

# **Memorial University of Newfoundland Pensioners Association CONSTITUTION**

## **ARTICLE 1:        *NAME***

- 1.1     The name of the Association shall be the Memorial University of Newfoundland Pensioners Association (MUNPA).

## **ARTICLE 2:        *MEMBERSHIP***

- 2.1     Retirees of the Memorial University of Newfoundland (the University), and the beneficiaries and survivors of retirees shall be members of the Association unless the Secretary receives a written request to terminate membership.

## **ARTICLE 3:        *OBJECTIVES***

- 3.1     To foster mutually beneficial relationships between the Association and other elements of the University Community including faculty and staff unions, non-bargaining groups and administrative bodies;
- 3.2     To promote and defend the interests of retirees particularly in (i) the University pension and benefit plans and (ii) access to the University and its facilities;
- 3.3     To monitor changes to the pension and benefit plans of the University and of other employee groups in the province and elsewhere;
- 3.4     To facilitate interaction with other retiree/seniors organizations;
- 3.5     To promote a spirit of unity among the membership by providing opportunities to continue the associations available prior to retirement.

## **ARTICLE 4:        *BOARD OF DIRECTORS***

- 4.1     There shall be a Board of Directors (the Board) consisting of: (i) an Executive Committee and (ii) at least five (5) and at most ten (10) additional Directors;
- 4.2     The Executive Committee shall consist of the President, the Vice-President, the Secretary, the Treasurer and the immediate Past President;
- 4.3     The Board shall be responsible for the day to day operation of the Association. On matters considered important to the membership, the Board shall make submissions to appropriate university officials, government or other organizations, either directly or through representation on university and other committees;
- 4.4     The Board may establish such Committees as it deems necessary to carry out the objectives of the Association;
- 4.5     The Board shall be responsible for ensuring that the Association complies with all applicable federal and provincial legislation;
- 4.6     Members of the Board shall normally remain in office until their successors are elected. The Board may appoint a member to serve until the next Annual General Meeting if an elected position on the Board is declared vacant.

## **ARTICLE 5:        *EXECUTIVE COMMITTEE***

- 5.1     The Executive Committee by unanimous consent may, between Board meetings, take

appropriate action on any matter of an urgent nature, and shall report such action at the next Board Meeting.

**5.2 The President shall:**

- 5.2.1 supervise and administer the affairs of the Association;
- 5.2.2 call and preside at all meetings;
- 5.2.3 prepare and circulate an agenda for each meeting;
- 5.2.4 ensure that the policies and actions approved at a General or Board Meeting are implemented;
- 5.2.5 be an ex-officio member of all committees;
- 5.2.6 be the official spokesperson of the Association on all matters.

**5.3 The Vice-President shall:**

- 5.3.1 assume the duties of the President whenever necessary;
- 5.3.2 assume the office of President if this office becomes vacant;
- 5.3.3 perform other duties assigned by the Board or General Meeting.

**5.4 The Secretary shall:**

- 5.4.1 ensure that notice is given for all meetings;
- 5.4.2 record the minutes of all meetings;
- 5.4.3 be responsible for the records of the Association.

**5.5 The Treasurer shall:**

- 5.5.1 maintain records of all financial transactions;
- 5.5.2 ensure that a bank account is kept at a financial institution approved by the Board;
- 5.5.3 submit a budget at the Annual General Meeting;
- 5.5.4 recommend to the Board a qualified person to conduct an annual audit;
- 5.5.5 submit an audited Annual Financial Report at the Annual General Meeting and financial reports to the Board upon request;
- 5.5.6 submit a list of Officers and other required information pursuant to the requirements of the Corporations Act.

**5.6 The Immediate Past President shall:**

- 5.6.1 guide and assist the President;
- 5.6.2 perform specific duties assigned by the President, the Board or a General Meeting.

**ARTICLE 6: MEETINGS**

- 6.1 The President may call a General or Special meeting of the Association at any time;
- 6.2 The President shall call a Special General meeting upon the request of at least ten (10) members, provided that the request is made in writing to the President specifying the reasons for the request;
- 6.3 The quorum for a General or Special meeting shall be fifteen (15) members;
- 6.4 The Secretary shall give at least fifteen (15) days notice for a General or Special meeting;
- 6.5 If both the President and the Vice-President are absent, then a member shall be elected by the meeting to preside;
- 6.6 Meetings of the Board shall be at the call of the President;
- 6.7 The quorum for a Board meeting shall be a majority of its members;
- 6.8 The Annual General Meeting shall be held prior to October 31<sup>st</sup> of each calendar year at a

- time and place designated by the Board;
- 6.9 The business of an Annual General Meeting shall include the presentation of reports by the President, the Treasurer, the Nominating Committee and other Committees, at the discretion of the Board;
- 6.10 Nominations may be made from the floor of the Annual General Meeting;
- 6.11 With the exception of the Immediate Past President, the Executive Committee and Directors shall be elected at the Annual General Meeting in the following order: President, Vice-President, Secretary, Treasurer and Directors. The election shall be by secret ballot unless a candidate is declared elected by acclamation.

**ARTICLE 7: *VOTING***

- 7.1 A resolution other than a proposed amendment to the constitution or a resolution to dissolve the Association shall be decided by a majority vote of those members present and voting at a General Meeting;
- 7.2 Voting shall be by a show of hands unless otherwise requested by the meeting or as specified in 6.11;
- 7.3 In the event of a tie vote, the meeting Chair shall have the deciding vote.

**ARTICLE 8: *FINANCES***

- 8.1 There shall be a voluntary annual membership fee in an amount approved by the membership and which may (i) be deducted monthly from source for each member who provides authorization to the Department of Human Resources, **or** (ii) be paid to the Treasurer;
- 8.2 A member for whom the Association is in receipt of the annual membership fee shall be designated a supporting member;
- 8.3 The Association shall receive and hold all monies and other assets subscribed to it or acquired in any other way and shall use such assets for the administration and advancement of the Association;
- 8.4 The financial year shall be from April 1 to March 31;
- 8.5 Signing authority shall be vested in any two members of the Executive Committee;
- 8.6 Members of the Board shall not receive remuneration for duties performed on behalf of the Association but may be reimbursed for expenses incurred in performing such duties and authorized by the Board.

**ARTICLE 9: *BY-LAWS***

- 9.1 The Board may (i) make By-laws for the establishment of committees and other issues related to the supervision and administration of the Association, (ii) amend or repeal existing By-laws and (iii) report the adoption, repeal or change of By-laws at the Annual General Meeting.

**ARTICLE 10: *AMENDMENTS***

- 10.1 Notice of a proposed amendment to this Constitution shall be given to the Secretary at least thirty (30) days prior to a General Meeting;

- 10.2 At least fifteen (15) days notice of a proposed amendment shall be given by the Secretary on the Association web-site and, when possible, in the Association Newsletter;
- 10.3 Members unable to attend a General meeting at which a proposed amendment will be considered, may vote by mail or e-mail, provided that such vote is received by the Secretary at least three (3) days prior to the scheduled meeting and that such proxy vote clearly indicates “Aye” or “Nay” for any proposed amendment;
- 10.4 This Constitution may be amended provided a proposed amendment is supported by at least **two-thirds** of the total of members (i) present and voting and (ii) absent but who have registered a proxy vote.

ARTICLE 11: ***DISSOLUTION***

- 11.1 A resolution to dissolve the Association shall be decided by at least a two-thirds majority vote of those members present and voting at a Special General Meeting of the Association;
- 11.2 In the event of dissolution, all assets of the Association remaining after satisfying any liabilities shall be assigned to the Memorial University of Newfoundland to be used for purposes specified in a separate resolution approved by the Association.

NOTES:

- 1. Pursuant to Article XI of the previous constitution, a resolution to adopt this Constitution was approved at the Annual General Meeting held on October 16, 2008.
- 2. Pursuant to Article 10 of this constitution, amendments to Articles 3.1 and 7.1 and a new Article 11 were approved by resolutions adopted at the Annual General Meeting held on October 15, 2009.

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Evan Simpson, President

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Glenys Woodland, Secretary