of Association members.
- 7.2 The Vice-President chairs the University and External Affairs Committee, which oversee matters arising from the Policies and Procedures of the University of Toronto, and issues concerning the relationship between members and bodies outside the University.
 - 7.3 The Vice-President informs the committees within the Association, which monitor specific areas within the policies and procedures, of changes in University policies for consideration by these committees.
 - 7.4 The Vice-President represents the Association's position to government officials as well as advocacy groups and coalitions whose interests are of importance to the University.
 - 7.5 The Vice-President represents the Association at OCUFA and CAUT, and the Joint Committee and at any other relevant University committees.
 - 7.6 The Vice-President is a signing Officer for the Association.
 - 7.7 The Vice-President reports to the Executive Committee and to Council.
 - 7.8 The Vice President is responsible for maintaining accurate written records of all actions and correspondence (including facsimile and electronic-mail) within her/his portfolio, and for transmitting this information in an organized and timely fashion to the President and, ultimately, to a successor.
 - 7.9 The Vice-President shall not serve concurrently as President of CAUT, OCUFA or RALUT.

Article 8: Terms of Reference for the Treasurer

- 8.1 The Treasurer assists the President, Executive Committee and Council with long-term financial planning and control of the Association's monies and assets.
- 8.2 The Treasurer is a principal signing Officer for the Association.
- 8.3 The Treasurer oversees the preparation of the annual budget, in consultation with the President, Officers and committee chairs. An interim budget shall be presented for discussion at the June Council meeting. The final budget shall be presented for approval by Council no later than October 31st following.
- 8.4 The Treasurer is responsible for the Association's financial assets, including bonds, money market accounts and other financial instruments; oversees the investments of the Association to ensure that they are made prudently; and maintains sound relations with banks and other financial organizations.
- 8.5 The Treasurer maintains a record of money budgeted, received, owing and spent. A summary statement of the Association's fiscal status shall be provided for each regular meeting of Council.

- 8.6 The Treasurer oversees the annual audit of the Association's accounts. The audited financial statements of the Association's revenues and expenditures for the preceding fiscal year shall be submitted to the membership at the Annual General Meeting.
- 8.7 The Treasurer reports to the Executive Committee and to Council.
- 8.8 The Treasurer is responsible for maintaining accurate written financial records and correspondence (including facsimile and electronic-mail) within her/his portfolio, and for transmitting this information in an organized and timely fashion to the President and, ultimately, to a successor.
- 8.9 The Treasurer shall not serve concurrently as President of CAUT, OCUFA or RALUT.

Article 9: Terms of Reference Applicable to Committees

- 9.1 Committees are responsible for carrying on the work of the Association. Committees may reflect specific concerns of members of the Association, or they may be charged with responsibility for a specified segment of University Policies and Procedures, or they may be given responsibility for Association activities.
- 9.2 Committees may be given a fixed term or may be given a continuing mandate.
- 9.3 A Chair, whose appointment is confirmed by Council, shall head each committee.
- 9.4 Committees consist of regular members of the Association, and must be approved by Council. A committee will normally consist of no more than twenty members.
- 9.5 Committees are responsible for advising the President and Vice-Presidents about issues relating to current policies and procedures (including appointments and work conditions), violations of those policies and procedures, and proposals for improvements that can be obtained through grievances and/or salary, benefits and pensions negotiations.
- 9.6 Committees provide members with access to the services available from the Association. Committees can answer queries directly, use queries to formulate policy recommendations for consideration by the Executive, or direct the members to the Grievances Committee.
- 9.7 Committee Chairs are responsible for seeing that issues from their portfolios are dealt with in timely fashion. This includes ensuring that the Executive Committee and Officers of the Association deal appropriately with questions and suggestions. This also includes ensuring that individuals, who have raised an issue, are kept informed of its progress and outcome.
- 9.8 Committee Chairs shall report regularly to the Executive Committee. Where action is recommended, this information will be presented to Council.
- 9.9 Committee Chairs are responsible for maintaining accurate written records of all actions and correspondence (including facsimile and electronic-mail) within her/his portfolio, and for transmitting this information in an organized and timely fashion to the President and, ultimately, to a successor.

Article 10: Terms of Reference for the Nominating Committee

- 10.1 A Nominating Committee will be struck in the following manner. The Executive Committee will suggest a slate of four names not later than five business days before the January Council meeting. One of those on the list will be a member of the Executive (or failing this, a Past-President) and one or two on the list will have been members of the Nominating Committee the previous year. Council will elect a fifth member of the Nominating Committee at the January Council meeting. The Nominating Committee will be approved by Council at that January meeting. The committee shall choose one of its members as Chair.
- 10.2 The Nominating Committee shall be appointed no later than February 1, allowing at least eighty (80) days to follow for deliberations and submission of the Committee's slate of Executive nominees by no later than May 1.
- 10.3 The Chair of the Nominating Committee will ask those members of the Executive whose terms are expiring, but who have not reached the six-year limit for their positions, if they would like to continue for another term. If they are interested in continuing in that position, incumbents may be nominated according to the rules and procedures set out in this Article and Article 9 of the Constitution. The Chair of the Nominating Committee will inform Council of the decisions of the current Executive, so that members of Council have ample time to recruit those UTFA members who are interested in running for any of the positions on the Executive Committee.
- 10.4 In compiling a slate of nominees pursuant to Article 9.2 of the Constitution, the Nominating Committee shall solicit and consider recommendations from the incumbent President and Executive Committee members, as well as Council.

The nominees will be colleagues who can be relied upon to be effective, responsive, creative and dedicated and also have the understanding of what it takes to have a responsible position in a collegial organization and to help enhance trust among colleagues. The Nominating Committee will make every effort to ensure that the proposed slate of nominees reflects the diversity of the Association's membership as far as possible with respect to employment category, discipline, campus and recognized equity groups. As part of that process, the Nominating Committee will attempt to recruit new people to the Executive Committee. The Nominating Committee will make every effort to ensure that there are at least sufficient nominees to fill all vacancies.

- 10.5 To enable the Nominating Committee to have clear discussions with the potential nominees about the positions, the Nominating Committee will provide information about (i) what the position entails based, for example, on comments from the incumbent, (ii) any description of the position that occurs in the Constitution and By-Laws, and (iii) the release time and stipend normally or likely to be associated with the position (but subject to change as permitted in Article 11).
- 10.6 The Nominating Committee provides an important communication and feedback mechanism supplementing the work of Council and the Executive Committee and, as a result, the Nominating Committee is encouraged to make suggestions relating to the work

of the Nominating Committee, to be considered by Council the following year (e.g. through a Constitutional Review Committee).

- 10.7 A slate of nominees from the Nominating Committee shall be communicated in writing and by electronic-mail to all members of Council no later than May 1. In no way shall the recommendations of the Nominating committee be interpreted as other than recommendations. After the Nominating Committee has communicated the slate of nominees, nominations will be accepted until May 10, allowing members of Council time to propose additional nominations in writing. A minimum of two members of Council shall be required to nominate any additional Executive nominees (i.e. other than nominees proposed by the Nominating Committee). All nominees are expected to supply a short (maximum of one page) statement that outlines their goals for serving on the Executive Committee in that position (alternatively, the nominee may describe their goals orally at the May Council meeting). After the close of nominations, the full list of nominees (i.e. including the slate proposed by the Nominating Committee and any additional nominees), shall be communicated in writing and by electronic mail to all members of Council. Council shall retain the sole authority to elect the Executive Committee.
- 10.8 A candidate for an Executive Committee position (other than the President) may choose to serve for a one-year or a two-year term, but must declare his or her intention (one-versus two-year term) prior to May 1 for a candidate being considered for recommendation by the Nominating Committee, and prior to May 10 for any additional candidates.
- 10.9 At the first meeting of Council (no earlier than May 18) after the Annual General Meeting, Council shall appoint the Executive Committee (by ballot when necessary) from the slate of Nominating Committee nominees as presented no later than May 1 and nominees as received from members of Council by May 10.
- 10.10 Council, by regulation, shall establish guidelines for conduct of the Executive Committee appointments.

Article 11: Release times and stipends for the President and members of the Executive

- 11.1 So that potential candidates for positions on the Executive Committee will know the release times associated with those positions, the Executive Committee will establish the allocation of release time associated with each position on the Executive Committee including the President. This allocation will be subject to approval, with or without alteration, by Council. Every effort will be made to finalize the allocation applicable for the upcoming year no later than the February Council meeting. It is the expectation that the approved allocation will apply for the next academic year (i.e. commencing July 1), unless there are exceptional circumstances leading the Executive Committee to recommend, and Council to approve, the alteration of the previously approved in-year allocation of release time. Release time for any Executive Committee position will not normally exceed 0.8, except in exceptional circumstances and upon Council approval.
- 11.2 Stipends will continue in effect for individual Executive Committee positions, but are subject to adjustment by Council. Any such adjustment will normally not take effect until the next academic year (i.e. commencing July 1).

Article 12: Terms of Reference for Council

- 12.1 Council has responsibility for management of the Association, subject to Article 4.1 of the Constitution.
- 12.2 Council shall normally approve Association positions, goals and objectives of all matters applicable to the membership concerning: salary, benefits and pensions, appointments, and conditions of employment requiring negotiation with the Administration.
- 12.3 Council shall ratify all agreements made between the Association and the Administration, subject to Article 4.1 of the Constitution. The terms of all salary, benefits and pensions agreements shall be communicated to all members of the Association at least two weeks prior to Council's ratification meeting.
- 12.4 Council shall appoint all non-Presidential members of the Executive Committee (the three Vice-Presidents, the Treasurer, the Chairs of the Standing Committees, and the three members-at-large), and approve the membership of all Committees and Negotiating Teams.
- 12.5 Council normally meets monthly during the academic term (September to June).
- 12.6 Members of Council shall be indemnified and saved harmless from actions arising from or related to their authorized conduct as representatives of the Association.

Article 13: Terms of Reference for Council Members

- 13.1 Council members represent the interests of their constituencies in committees and Council meetings, and keep constituency members informed about important Association matters.
- 13.2 Council members are eligible for re-election.
- 13.3 Council members shall work to increase membership in their constituencies and to improve the services offered by the Association to those members.
- 13.4 Council members should attend all meetings of Council, and the Annual and other general meetings of the Association.
- 13.5 During their term of office, Council members will normally serve on at least one Association committee or the Executive Committee.

Article 14: Membership in the Association

- 14.1 Membership in the Association shall be signified by signing a statement of intent and by paying the prescribed fees. Membership for active members is normally continuing,

without annual renewal. Membership for retired members is renewed upon payment of appropriate fees.

- 14.2 Active regular members of the Association shall pay annual fees based on a percentage of their salary. The percentage (also known as a "mil rate") shall be approved at a general meeting.
- 14.3 Fees for retired regular members shall be approved at a general meeting.
- 14.4 Fees for associate members shall be approved at a general meeting.
- 14.5 The Association shall inform all members of the Association of the actions of the Association on their behalf, including changes in University policies and the results of salary, benefits and pensions negotiations.

Article 15: Conflict of Interest

- 15.1 The terms of reference of Council; the Executive Committee; Salary, Benefits and Pensions Committee; Grievances Committee; University and External Affairs Committee; and every other committee constituted by the Association shall include, or be deemed to include the following provision:
The Council/Committee shall be conscious of and sensitive to the issues of conflict of interest and apprehension of bias. A Council/Committee member who perceives an issue of possible conflict of interest or apprehension of bias on their own, or on the part of another member, whether it arises from a personal involvement or through the involvement of the member's constituency, shall raise it. The matter shall be discussed and then resolved by the remaining members of the Council/Committee who may direct the member to absent himself/herself, impose specified limitation on the member's involvement, or conclude that no action needs to be taken.

Article 16: Civility

- 16.1 Members of Council and all of its Committees and sub-committees have a duty to respect the rights of other members and to engage in discussion of Association business in a civil manner and in accordance with the rules of procedure as set out in Robert's Rules of Order

Article 17: Executive Director and Business Officer

- 17.1 The Executive Director (ED) is the senior administrative officer of UTFA and Chief of Staff, the PIPEDA coordinator, the Chief Returning Officer, a non-voting member (*ex-officio*) of UTFA committees, and Executive Officer of the Executive Committee and Council.
- 17.2 The Executive Director is responsible for supervising the Association's operations and for implementing policies in accordance with the Constitution and By-Laws, as directed by the President.

- 17.3 The Executive Director supports elected officers of the Association in the execution of their duties; advises the Association on policy matters; conducts all Association elections and maintains custody of the ballots and results; and is responsible for the preparation and custody of minutes of meetings of Council and the Executive. The Executive Director may delegate the practical or mechanical aspects of these duties to staff members. The Executive Director shall deliver regular reports to Council.
- 17.4 The Executive Director is selected by the Office Committee and may be dismissed only by a vote of the Executive Committee. The President shall be a member of this selection committee. This committee is responsible for a) creating a detailed job description and advertisement for the position and b) conducting a formal search.
- 17.5 The Business Officer reports to the Executive Director. He or she assists the Executive Director and is responsible for the day-to-day supervision and training of non-professional staff in the UTFA office.