By-Laws of the Professional and Managerial Association of The University of Western Ontario

By-Law 1: Name

1.1 The name of the organization shall be the Professional and Managerial Association (Western) hereinafter referred to as PMA.

By-Law 2: Aims and Goals

The aims, goals and interests of the PMA are to:

2.1 Represent the interests of PMA members in their employment relationship with the University of Western Ontario, hereinafter referred to as Western;

2.2 Facilitate and support career enrichment and professional development;

2.3 Assist members with the interpretation of PMA and corporate policies; and

2.4 Represent the PMA membership on Western committees.

By-Law 3: Membership and Conflicts of Interest

3.1 Regular Membership shall be open to regular full-time administrative staff at Western in positions which are of a managerial or professional nature. The job classifications which are eligible for membership are provided in Appendix A and shall be mutually agreed on between the PMA and Western. Appendix A may be changed from time to time as new job classifications are added and others eliminated. Such changes shall not be deemed to be an amendment to these By-laws.

3.2 The nature of the responsibilities of some of the positions may be such that the staff member may, in some circumstances, be placed in a position of conflict. A conflict of interest will be defined as any situation in which a member or the member's spouse and/or child(ren) has a financial interest in an issue before the PMA. Members will be expected to declare a conflict of interest where applicable. In the alternative, a conflict of interest may be declared by a majority of the Committee to which the conflict applies. Any appeals regarding a declaration of a conflict of interest may be taken to the Board of Directors and will be determined by a majority vote of the Board of Directors. Where a member of the Board of Directors wishes to appeal a finding of a conflict of interest they may do so at a members meeting. The outcome of such an appeal shall be determined by a majority vote of the general membership.

3.3 Committee members will be expected to abstain from any votes and/or discussions on issues in which they have a conflict of interest. Committee members with a conflict of interest may be removed from the committee(s) on which they sit pursuant to the procedure provided for in By-law 6. With the above exceptions, these individuals retain all other privileges associated with their membership in the PMA.

3.4 Membership fees shall be established by resolution of the organization. If a change in fees is proposed by the Secretary-Treasurer at the Annual Meeting of the organization,

the membership fees shall be changed by a majority of votes cast. Membership fees shall provide an income sufficient to support the operation of the organization.

By-Law 4: Elections, Directors and Officers

4.1. All regular members in good standing are eligible to be nominated and elected as Directors and/or Officers. The Directors and Officers of PMA shall be elected annually at the Annual Meeting, subject to the sections 4.2 and 4.3. The Board of Directors shall appoint a nominating committee which shall present a slate of Directors and Officers to the PMA membership for approval at the Annual Meeting.

4.2. (a) The Officers of the PMA shall be the President, the immediate Past President, the First Vice-President and the Second Vice-President, and the Secretary-Treasurer. These Officers may also be referred to as the Executive of the PMA.

(b) The President, First Vice-President and Secretary-Treasurer, in elected or acting roles, will each receive an annual stipend, paid monthly, with the amount determined and approved annually by the Board of Directors.

(c) On November 1 of each year, the incumbent First Vice-President shall become the President of the Association, unless unable or unwilling to do so.

(d) On November 1 of each year, if the incumbent First Vice-President is unable or unwilling to become the President of the Association, then the Second Vice-President will become the President unless unable or unwilling to do so. If the incumbent First Vice-President becomes the President of the Association, then the incumbent Second Vice-President shall become the First Vice-President, unless unable or unwilling to do so.

(e) If there is no incumbent to fill the President or the First Vice-President roles, then the Nominating committee may present a slate including non-incumbents in such roles. For greater certainty, if there is an incumbent First or Second Vice-President who is willing to serve as President and/or First Vice-President, then the slate presented to the members shall include these incumbents in their respective roles.

(f) The Officers listed above, together with the Chairs of such Standing Committees and two members at large as exist, shall constitute the Board of Directors with the power to conduct the business of the PMA within such restrictions as may be placed upon them by membership from time to time.

(g) The Chairs of Standing Committees and the two members at large shall be selected by the Executive and confirmed as part of the slate of Board Directors presented to the AGM.

(h) For greater certainty, vice-chairs of committees, if they exist, are not members of the Board of Directors; an Officer may also be the Chair of a Standing Committee.

4.3. (a)The term of office for the Officers of the Association noted in section 4.2, except for Secretary-Treasurer shall typically be two years in length and will run from November 1 and will conclude on October 31 of the second year, subject to section 4.3 (c).

(b) If there is neither a First or Second Vice-President able or willing to become President, the President may serve for an additional year in order to provide adequate transition, to be confirmed by a majority vote of the Board of Directors before the Annual Meeting at which the board slate is presented.

(c) The Board of Directors shall have authority between Annual Meetings to fill any post on the Board which, for any reason, is vacated, with the exception of Past President. An individual filling a vacant post in between Annual Meetings must be confirmed by a vote of the Board of Directors until the next vote on Directors at an Annual Meeting.

4.4 All Officers, with the exception of the President and Secretary-Treasurer, are required to sit on a PMA Standing Committee and/or as a PMA representative on a University committee. The President and Designate are to attend Campus Council on behalf of the PMA.

4.4.1 The President shall preside at all meetings of the organization when present (not including committee meetings if the chair or vice-chair of the committee is present), shall chair the Board of Directors, and shall be responsible for the operations of the organization and for the supervision of all assigned and/or delegated duties.

4.4.2 The First Vice-President is the principal assistant to the President and shall assume the duties of the President when called upon to do so. The First Vice-President shall be responsible for all activities relating to membership of the PMA and shall carry out such other duties as may be assigned.

4.4.3 The Second Vice-President shall assume the duties of First Vice-President when called upon to do so.

4.4.4 The President, Secretary-Treasurer or PMA Membership Services Coordinator, must approve any financial transaction of the organization following the Procurement of Materials and Services/Authorization to Spend Procedure.

4.4.5 (a) The Secretary-Treasurer shall be responsible for the collection of fees and the maintenance of all records of a financial nature. In the absence of the PMA's Membership Services Coordinator, the Secretary-Treasurer shall act as the recording secretary. All cheques shall be signed by two of the signing directors (President, Vice-President(s), Past President, and Secretary-Treasurer).

(b) The Secretary-Treasurer shall present financial statements to the membership at the Annual Meeting.

(c) The Secretary-Treasurer shall present audited financial statements to the membership at the Annual Meeting at least biennially. Every other year, the Secretary-Treasurer may present financial statements that have been reviewed under a "review engagement" subject to compliance with legislative requirements, to the membership at the Annual Meeting.

4.4.6 The President, in consultation with the Board of Directors, will be responsible for organizing an annual planning retreat.

By-Law 5: Meetings

5.1 (a) Subject to section 5.1 (b), unless otherwise directed by the Board of Directors of the PMA, an Annual Meeting of dues paying members of the PMA shall be held within the six weeks preceding October 31. The business of the Annual Meeting shall include, but not be limited to: election of Directors and Officers for the year; annual reports of the Officers and Directors (Chairs of PMA committees and 2 Members at Large), and the PMA representatives on university committees; setting of membership fees for the coming year; review of the proposed budget for the coming year; consideration of any proposed amendments to the By-laws of the PMA; presentation of the audited financial statements as provided in section 4.4.5.

(b) For the Annual Meeting, members shall be notified of the time, place and agenda 21 days prior to the date of the meeting.

(c) Quorum for an Annual Meeting shall be a minimum of 100 regular members in good standing.

5.2 Special Meetings shall be held at the call of the Board of Directors or upon petition (stating reason for the request) by not less than ten percent of the membership. As much notice as possible will be given to members regarding the time, date, place and agenda of Special Meetings, with a minimum of 1-2 business days to be given. Quorum for a Special Meeting shall be 100 regular members in good standing.

5.3 The Board of Directors may hold any meeting of members by electronic means or in person; similarly, voting may be held by a show of hands or by electronic means. Every member of the Board of Directors has one vote in meetings of the Board, even if they fill two roles (i.e. are an Officer and Standing Committee Chair).

By-Law 6: Committees

6.1 There shall be Standing Committees for Personnel Policies; Negotiations; Professional Development; Membership Engagement; Communications, Belonging and Inclusion, and Support and Employment Equity. Committee membership will be voluntary and shall be approved by the Board of Directors. All Committees shall have at least one member.

6.2 The Chairs of Standing Committees shall be selected by the Executive and confirmed as part of the slate of Board Directors presented to the AGM. The Chairs of Standing Committees shall be responsible, although not necessarily as organizers, for the provision of workshops, seminars, research and reports within their area of responsibility. They shall hold discussions with the University administration on behalf of the PMA in the areas of responsibilities of their respective committees.

A member of a Standing Committee may be designated as the Vice-Chair of the Committee by the Chair of said Committee, subject to approval by the Board of Directors.

6.3 Special Committees may be created by the President in consultation with the other Officers from time to time as the President deems necessary to carry on the work of the PMA. The President shall appoint all committee members to these committees, including the Chair of any such Special Committee, except when other provisions of their selection are laid down in the By-laws or in a resolution of the Board. For greater certainty, the President may determine a time limit for the existence of the Special Committee and the

participation of any of its members, including the Chair of any such Special Committee, and/or the Board may pass resolutions addressing such details.

6.4 Committees shall meet at least once every three months. The number and schedule of meetings shall be determined by Committee Chair(s) except where other meeting schedules or requirements are laid down in the By-laws or in the resolution creating the committee.

6.5 A committee member may be removed by a majority vote of the Committee in consultation with the President. Where a Committee wishes to remove a member, it must provide the committee member in question the opportunity to address the Committee and the President and at least one meeting's notice of any upcoming vote to remove.

6.6 Where a committee member is removed, they may appeal their removal to the Board of Directors. The committee member in question will be given the opportunity to address the Board of Directors. The outcome of the appeal will be determined by a majority vote of the Board of Directors. Where a Board of Directors member has been removed, a general membership meeting will be convened for the purpose of hearing any appeals. The Board of Directors member in question will be given the opportunity to address the membership and the outcome of the appeal will be determined by a majority vote of the general membership.

By-Law 7: Rules of Order

7.1 The rules contained in the most current edition of Robert's Rules of Order Newly Revised shall govern all deliberations of the PMA unless they are in conflict with these By-laws or any special rules the PMA may adopt.

By-Law 8: Amendments

8.1 These By-laws may be amended at any Annual Meeting by a two-thirds vote of the regular members present and voting, provided that 21 days written notice has been given by the Board of Directors to all regular members.

Appendix A

Job Classifications Eligible for Membership in PMA

- Salary Levels 13 to 18
- Research Focused Professionals 1 to 6

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