

**CONSTITUTION**  
**of**  
**TEAM UNION INC.**  
**Local 161 of the**  
**INTERNATIONAL FEDERATION OF PROFESSIONAL AND TECHNICAL**  
**ENGINEERS AFL-CIO & CLC**

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**Revised October 12, 2020**

## **ARTICLE 1 – NAME AND JURISDICTION**

- 1.1 The name of the organization for corporate purposes shall be TEAM Union Inc. The name of the organization for trade union purposes shall be TEAM. The name of the organization for the purposes of its affiliation with The International Federation of Professional and Technical Engineers (“IFPTE”) and the Canadian Labour Congress (“CLC”) shall be TEAM-IFPTE Local 161. In this Constitution, the organization is referred to as "TEAM".
- 1.2 TEAM is affiliated to the IFPTE and CLC and is governed by their Constitutions and by the Affiliation Agreement between TEAM and IFPTE signed in August of 2006. Notwithstanding its affiliation with IFPTE and CLC, TEAM is an autonomous labour organization governed pursuant to the within Constitution and Bylaws.
- 1.3 Where there is a clear conflict between the IFPTE Constitution and the TEAM Constitution, the IFPTE Constitution shall have paramountcy.

## **ARTICLE 2 – STATEMENT OF PURPOSE**

- 2.1 The purpose of TEAM is to promote the interests of and to improve the social and economic welfare of its members.
- 2.2 TEAM, through its designated officers, shall have the authority to represent any or all of its members in discussions with their employer or employers, and to negotiate on such matters as compensation, conditions of work, benefits and/or any other workplace and/or compensation related problem or issue that may exist or arise.

## **ARTICLE 3 – ELIGIBILITY FOR MEMBERSHIP**

- 3.1 Any employee of a company (hereafter "the Employer") represented by TEAM now or in the future under the Canada Industrial Relations Board Certification Order Number 8516-U or any future Certification Order and who has submitted a membership application is eligible for membership.

## **ARTICLE 4 – GOVERNANCE**

- 4.1 The powers of the Board to govern shall be exercised in accordance with this Constitution and the Bylaws and implemented through formal resolutions.
- 4.2 The Board shall have the right to develop proposals to amend the within Constitution and proposals for new Bylaws or amendments to existing Bylaws, as may be considered necessary for the well-being of TEAM, in accordance with Article 10 herein.
- 4.3 The Board may make regulations with regard to the time and place of holding its meetings and special meetings, and generally for governing its organization and proceedings.

## **ARTICLE 5 – BOARD OFFICERS AND BOARD MEMBERS**

- 5.1 The Board Officers and the Board Members, as defined below, shall jointly constitute the Board of Directors of TEAM (the “Board”).

### **Board Officers**

- 5.2 The Board Officers of TEAM shall include a President, a Vice-President, a Second Vice-President and a Secretary/Treasurer. Subject to Article 5.8 below, all four positions shall be elected from the membership.

### **Board Members**

- 5.3 Six (6) Board Members shall be elected from the membership-at-large.

### **Election of Board Officers and Board Members**

- 5.4 The Board Officers and Board Members of TEAM shall be elected by a majority vote of those members in good standing in accordance with any applicable Bylaws.
- 5.5 The positions of President and Vice-President are also elected as IFPTE Convention Delegates.

### **Term of Office**

- 5.6 All Board Officers and Board Members shall serve for a term of three (3) years.

### **Vacancies and Resignations**

- 5.7 A vacancy in a position on the Board shall occur when:
- 5.7.1 The sitting member resigns the position in writing;
  - 5.7.2 The sitting member is no longer eligible for membership in TEAM as defined in Article 3 of the Constitution and applicable Bylaws;
  - 5.7.3 A Board member or Board Officer applies for a staff position at TEAM;
  - 5.7.4 No eligible candidate stands for election to the position.
- 5.8 Where a vacancy occurs on the Board, the Board shall approve by majority vote, a TEAM member in good standing to serve the unexpired term of the vacant position provided the appointee completes the nomination form with the signatures of 10 members-at-large in good standing.
- 5.9 If the office of President becomes vacant, the Vice-President shall automatically assume the office, duties, and the title of President until the next election. The Second Vice-President shall perform the duties of the Vice-President in the event of the Vice-President's absence for any reason whatsoever and shall assume the position of Vice-President in the event of a vacancy for any reason, including if the Vice-President elevates to the position of President, in which case another Second Vice-President shall be appointed by the Board from the current Board members.
- 5.10 The resignation of any member of the Board shall be made in writing to the Secretary/Treasurer and shall be deemed to be effective on the date of receipt thereof by the Executive Director, unless a later effective date is specified in the resignation.

### **Appointment of Defined Benefit Pension Committee Representative**

- 5.11 The Board shall appoint the TEAM representative to the Employer(s) Pension Committee(s).
- 5.12 The appointee shall be a member in good standing and a member of the Employer's Defined Benefit Pension Plan.
- 5.13 Subject to Bylaw 4.1, the Pension Committee Representative shall serve for a term of three (3) years. The Board shall have the option of extending the term at its discretion.

## **ARTICLE 6 – MEETINGS**

- 6.1 Except as expressly stated in this Constitution or its Bylaws, the Board shall conduct its business in accordance with its written Rules of Procedure which shall be posted on the TEAM website and which Rules of Procedure can be amended by the Board at any time with a two-thirds majority vote of the Board.

### **Board Meetings**

- 6.2 The Board shall meet a minimum of six times per year at such time and place as the President and the majority of the Board may determine. Board meetings will usually be in person; however, the Board has the option of holding a virtual meeting on-line provided that TEAM uses a virtual platform that has appropriate and reasonable security features.
- 6.3 Any member in good standing of TEAM may attend any Board meeting as an observer provided reasonable notice of attendance has been given to the Executive Director of TEAM.

### **Committee of the Whole (In Camera)**

- 6.4 The Board may move into a Committee of the Whole (CW) for items of a strictly confidential nature such as personnel or financial issues.
- 6.5 A motion, naming the specific reason for moving into CW, must be moved, seconded, and passed by a simple majority of the Board.
- 6.6 If the issue relates to a TEAM member, a board member or staff member who is present he/she may be asked to leave during the CW.
- 6.7 The President or his/her designate will preside over the CW.
- 6.8 The content of the discussion will be considered confidential and the Confidentiality Agreement will apply.
- 6.9 Motions passed in the CW are binding on the Board.
- 6.10 A motion must be made, seconded and passed to move out of the Committee of the Whole as soon as the discussion of the topic causing the CW to be created is finished.

### **Special Board Meetings**

- 6.11 The President or his/her designate or a 2/3 majority of the Board may call a Special Board Meeting on 24 hours' notice specifically stating the purpose of the meeting. The meeting shall only deal with the purpose for which it was called.

### **General Meetings**

- 6.12 General Meetings of the membership shall be held at such time and place as the Board may decide, for the purpose of introducing the Board, presentation of reports, and/or discussion of issues of concern to the membership. General meetings can be in person or virtual meetings on-line provided that the Board takes all necessary steps to reasonably ensure the confidentiality of the meeting.
- 6.13 A General Meeting shall be held by November 15<sup>th</sup> of each calendar year, except under special circumstances and as agreed to by a two-thirds (2/3) majority of the Board.

### **Special General Meetings**

- 6.14 Special General Meetings to convey information or for a single special purpose may be called by the President, the Board, or, any twenty (20) members of TEAM in accordance with Article 6.15.

- 6.15 Any twenty (20) members of TEAM submitting a written petition to the Secretary/Treasurer of TEAM, specifically stating the purpose of the meeting, may call a Special General Meeting.
- 6.16 When a Special General Meeting is called by the members of TEAM, the meeting shall be called within four (4) weeks from the date of receipt of the written request.
- 6.17 A Special General Meeting shall deal only with the purpose for which it was called.
- 6.18 Notice of Special General Meetings or Informational Meetings stating the purpose of the meeting shall be given to the membership by:
- (a) Email notice sent to each member at his/her work or home email address shown in the records of TEAM; or
  - (b) Written notice delivered to each member at his/her place of work according to the Employer(s)' internal mail code shown in the records of TEAM; or
  - (c) Written notice mailed to each member at his/her home address shown in the records of TEAM.
- 6.19 Such notices shall be mailed or delivered to each member not less than two (2) weeks prior to the holding of the meeting, except in the case of special circumstances as determined and defined by a majority of the Board.

#### **ARTICLE 7 – QUORUM**

- 7.1 A majority of the Board of which two are Board Officers shall constitute a quorum at Board Meetings.
- 7.2 The quorum at General Meetings and Special General Meetings shall be:
- (a) In the case of meetings held in Winnipeg, twenty (20) members, which shall include at least two (2) persons who are members of the Board;
  - (b) In the case of meetings held outside of Winnipeg, ten (10) members, which shall include at least one (1) person who is a member of the Board.
- 7.3 A quorum is required at any meeting in order to conduct business.
- 7.4 In the event that a member, or group of members, leaves the meeting when a motion has been duly moved and seconded resulting in a loss of quorum, the meeting shall be deemed to have a quorum present until the vote on the motion is completed.

#### **ARTICLE 8 – DUES**

- 8.1 TEAM dues for each member shall be calculated according to the following formula:
- An amount equal to one (1) hour of pay at the member's normal hourly rate of pay, paid bi-weekly.
- 8.2 All dues shall be paid to TEAM directly from the Employer as a result of the Collective Agreement, or as may be determined by the Board.
- 8.3 Any changes to the amount of TEAM dues shall be proposed by the Board and determined by referendum. Such referendum shall be conducted in accordance with

Article 9 and any applicable Bylaws and shall be ratified by a majority vote of eligible members participating in the vote.

- 8.4 A special assessment may be levied by the Board following its submission to the membership in the form of a referendum. Such referendum shall be conducted in accordance with Article 9 and any applicable Bylaws and shall be ratified by a majority vote of eligible members participating in the vote.
- 8.5 Thirteen and one-half (13.5) percent of annual dues shall be transferred into the TEAM Defence and Negotiation Fund for each year that the total balance in the Defence and Negotiation Fund remains below \$2.5 million. The Board shall create a written policy with respect to the use of the monies in the Defence and Negotiation Fund.
- 8.6 On attaining a Defence and Negotiation Fund balance of \$2.5 million, the dues formula shall be reduced by 25%.

## **ARTICLE 9 – REFERENDUM OF THE MEMBERSHIP**

- 9.1 The Board may of its own power submit any question to a referendum of the membership as a whole. The Board shall decide what appropriate documentation will be included in any referendum.
- 9.2 The Board shall decide the form and method of any referendum provided that the Board ensures the form and method is fair and that members' votes are kept confidential from other members. Without limiting the generality of the foregoing, the referendum may be held using membership meetings, mail-in ballots, walk-in ballots, electronic ballots or a combination of the foregoing approaches. The Board shall ensure there is an opportunity for members who are not able for any reason to attend membership meetings or vote by walk-in ballot to be able to vote. All time limits associated with any referendum shall be set out in the TEAM Bylaws.

## **ARTICLE 10 – AMENDMENTS TO THE CONSTITUTION AND BYLAWS**

### **Amendments to Constitution**

- 10.1 Proposed amendments to the Constitution shall be submitted to the membership in the form of a referendum, after approval by a majority of the Board.
- 10.2 The referendum shall be conducted in accordance with Article 9 and any applicable Bylaws. Any Constitutional amendments shall become valid only after approval by a two-thirds (2/3) vote of eligible members participating in the vote.

### **Amendments to Bylaws**

- 10.3 The Bylaws shall be amended by a majority vote of the Board and referendum of the membership in accordance with Article 9 and any applicable Bylaws. Any amendments to the Bylaws shall become valid only after a majority vote of eligible members participating in the vote.
- 10.4 Amendments to Bylaws may also be ratified when presented to the membership at the same time amendments to the Constitution are ratified as specified in 10.1 and 10.2.

### **Member-initiated Amendments to Constitution and Bylaws**

- 10.5 Any 20 members in good standing may, by written petition addressed to the Secretary/Treasurer of TEAM, require an amendment to the Constitution or the Bylaws, not previously approved by the Board, be put to the membership of TEAM by referendum, except in the circumstances specified in 10.6.
- 10.6 No referendum under this Article shall be held within one year of a previous referendum if it seeks to reverse all or part of the previous referendum unless a two-thirds (2/3) majority of the Board approves holding such a referendum.
- 10.7 A member-initiated amendment referendum shall be held within twelve (12) weeks of receipt of the written request.